

PA7000017014

SPOTTSWOOD, SPOTTSWOOD AND SPOTTSWOOD  
ATTORNEYS AND COUNSELORS AT LAW  
500 FLEMING STREET  
POST OFFICE BOX 1900  
KEY WEST, FLORIDA 33041-1900

JOHN M. SPOTTSWOOD, JR.  
WILLIAM B. SPOTTSWOOD

OF COUNSEL:  
JOHN M. SPOTTSWOOD (1920-1975)

February 18, 1997

TELEPHONE  
305 - 294 - 9556  
TELECOPIER  
305 - 292 - 1982

100002091921--2  
-02/19/97--01055--002  
\*\*\*122.50 \*\*\*122.50

Division of Corporations  
Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: Key West Beach Club, Inc.

Dear Sir:

Enclosed you will find the original and one copy of the Articles of Incorporation on the above referenced for filing with your office. I have also enclosed my check in the amount of \$122.50 as payment for the filing fee and a certified copy of the Articles. I have also enclosed a prepaid Federal Express for you to return the certified copy of the Articles. If I can be of any further assistance to you concerning this matter, please call me or my secretary, Robin Gedmin.

Thanking you for your assistance with this matter, I am,

Sincerely,

JOHN M. SPOTTSWOOD, JR.

JMSjr/rrg

Enclosures

Federal Express

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 19 AM 10:49

cf 2/24/97

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 19 AM 10:49

ARTICLES OF INCORPORATION

- FIRST: The name of this corporation is Key West Beach Club, Inc.
- SECOND: This corporation is organized for the purpose of transacting any and all lawful business for which the corporation may be formed under Chapter 607 of the Florida Statutes.
- THIRD: This corporation is authorized to issue 1,000 shares of common stock, par value \$1.00 per share.
- FOURTH: The name and address of the initial registered agent of this corporation is: John M. Spottswood, Jr., 500 Fleming Street, Key West, FL 33040.
- FIFTH: The name and address of the initial director is: John M. Spottswood, Jr., whose address is 500 Fleming Street, Key West, FL 33040. The number of directors may be increased or decreased from time to time as provided in the By-laws but shall never be less than one.
- SIXTH: The name and address of the incorporator of this corporation is: John M. Spottswood, Jr., whose address is 500 Fleming Street, Key West, FL 33040.
- SEVENTH: This corporation shall indemnify its officers, directors, employees and agent to the full extent permitted by law.
- EIGHTH: This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.
- NINTH: The address of the corporation is 500 Fleming Street, Key West, FL 33040.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18 day of February, 1997.

Incorporator

  
JOHN M. SPOTTSWOOD, JR.

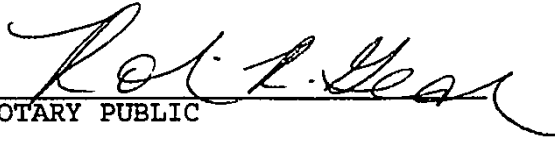
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 FEB 19 AM 10:49

STATE OF FLORIDA

COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 18<sup>th</sup>  
day of February, 1997, JOHN M. SPOTTSWOOD, JR., who is personally  
known to me.

  
NOTARY PUBLIC

ROBIN R. GEDIN

Printed Name of Notary Public



ROBIN R. GEDIN  
MY COMMISSION # CC439007 EXPIRES  
April 1, 1999  
BONDED THRU TROY FARM INSURANCE, INC.

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned hereby accepts the appoint as registered agent  
contained in the foregoing Articles of Incorporation.

  
JOHN M. SPOTTSWOOD, JR.