



**THE UNITED STATES
CORPORATION**
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 280523 115671A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 4, 1997

ORDER TIME : 10:54 AM

ORDER NO. : 280523-005

CUSTOMER NO: 115671A

CUSTOMER: Mary Lynn Desjarlais, Esq
MARY LYNN DESJARLAIS, P.A.

8075 South Beneva Road

Sarasota, FL 34238

DOMESTIC FILING

NAME: BILLY STEARNS TENNIS
CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
 _____ PLAIN STAMPED COPY
 _____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
97 MAR -4 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

K.R. MAR - 4 1997

ARTICLES OF INCORPORATION
OF
BILLY STEARNS TENNIS CENTER, INC.

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I. - NAME

The name of this corporation shall be BILLY STEARNS TENNIS CENTER, INC.

ARTICLE II. - PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 615 Elizabeth Street, Key West, Florida 33040.

ARTICLE III. - NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV. - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000 shares of common stock, having a nominal or par value of \$1.00 per share.

ARTICLE V. - TERM AND COMMENCEMENT OF EXISTENCE

This corporation is to exist perpetually. The date of commencement of corporate existence is the date of filing the Articles of Incorporation.

ARTICLE VI. - DIRECTORS

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time, by the Bylaws, but shall never be less than one. The name

and address of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Address:</u>
Robert Kramer	615 Elizabeth Street Key West, FL 33040
Frances Kramer	615 Elizabeth Street Key West, FL 33040

ARTICLE VII.
INCORPORATOR, REGISTERED OFFICE, REGISTERED AGENT AND ACCEPTANCE

The name of the registered agent and the street address of the registered office of the corporation, and the name and address of each incorporator of this corporation is as follows:

<u>Registered Agent:</u>	<u>Registered Office:</u>
MARY LYNN DESJARLAIS, Esquire	8075 So. Beneva Road, Suite 5 Sarasota, Florida 34238

<u>Incorporator:</u>	
MARY LYNN DESJARLAIS, Esquire	8075 So. Beneva Road, Suite 5 Sarasota, Florida 34238

I am familiar with and accept the duties and responsibilities as registered agent for this corporation.



MARY LYNN DESJARLAIS

ARTICLE VIII. - TRANSFERABILITY OF SHARES

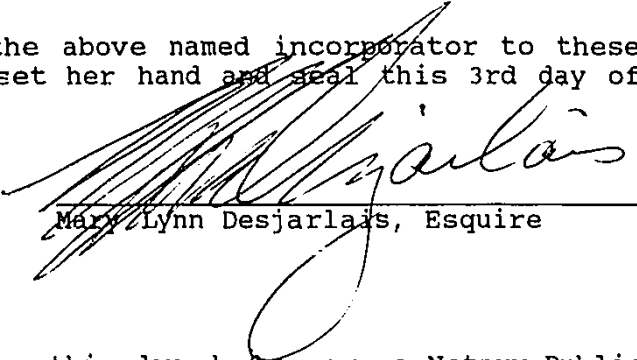
Any and all of the shareholders of this corporation may, from time to time, enter into such agreements as may seem expedient to them, relating to the shares of stock held by them, and limiting the transferability thereof, and thereafter any transfer of said shares shall be made in accordance with the terms of said

agreement, provided that before the actual transfer of said shares on the books of the corporation, written notice of such agreement shall be stamped, written or printed upon the certificate representing said shares, and the Bylaws of this corporation may likewise include proper provisions for the making of such agreements as aforesaid.

ARTICLE IX - PRE-EMPTIVE

Each shareholder shall have the right to purchase additional shares of previously or newly authorized but unissued stock of the same or different class and Treasury stock so that the ratio of issued and outstanding shares held by a shareholder to the total number of issued and outstanding shares of stock remains the same as at the date of original issue.

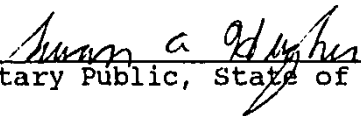
IN WITNESS WHEREOF, the above named incorporator to these Articles of Incorporation set her hand and seal this 3rd day of March, 1997.


Mary Lynn Desjarlais, Esquire

STATE OF FLORIDA
COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MARY LYNN DESJARLAIS, ESQUIRE, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation and acknowledged to me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State aforesaid this 3rd day of March, 1997.


Notary Public, State of Florida

PERSONALLY KNOWN ☒ [OR] ID PRODUCED _____
TYPE OF ID PRODUCED _____



Susan A Hughes
My Commission CC821544
Expires February 13 2001

FILED
97 MAR -4 PM 3:17
TALLAHASSEE, FLORIDA
SECRETARY OF STATE