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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 288684 79823A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : March 11, 1997

ORDER TIME : 9:36 AM

ORDER NO. : 288684-005

CUSTOMER NO: 79823A

CUSTOMER: R. Carlton Ward, Esq
RICHARDS GILKEY FITE SLAUGHTER
PRATESI & WARD, PA
1253 Park Street

Clearwater, FL 34616

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FILED
97 MAR 11 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: TARPON POINTE DEVELOPMENT
CORPORATION

EFFECTIVE DATE:

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS: _____

RECEIVED
97 MAR 11 AM 10:52
DIVISION OF CORPORATION

K.R. MAR 11 1997

LAW OFFICES
RICHARDS, GILKEY, FITE, SLAUGHTER, PRATESI & WARD, P.A.
RICHARDS BUILDING
1253 PARK STREET
CLEARWATER, FLORIDA 34616

RALPH RICHARDS (1893-1960)
JOHN D. FITE
JOHN E. SLAUGHTER, JR.
EMIL G. PRATESI
R. CARLTON WARD
CYNTHIA I. RICE
THEO J. KARAPHILLIS

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WILLIAM W. GILKEY
WILLIAM M. MACKENZIE
OF COUNSEL

PORT RICHEY OFFICE

RIDGE PLACE EXECUTIVE CENTER
8410 U.S. HIGHWAY 19 - SUITE 104
PORT RICHEY, FLORIDA 34868
TEL: (813) 841-7833
FAX: (813) 847-6742

March 10, 1997

Florida Department of State
Division of Corporations
409 East Gaines Street
20th Floor
Tallahassee, Florida 32301

Re: Tarpon Pointe Development Corporation

Gentlemen:

Enclosed please find Articles of Incorporation and a designation of Registered Agent for the above referenced corporation which we ask that you file as soon as possible. Also enclosed herewith is a check payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fees	<u>35.00</u>
	\$ 122.50

The location of the principal office for the Registered Agent is 1253 Park Street, Clearwater, Florida 34616. Please forward the certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,



R. Carlton Ward

RCW/ldg

Enclosures

corp\corr\flacorp.tar

ARTICLES OF INCORPORATION
OF
TARPON POINTE DEVELOPMENT CORPORATION

97 MAR 11 PM 3:11
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

NAME

The name of this corporation shall be TARPON POINTE DEVELOPMENT CORPORATION.

II.

PURPOSE

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

III.

TERM OF EXISTENCE

This corporation shall begin existence as of the date of filing and shall exist perpetually.

IV.

CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of \$1.00 par value.

V.

PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

VI.

MAILING ADDRESS

VII.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1253 Park Street, Clearwater, Florida, 34616, and the name of the initial registered agent of this corporation at that address is R. Carlton Ward.

VIII.

INCORPORATOR

The name and address of the person signing these Articles is:

R. Carlton Ward
1253 Park Street
Clearwater, Florida 34616

IX.

INDEMNIFICATION

The corporation shall indemnify any officer or director, of any former officer or director, to the full extent permitted by law.

X.

AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10 day of March, 1997.



R. CARLTON WARD

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

First--That TARPON POINTE DEVELOPMENT CORPORATION desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Clearwater, County of Pinellas, State of Florida, has named R. Carlton Ward located at 1253 Park Street, Clearwater, Florida 34616, City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

R. CARLTON WARD
(REGISTERED AGENT)

FILED
97 MAR 11 PM 3 11
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA