

P97000023047



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 281062 8992A

AUTHORIZATION :

*Patricia Pysick*

COST LIMIT : \$ 70.00

ORDER DATE : March 4, 1997

ORDER TIME : 1:12 PM

ORDER NO. : 281062-005

CUSTOMER NO: 8992A

CUSTOMER: Michael E. Leach, Esq  
MICHAEL E. LEACH, ESQ

Suite 706  
2400 E Commercial Blvd.  
Ft. Lauderdale, FL 33309

*File 1st*

DOMESTIC FILING

NAME: LAST RESORT VENTURES INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED  
97 MAR 13 AM 8:26  
STATE  
TALLAHASSEE, FLORIDA

W.R. MAR 14 1997

ARTICLES OF INCORPORATION  
OF  
LAST RESORT VENTURES INC.

FILED  
97 MAR 13 AM 8:26  
SEC  
TALLAHASSEE FLORIDA

The undersigned incorporator hereby forms a  
corporation under Chapter 607 of the laws of the State  
of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

LAST RESORT VENTURES INC.

The address of the principal office of this corporation  
shall be Suite 706, 2400 East Commercial Boulevard, Fort  
Lauderdale, Florida 33309, and the mailing address of the  
corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or  
all lawful activities or business permitted under the  
laws of the United States, the State of Florida or any  
other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this  
corporation is authorized to have outstanding at any one  
time is 1,000 shares of common stock having \$1.00 par value  
per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1527 Southeast 11th Street, Deerfield Beach, Florida 33441 and the name of the initial registered agent of the corporation at that address is Benjamin F. Mcleod, III.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Benjamin F. Mcleod, III.  
President

1527 Southeast 11th Street  
Deerfield Beach, Florida 33441

ARTICLE VII. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Benjamin F. Mcleod, III. Dir.	1527 Southeast 11th Street Deerfield Beach, Florida 33441
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Scot Mcleod Dir.	3896 Vineyard Trace Marietta, Georgia 30062
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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 6, 1997.

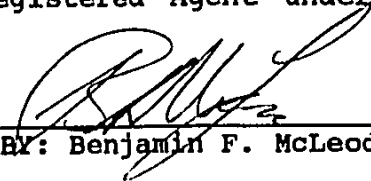
Deborah D. Skipper  
It's Agent, Deborah D. Skipper  
Incorporator

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN ARTICLES OF INCORPORATION**

Benjamin F. McLeod, III, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation:

**LAST RESORT VENTURES, INC.**

Benjamin F. McLeod, III is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
BY: Benjamin F. McLeod, III

Dated this 3<sup>RD</sup> day of March, 1997.

FILED  
97 MAR 13 AM 8:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA