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February 20, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Re: DeBary Social Club, Inc.

Dear Sirs,

Enclosed herein are the Articles of Incorporation of DeBary Social Club, Inc. Please file these papers and return to us in the enclosed stamped envelope. A check in the amount of \$122.50 payable to the Secretary of State is enclosed to cover the filing fees consisting of the following:

Filing fees:	\$ 35.00
Certified copy:	52.50
Reg. Agent Designation:	<u>35.00</u>
	\$122.50

If you have any questions, please do not hesitate to call.

Sincerely,


Donald B. Smith

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97 MAR 14 PM 1:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DBS/dm
Enclosures

MAR 19 1997 BSB

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
DeBARY SOCIAL CLUB, INC.

WE, THE UNDERSIGNED, being natural persons of legal age, do hereby desire to form a corporation under the laws of the state of Florida, and do hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be DeBARY SOCIAL CLUB, INC., a Florida corporation. The principal place of business of this corporation shall be 167 S. Hwy. 17-92, DeBary, Florida 32713.

ARTICLE II

GENERAL NATURE OF BUSINESS

This corporation shall have those powers authorized or permitted by law or otherwise, it being the intention that this corporation shall have the right to engage in any business or activity not expressly prohibited by applicable law of the state of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock of this corporation which the corporation is authorized to have outstanding at any one time is 500 shares of common capital stock having a par

value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors of this corporation.

The names and number of shares of the shareholders of this corporation are as follows:

GAIL M. CORTRIGHT	400 shares
WILLIAM GLATZ	100 shares

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 167 S. Hwy. 17-92, DeBary, Florida 32713, and the name of the initial Registered Agent of this corporation at that address is: GAIL M. CORTRIGHT.

ARTICLE V

INITIAL BOARD OF DIRECTORS

The business of the corporation shall be conducted and managed by a Board of directors consisting of not less than two members, as fixed from time to time by the By-Laws of this corporation, and the Board of Directors shall be elected or appointed by the shareholders of the corporation but it shall not be necessary for any such director to be a shareholder of the corporation.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and qualified are:

GAIL M. CORTRIGHT

1338 E. Normandy
Deltona, Florida 32725

WILLIAM GLATZ

560 E. Normandy
Deltona, Florida 32725

ARTICLE VI

INCORPORATORS

The names and addresses of the Incorporators of this corporation are:

GAIL M. CORTRIGHT

1338 E. Normandy
Deltona, Florida 32725

WILLIAM GLATZ

560 E. Normandy
Deltona, Florida 32725

ARTICLE VII

BY-LAWS

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders of this corporation.

ARTICLE VIII

INDEMNIFICATION

Every director, officer, employee or agent of the corporation shall be indemnified by the corporation against all expenses and liabilities, including attorneys fees, reasonably incurred or by reason of their being imposed upon him or her, in connection with any proceeding to which he or she may be made a part or in which he or she may become involved by reason of his or her employment or by reason of his or her being or having been a director, officer, employee or agent of the

corporation, or any settlement thereof, whether or not he or she is a director, officer, employee or agent at the time such expenses are incurred, except in such cases wherein the director, officer, employee or agent is adjudged liable for gross negligence or willful and wanton misconduct in the performance of his or her duties as such officer, director, employee or agent. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, employee or agent may be entitled.

ARTICLE IX

AMENDMENT

The corporation reserves the right to amend, alter, change, repeal and revise any of the provisions of this corporation's Articles of Incorporation in the manner now, or hereafter prescribed by statute and all rights conferred on shareholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 31st day of JANUARY, 1997.


GAIL M. CORTRIGHT


WILLIAM GLATZ

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS

OR DOMICILE FOR THE SERVICE OF PROCESS

WITHIN THIS STATE NAMING 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 DeBARY SOCIAL CLUB, INC., desiring to organize under the laws of the state of Florida, with its principal office as indicated in the Articles of Incorporation in the City of DeBary, County of Volusia, State of Florida, has named GAIL M. CORTRIGHT, of 167 S. Hwy. 17-92, DeBary, Florida 32713, as its agent to accept service of process within this State.

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


GAIL M. CORTRIGHT