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ACCOUNT NO. : 072100000032

REFERENCE : 324477 ~~82707A~~

AUTHORIZATION : *Patricia R. Rye*

COST LIMIT : \$ 122.50

ORDER DATE : April 9, 1997

ORDER TIME : 4:18 PM

ORDER NO. : 324477-005

7000002189267--8

CUSTOMER NO: 82707A

CUSTOMER: Ms. Linda Keehn
CASSELS & MCCALL

400 N.w. 2nd Street

Okeechobee, FL 34972

DOMESTIC FILING

NAME: BLUE HERON GOLF & COUNTRY
CLUB, 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: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 APR 10 PM 1:24
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 10 AM 11:40
DIVISION OF CORPORATION

SN APR 10 1997

ARTICLES OF INCORPORATION
OF
BLUE HERON GOLF & COUNTRY CLUB, INC.

FILED
97 APR 10 PM 1:24
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:

BLUE HERON GOLF & COUNTRY CLUB, INC.

The address of the principal office of this corporation shall be 201 North Park, Ypsilanti, Michigan 48198, 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 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. 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 six Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mark N. McMaster Dir.	201 North Park Ypsilanti, Michigan 48198
Richard D. Magill Dir.	Same
Melvin N. McMaster Dir.	Same
Ruby F. McMaster Dir.	Same
Jane E. McMaster Dir.	Same
Debra A. Magill Dir.	Same

ARTICLE VII. OFFICERS

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

Mark N. McMaster Pres.	201 North Park Ypsilanti, Michigan 48198
Richard D. Magill V. Pres.	Same
Melvin N. McMaster Sec./Treas.	Same

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

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on April 9, 1997.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: _____

ACG/das

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