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97 APR 11 PM 12:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**SMITH  
SAUER  
& DEMARIA**

ATTORNEYS AT LAW

G. Thomas Smith  
Board Certified  
Real Estate Attorney

January 30, 1997

Secretary of State  
Corporate Records Division  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

600002078296--1  
-02/05/97--01049--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Byrnes Development Corporation, Inc.

OF SOUTHWEST FLORIDA, INC.

Gentlemen:

Enclosed is the signed original and a copy of the Articles of Incorporation for the above corporation. Also enclosed is a check in the amount of \$70.00 representing the filing fee.

Please file the original of the enclosed Articles of Incorporation and return a date-stamped copy to me as evidence of filing.

If you have any questions, please do not hesitate to contact us at (904) 434-2761.

Sincerely,

*Jan C. Cribbs*  
Jan C. Cribbs  
for G. Thomas Smith

GTS:jcc

Enclosures



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 6, 1997

SMITH SAUER & DEMARIA  
510 E ZARAGOZA  
PENSACOLA, FL 32582-2446

SUBJECT: BYRNES DEVELOPMENT CORPORATION, INC.  
Ref. Number: W97000003084

We have received your document for BYRNES DEVELOPMENT CORPORATION, INC. and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 597A00006475

**SMITH  
SAUER  
& DEMARIA**

**ATTORNEYS AT LAW**

G. Thomas Smith  
Board Certified  
Real Estate Attorney

April 10, 1997

Secretary of State  
Corporate Records Division  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32301

RE: Byrnes Development Corporation of Northwest Florida, Inc.

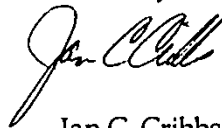
Gentlemen:

Enclosed is the signed original and a copy of the Articles of Incorporation for the above corporation with the name change as you requested. This re-filing could not be done in the sixty (60) day time limit due to Mr. Byrnes being out of the country.

Please file the original of the enclosed Articles of Incorporation and return a date-stamped copy to me as evidence of filing.

If you have any questions, please do not hesitate to contact us at (904) 434-2761.

Sincerely,



Jan C. Cribbs  
for G. Thomas Smith

GTS:jcc

Enclosures

FILED

ARTICLES OF INCORPORATION  
OF

97 APR 11 PM 12:35

BYRNES DEVELOPMENT CORPORATION OF NORTHWEST FLORIDA, INC.  
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I-NAME

The name of this corporation is Byrnes Development Corporation of Northwest Florida, Inc.

ARTICLE II-DURATION

This corporation shall have a perpetual existence, commencing on the date of filing with the Department of State.

ARTICLE III-PURPOSE

The general purposes for which the corporation is organized are:

(1) Purchase property and develop the same for commercial and residential purposes including but not limited to the development of a tennis and sports complex and to conduct any business related to such development.

(2) To conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation is not to conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition business.

ARTICLE IV-CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any one time is 10,000 shares of \$1.00 par value common stock.

ARTICLE V-INITIAL REGISTERED AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of this corporation in the State of Florida is 515 Yesteroaks Circle, Gulf Breeze, Florida 32561. The name of the initial registered agent for the corporation at that address is Robert E. Byrnes. The principal office of the corporation shall be 515 Yesteroaks Circle, Gulf Breeze, Florida 32561.

#### ARTICLE VI-INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors is three (3). The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial directors of this corporation are:

Robert E. Byrnes  
515 Yesteroaks Circle  
Gulf Breeze, FL 32561

#### ARTICLES VII-INCORPORATORS

The names and street addresses of the incorporators signing these Articles of Incorporation are:

Robert E. Byrnes  
515 Yesteroaks Circle  
Gulf Breeze, FL 32561

#### ARTICLE VIII-BYLAWS

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

#### ARTICLE IX-AMENDMENT

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

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 10<sup>th</sup> day of April, 1997.

  
Robert E. Byrnes


STATE OF FLORIDA  
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared Robert E. Byrnes, known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledges that he subscribed the said instrument for the uses and purposes set forth therein.

this 10<sup>th</sup> WITNESS my hand and official seal in the County, and State last aforesaid day of April, 1997.



G THOMAS SMITH  
My Commission CC484224  
Expires Jul. 26, 1999  
Bonded by ANB  
800-852-5878

  
Printed Name: G. Thomas Smith  
Notary Public Stamp:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment of Registered Agent of Byrnes Development Corporation, Inc., which is contained in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations provided for in Section 607.325 of the Florida Statutes.

  
Robert E. Byrnes

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TALLAHASSEE, FLORIDA