

P97000041412

MAY, MEACHAM & DAVELL

A PROFESSIONAL ASSOCIATION
ATTORNEYS AND COUNSELORS
NATIONSBANK TOWER, SUITE 2602
ONE FINANCIAL PLAZA

FORT LAUDERDALE, FLORIDA 33304-1607

PAUL M. MAY
ROBERT C. MEACHAM
WILLIAM C. DAVELL
DAVID MARSHALL BROWN*

*ALSO ADMITTED IN GEORGIA

FORT LAUDERDALE (954) 763-6006
MIAMI (305) 944-8281
TELEFAX (954) 764-5367

May 1, 1997

FEDERAL EXPRESS

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

100002167921--1
-05/06/97--01103--014
****122.50 ****122.50

Re: Articles of Incorporation of
Brentwood Golf & Associates, Inc.

100002167921--1
-05/06/97--01103--014
****122.50 ****122.50

Dear Sir/Madam:

Please be advised that this firm represents Brentwood Golf & Associates, Inc. and the incorporator of that company. Enclosed you will find the following:

1. Original and one copy of the Articles of Incorporation that have been prepared in accordance with Chapter 607 of the Florida Statutes;
2. Designation of Registered Agent; and
3. Check in the amount of \$122.50 for the filing fee.

Please cause the Articles of Incorporation to be recorded and provide me with a file stamped copy of same.

Should you have any questions or need anything further, please do not hesitate to contact me. Thank you for your assistance in this matter.

Very truly yours,

Robert C. Meacham/cje

Robert C. Meacham
For the Firm

cje
Enclosures
cc: Dean Horn

MAY 9

BSB

FILED
97 MAY -6 AM 11:45
TALLAHASSEE, FLORIDA
STATE

**ARTICLES OF INCORPORATION
OF
BRENTWOOD GOLF & ASSOCIATES, INC.**

FILED
97 MAY -6 AM 11:45
TALLAHASSEE STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is **BRENTWOOD GOLF & ASSOCIATES, INC.**

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is **1524 SW 4th Avenue, Boca Raton, FL 33432.**

ARTICLE III - DURATION

This corporation shall exist in perpetuity.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida and the United States.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue **1000** shares of **\$1.00** par value common stock, which shall be designated "Common Shares."

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered office and agent of this corporation are:

Robert C. Meacham	NationsBank Tower
	One Financial Plaza
	Suite 2602
	Fort Lauderdale, FL 33394

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1).

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

Dean Horn	1524 SW 4th Avenue
	Boca Raton, FL 33432

ARTICLE VII - INCORPORATORS

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

Dean Horn	1524 SW 4th Avenue
President	Boca Raton, FL 33432

ARTICLE IX - BYLAWS

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

ARTICLE X - POWERS

This corporation shall have all of the powers enumerated in the Florida General Corporation Act.

ARTICLE XI - INDEMNIFICATION

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

ARTICLE XII - AMENDMENT

This 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 subscribers have executed these Articles of Incorporation this 26th day of April, 1997.


DEAN HORN, President

STATE OF FLORIDA

COUNTY OF Broward

BEFORE ME, the undersigned authority, personally appeared **Dean Horn**, personally known to me to be the person described herein and who executed the foregoing Articles of

Incorporation for the purposes therein expressed and who did take an oath.

WITNESS my hand and official seal this 26 day of April, 1997.



ADRIENNE L. BOYD
MY COMMISSION # CC426338 EXPIRES
March 31, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

Adrienne L. Boyd
Name: ADRIENNE L. BOYD
Notary Public
Serial No. 426338
My Commission Expires: March 31, 1999

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Chapters 48.091 and 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, in compliance with said Acts and made a part of the Articles of Incorporation of said corporation, to which this document is attached, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida.

1. The name of the corporation is: **BRENTWOOD GOLF & ASSOCIATES, INC.**
2. The name and address of the Registered Agent and office is:

Robert C. Meacham

**NationsBank Tower
One Financial Plaza
Suite 2602
Fort Lauderdale, FL 33394**

Signature:


Dean Horn, President

Date:

4/26/97

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:


**Robert C. Meacham,
Registered Agent**

Date:

4/26/97