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June 20, 1997

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32301

600002219766--3  
-06/23/97--01092--015  
\*\*\*122.50 \*\*\*122.50

Re: Colby-Woods R.V. Resort, Inc.

Dear Sir/Madam:

Enclosed please find original and two (2) copies of the Articles of Incorporation of Melvin & Associates, Inc. together with my check number 2040 in the amount of \$122.50 which represents the filing fee for the above-captioned corporation. Please send the two (2) copies of the Articles of Incorporation back to my office.

Should you have any questions regarding the enclosed, please do not hesitate to contact me. Thank you.

Sincerely,

GREGORY S. FLANAGAN, P.A.



Gregory S. Flanagan

GSF:whb

Enclosures: As Stated Above

(c:secretary)

FILED  
97 JUN 23 PM 1:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

nu 6/24/97

**ARTICLES OF INCORPORATION  
OF**

**COLBY-WOODS R.V. RESORT, INC.**

**FILED**  
**97 JUN 23 PM 1:25**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, for the purposes of forming a corporation for profit under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation shall be **COLBY-WOODS R.V. RESORT, INC.**

**ARTICLE II**

**COMMENCEMENT AND DURATION**

The duration of the corporation is perpetual. The date and time of the commencement of corporate existence shall be effective with the filing of these Articles of Incorporation.

**ARTICLE III**

**PURPOSE**

The general purpose for which the corporation is organized is to engage in any activities or business permitted under the laws of the United States and the State of Florida, as well as to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE IV**

**CAPITAL STOCK**

The aggregate number of shares of capital stock which the corporation is authorized to issue is One Thousand (1,000) shares. Such shares shall be of a single class, common stock, and shall have a par value of One Dollar (\$1.00) per share.

## **ARTICLE V**

### **PRINCIPAL OFFICE/MAILING ADDRESS**

The street address of the initial principal office of the corporation is: 10313 East Highway 40, Silver Springs, Florida 34488. The mailing address of the corporation shall be the same.

## **ARTICLE VI**

### **REGISTERED AGENT/REGISTERED OFFICE**

The name of the corporation's initial Registered Agent is **GREGORY S. FLANAGAN**, whose registered office address is: 230 Northeast 25th Avenue, Suite 200, Ocala, Florida 34470.

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

The corporation shall have one (1) director initially. The number of directors may be either increased (or diminished if hereafter increased) from time to time in accordance with the corporate By-Laws. The name and address of the initial director is:

**KEN SHELLEY**  
10313 East Highway 40  
Silver Springs, Florida 34488

## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the incorporator is:

**GREGORY S. FLANAGAN**  
230 Northeast 25th Avenue, Suite 200  
Ocala, Florida 34470

## **ARTICLE IX**

This corporation is a small business corporation within the meaning of Section 1244 of the Internal Revenue Code and as soon as is practicable this corporation shall adopt a Section 1244 offering plan.

ARTICLE X

PRE-EMPTIVE RIGHTS

The shareholders may adopt, by written agreement, a plan providing for pre-emptive rights as to the issuance, sale or transfer of any stock. If such agreement exists there shall be printed on the face of all stock in a legible manner, proper words to notify any holder, buyer or transferee thereof of such agreement.

EXECUTED by the undersigned person at Ocala, Marion County, Florida, on this the 20 day of June, 1997.

  
\_\_\_\_\_  
GREGORY S. FLANAGAN, Incorporator

STATE OF FLORIDA  
COUNTY OF MARION

BEFORE ME, the undersigned authority, on this 20 day of June, 1997, personally appeared **GREGORY S. FLANAGAN** to me known to be the person described in and who signed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily and for the uses and purposes therein expressed.

WITNESS my hand and official seal the day and year first above written.

NOTARY PUBLIC



WANDA H. BRADLEY  
MY COMMISSION # CC420905 EXPIRES  
November 15, 1998  
BONDED THRU TROY FAIR INSURANCE, INC

Sign: Wanda H Bradley  
Print: Wanda H Bradley  
State of Florida at Large (Seal)  
My Commission Expires:

Personally known X or produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_  
(c:art-colby)

**ACCEPTANCE OF REGISTERED AGENT**

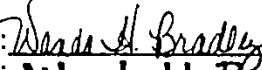
I, **GREGORY S. FLANAGAN**, accept the office of Registered Agent of **COLBY-WOODS R.V. RESORT, INC.** I am located at 230 Northeast 25th Avenue, Suite 200, Ocala, Florida 34470, the registered office of this corporation.

  
**GREGORY S. FLANAGAN**, Registered Agent

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing instrument was acknowledged before me, the undersigned authority, by **GREGORY S. FLANAGAN** on the 20 day of June, 1997.

**NOTARY PUBLIC**

Sign:   
Print: Wanda H. Bradley  
State of Florida at Large (Seal)  
My Commission Expires:

Personally known X or produced identification \_\_\_\_\_  
Type of identification produced \_\_\_\_\_



WANDA H. BRADLEY  
MY COMMISSION # CC420905 EXPIRES  
November 15, 1998  
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