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ACCOUNT NO. : 072100000032

REFERENCE : 442657 7131677

AUTHORIZATION: Patricia Puyguts

COST LIMIT : \$ 70.00

ORDER DATE : June 25, 1997

ORDER TIME : 2:16 PM

ORDER NO. : 442657-005

CUSTOMER NO: 7131677

600002225726--9

CUSTOMER: Mr. Kenneth M. Fitzgerald
MR. KENNETH M. FITZGERALD

Suite L
100 West Avenue
Venice, FL 34285

DOMESTIC FILING

NAME: THE TOBACCO ROAD CLUB INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday
EXAMINER'S INITIALS:

FILED
97 JUN 27 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUN 27 PM 4:07
DIVISION OF CORPORATION

8N JUN 30 1997

ARTICLES OF INCORPORATION
OF
THE TOBACCO ROAD CLUB INC.

FILED
97 JUN 27 AM 8:38
SECRETARY OF STATE
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:

THE TOBACCO ROAD CLUB INC.

The address of the principal office of this corporation shall be 100 West Avenue, Suite L, Venice, Florida 34285, 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 no 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 three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Kenneth M. Fitzgerald	100 West Avenue, Suite L Venice, Fl 34285
Lisa Janine Hoertz	100 West Avenue, Suite L Venice, Fl 34285
Marion J. Fitzgerald	100 West Avenue, Suite L Venice, Fl 34285

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on June 27, 1997.

Deborah D. Skipper

Incorporator
It's Agent, Deborah D. Skipper

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

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: Deborah D. Skipper
It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

EAS/TONYA C. HOLLIDAY

FILED
97 JUN 27 AM 8:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA