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ACCOUNT NO. : 072100000032

REFERENCE : 479781 9569A

AUTHORIZATION :

Retiree. Paid

COST LIMIT : \$ 70.00

ORDER DATE : July 30, 1997

ORDER TIME : 10:57 AM

ORDER NO. : 479781-005

CUSTOMER NO: 9569A

800002252498--9

CUSTOMER: Ms. Sonya Burke
PAULICH SLACK & WOLFF, PA

6th Floor
2150 Goodlette Road
Naples, FL 34102-4811

DOMESTIC FILING

NAME: BRIDGE CLUB 222227 OF
SOUTHWEST FLORIDA, 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: W. Charles Earnest

EXAMINER'S INITIALS:

FILED
97 JUL 30 PM 1:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 JUL 30 PM 11:28

BN JUL 30 1997

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ARTICLES OF INCORPORATION
OF
BRIDGE CLUB 222227 OF SOUTHWEST FLORIDA, INC.

FILED
97 JUL 30 PM 1:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be:

BRIDGE CLUB 222227 OF SOUTHWEST FLORIDA, INC.

The principal place of business and mailing address of this corporation shall be:

432-434 GOODLETTE RD.
NAPLES, FL. 34102

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 1000 shares of common stock at \$1.00 par value.

ARTICLE IV
REGISTERED AGENT

Initial registered office of the corporation shall be:

c/o PAULICH, SLACK & WOLFF, P.A.
2150 Goodlette Road, Sixth Floor
Parkway Financial Building
Naples, Florida 34102

and the name of the initial registered agent shall be:

JOHN PAULICH, III

ARTICLE V
EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class, or series of that which he already holds, shall have the right to purchase his pro rata share, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VII
SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE VIII
ELECTION OF SUBCHAPTER S

This corporation may elect subchapter S for taxation purposes upon consent of the shareholders.

ARTICLE IX
OFFICERS AND DIRECTORS

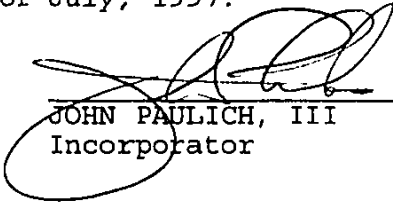
The qualifications for officers and directors and the manner of their admission are to be regulated as set forth in the By-Laws of the Corporation.

ARTICLE X
INCORPORATOR

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

JOHN PAULICH, III
2150 GOODLETTE RD.
NAPLES, FL. 34102

IN WITNESS WHEREOF, the undersigned has hereto set forth his hand and seal on this 29 day of July, 1997.


JOHN PAULICH, III
Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this ____ day of July, 1997, by (____) who is personally known to me or (____) who has produced _____ as identification.

Signature, Notary Public

Print Name, Notary Public

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.050, FLORIDA STATUTES.


JOHN PAULICH, III

FILED
JUL 30 PM 1:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA