

P970000960193

PROFESSIONAL CLUB SERVICES OF AMERICA, INC.

October 24, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32304

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-10/27/97--01154--021
****122.50 ****122.50

To Whom It May Concern:

I would like to form a Florida Corporation. Enclosed are my Articles of Incorporation. Also enclosed is my check in the amount of \$122.50 as follows:

| | |
|---------|------------------------------|
| \$70.00 | Filing Fees/Registered Agent |
| \$52.50 | Certified Copy |


\$122.50 TOTAL

If you require any additional information, please advise.

Thank you.

PROFESSIONAL CLUBS OF AMERICA, INC.
7550 SUNSHINE SKYWAY LANE - T 43
ST. PETERSBURG, FL 33711

Sincerely,


C. Sam Speechly, Jr.
President/Director

2589-2557-611-509
W97-24533

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 NOV 12 AM 9:01

11/12/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
DEPARTMENT OF STATE
CORPORATIONS
97 NOV 12 AM 9:01

October 28, 1997

PROFESSIONAL CLUBS OF AMERICA INC.
ATTN: C. SAM SPEECHLY, JR.
7550 SUNSHINE SKYWAY LANE #T43
ST. PETERSBURG, FL 33711

SUBJECT: PROFESSIONAL CLUB SERVICES OF AMERICA, INC.
Ref. Number: W97000024533

We have received your document for PROFESSIONAL CLUB SERVICES OF AMERICA, INC.. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

You must list the corporation's principal office and/or a mailing address in the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 497A00052356

FILED
CLERK OF STATE
CORPORATIONS
97 JUN 12 AM 9:01

**ARTICLES OF INCORPORATION
OF
Professional Club Services of America, Inc.**

I, the undersigned, do hereby establish for the purpose of becoming a corporation, operating for profit by and under the provisions of the statutes of Florida appertaining and providing for the formation, liabilities, rights, privileges and immunities of a Corporation operating for profit, and do hereby, make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of becoming such a Corporation for profit and do hereby declare, state and certify:

ARTICLE I

The name of this corporation shall be Professional Club Services of America, Inc.

ARTICLE II

This Corporation shall have perpetual existence unless sooner dissolved as be directed by law.

ARTICLE III

The Corporation may transact any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be One Thousand (1,000) shares of common stock having a nominal or par value of one dollar (1.00) per share. The consideration to be paid for each such share shall be money, property, or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

ARTICLE V

The amount of the capital with which the corporation shall begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE VI

The street address of the initial registered office and mailing address of this Corporation is 7550 Sunshine Skyway Lane T43, St. Petersburg, Florida 33711.

ARTICLE VII

The name and address of the initial Registered Agent and Principal Officer of this Corporation is C. Samuel Speechly, Jr. (President), 7550 Sunshine Skyway Lane T43, St. Petersburg, Florida 33711

ARTICLE VIII

This Corporation shall have three Directors initially. The number of Directors of this Corporation may be increased or decreased, from time to time, by the by-laws of this Corporation, but which number of Directors shall never be less than one.

ARTICLE IX

This Corporation shall have three Officers and three Directors, initially. The name and street address of the initial Officers and Directors, who shall hold office for the first year of the Corporation, or until a successor is elected or appointed is: President/Director: C. Samuel Speechly, Jr., 7550 Sunshine Skyway Lane T43, St. Petersburg, Florida 337711; Vice President/Director: John Curtis Sarver, 9232 Pineapple Road, Ft. Myers, Florida 33912; Secretary/Treasurer: Robert L. Sarver, II, 9233 Pineapple Road, Ft. Myers, Florida 33912.

ARTICLE X

The subscriber to the Articles of Incorporation, together with his respective address is C. Samuel Speechly, Jr., 750 Sunshine Skyway Lane T43, St. Petersburg, Florida 33711

ARTICLE XI

The Articles of Incorporation may be amended in a manner provided therefore by the Laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the Stockholders of this Corporation. Any questions, motions or action of the Stockholders of this Corporation shall be decided by a majority vote of the Stockholders entitled to vote thereon. The By-laws of this Corporation shall be promulgated, adopted, amended, changed or deleted by the Stockholders of this Corporation. The Business Affairs of this Corporation shall be conducted by a Board of Directors, and the Directors thereof shall be elected at the Annual Meeting of the Stockholders of this Corporation as a condition precedent to holding an Office or being a Director or Agent in this Corporation. The Officers and Directors of this Corporation shall have and enjoy all the rights, privileges, and immunities of a Corporation operating under the Laws of the State of Florida, appertaining thereto at the time of the Incorporation hereof and any Amendments thereto. The number and nature of the Offices in this Corporation subsequent to the initial Offices

may be increased, deleted or changed by the By-laws of this Corporation in keeping with the Laws of the State of Florida appertaining thereto.

IN WITNESS WHEREOF, the Undersigned Subscriber has executed the foregoing Articles of Incorporation, this 24th day of October, 1997.

SINGED IN THE PRESENCE OF:

Elynn Schenck

C. Samuel Speechly, Jr.
C. SAMUEL SPEECHLY, JR.

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, the undersigned authority, personally appeared C. SAMUEL SPEECHLY, JR. Who upon first being duly sworn, deposes and says that he has read the foregoing Articles of Incorporation, and that he has executed the same freely and voluntarily.

Witness my hand and Official Seal this 24th day of October, 1997 at
Ft. Myers, Florida.



Cynthia G Gibson
My Commission CC625478
Expires March 02, 2001

Cynthia G. Gibson
Notary Public State of Florida

My Commission Expires: 31 02 | 01

PCSA

Professional Club Services of America, Inc.

7550 Sunshine Skyway Lane ~ #T43 ~ St. Petersburg, FL 33711 ~ USA
Phone 813-866-3168 ~ Fax 813-866-3168 ~ Email SSPEECHLY@Prodnet

October 31, 1997

Florida Department of State
Division of Corporations
ATTN.: Ms. Clarethia Golden
PO Box 6327
Tallahassee, FL 32314

I, C. Samuel Speechly, Jr., hereby am familiar with and accept the duties and responsibilities as Registered Agent for Professional Club Services of America, Inc..

Sincerely,



C. Samuel Speechly, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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