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EFFECTIVE DATE
11-24-97



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 612978 87623A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 25, 1997

ORDER TIME : 9:39 AM

ORDER NO. : 612978-005

CUSTOMER NO: 87623A

300002356373--4

-11/25/97--01033--001

****122.50 ****122.50

CUSTOMER: Terence P. McCarthy, Esq
MCCARTHY SUMMERS BOBKO MCKEY
WOOD & SAWYER, P.A.
Suite 2-a
2081 E. Ocean Boulevard
Stuart, FL 34996

DOMESTIC FILING

NAME: U.S. GOLF PELICAN STRAND,
INC.

EFFECTIVE DATE:

XXXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED

97 NOV 25 AM 11:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

97 NOV 25 AM 10:43

DIVISION OF CORPORATION

EFFECTIVE DATE

11-24-97

ARTICLES OF INCORPORATION

OF

U.S. GOLF PELICAN STRAND, INC.

FILED

97 NOV 25 AM 11: 10

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: U.S. Golf Pelican Strand, Inc.

The address of the principal office of this corporation shall be: 2381 S.W. Carriage Hill Terrace, Palm City, Florida 34990, and the mailing address of the corporation shall be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact 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 10,000 shares of common stock.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be: 2081 E. Ocean Blvd., Stuart, Florida 34996, and the name of the initial registered agent of the corporation at that address is Terence P. McCarthy.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Mark Buelow, 2381 S.W. Carriage Hill Terrace, Palm City, Florida 34990.

ARTICLE VII - COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence corporate existence on the day and year when these Articles are subscribed and acknowledged.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 24 day of NOVEMBER, 1997.



MARK BUELOW

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

FILED
97 NOV 25 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TERENCE P. MCCARTHY, 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.



TERENCE P. MCCARTHY