

J. STEVEN GRIBBLE

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December 18, 1997

REAL ESTATE
TRUSTS

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-12/22/97--01028--008
****122.50 ****122.50

Corporate Records Bureau
Division of Corporate Records
Department of State
P.O. Box 6327
Tallahassee, FL 32301

RE: ENCHANTED LAKES, INC.
Our File No. 97-170-G

Dear Sir/Madam:

Enclosed please find the original and a copy of the Articles of Incorporation and the original Resident Agent Form on the above mentioned Corporation. I am enclosing a check in the amount of \$122.50; \$35.00 for filing of the Articles of Incorporation; \$52.50 for a certified copy of same and \$35.00 for the filing of the Registered Agent.

Please return the certified copy of the Articles of Incorporation to this office.

Very truly yours,

J. Steven Gribble

J. Steven Gribble

JSG/lmk
Encl.

FILED
97 DEC 22 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
12-23-97

ARTICLES OF INCORPORATION
OF
ENCHANTED LAKES, INC.

FILED
97 DEC 22 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this corporation shall be
ENCHANTED LAKES, INC.

ARTICLE II.

NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telephone, telegraph or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is shares of common stock having a nominal or par value of \$1.00 per share. The consideration to be paid for each share shall be in money, property, or services. The Board of Directors shall determine the reasonable value of all consideration, other than money, paid for such shares and their determination, made in good faith, shall be final and conclusive as to such value.

ARTICLE IV.

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is \$500.00.

ARTICLE V.

BEGINNING DATE

The beginning date of this corporation shall be when these Articles are filed.

ARTICLE VI.

ADDRESS

The initial mailing address of the principal office of this corporation is: 2541 Englewood Rd., Englewood, FL 34223. The directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII.

DIRECTORS

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII.

INITIAL DIRECTORS AND OFFICERS

The names and Post Office addresses of the members of the first Board of Directors and first officers are:

NAME AND ADDRESS

TITLE

ARTHUR W. JOSEPH
2541 Englewood Rd.
Englewood, FL 34223

Director and President

DARLENE M. JOSEPH
2541 Englewood Rd.
Englewood, FL 34223

Director, Vice-President,
Secretary and Treasurer

ARTICLE IX.

SUBSCRIBERS

The names and addresses of the several subscribers to these Articles of Incorporation, together with the number of shares of stock each agrees to take, and the value of the consideration thereof, are:

<u>NAME AND ADDRESS</u>	<u>NUMBER OF SHARES</u>	<u>AMOUNT</u>
ARTHUR W. JOSEPH and DARLENE M. JOSEPH, as joint tenants with right of survivorship 2541 Englewood Road Englewood, FL 34223	500	\$500.00

ARTICLE X.

DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent of the corporation shall be
J. STEVEN GRIBBLE and Registered Office shall be 3380 Tamiami Trail,
Suite C, Port Charlotte, FL 33952.

ARTICLE XI.

PREEMPTIVE RIGHTS TO NEW STOCK ISSUE

The corporation shall have the power to grant to the stockholders of record at the time of the issuance of any additional stock beyond the originally authorized maximum number of shares of common stock previously provided for, full preemptive rights to the issuance of all new stock, in that such new stock shall be first offered to such registered stockholders for sale at the "stated" or "fixed" value thereof as determined by the Board of Directors, before said stock shall be offered for sale to persons other than said stockholders. The terms and other details of such offer including the time of this acceptance and the manner of payment shall be determined by the Board of Directors.

No stockholder of this corporation, however, shall be entitled to a right to purchase or subscribe for any part of the

unissued portion of the heretofore authorized maximum number of shares; nor to such new shares as are issued for the express purpose of requiring thereof, and in exchange for, additional property and assets for and by this corporation; nor to such new shares as are issued in furtherance and in completion of any merger or consolidation of this corporation with one or more corporations.

ARTICLE XII.

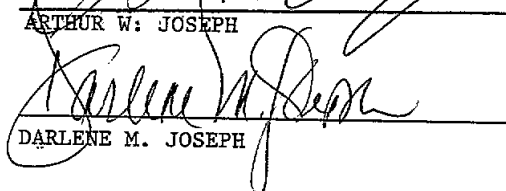
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority vote of the stockholders entitled to vote thereon.

WE, THE UNDERSIGNED, being all of the original subscribers of the capital stock herein mentioned, and for the purpose of becoming a corporation for the transaction of business under the provisions of the laws of Florida, do make, sign, acknowledge and file in the office of the Secretary of State this Certificate of Incorporation.

WITNESS our respective hands and seals this 17th day of
December, 1997.


ARTHUR W. JOSEPH


DARLENE M. JOSEPH

STATE OF FLORIDA)
) SS.:
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 17th day
December _____, 19 97, by ARTHUR W. JOSEPH and DARLENE M. JOSEPH
who ^{are} ~~is~~ personally known to me ~~or who has produced~~ _____

_____, as ~~identification~~ and who
did _____ take an oath.

My Commission Expires:

J. Steven Gribble
NOTARY PUBLIC

J. STEVEN GRIBBLE
PRINT NAME

CC564956
Serial Number



J STEVEN GRIBBLE
My Commission CC564956
Expires Jun. 20, 2000

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:

FIRST -- THAT ENCHANTED LAKES, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF
Englewood , STATE OF FLORIDA, HAS NAMED

J. STEVEN GRIBBLE, ESQ. LOCATED AT 3380 Tamiami Trail, Suite C, Port Charlotte,
FL 33952
AS ITS AGENT TO ACCEPT SERVICE OR PROCESS WITHIN FLORIDA.

SIGNATURE

ARTHUR W. JOSEPH
President

TITLE

DATE

12/11/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, 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.

SIGNATURE

J. Steven Gribble
(RESIDENT AGENT)

DATE

12/17/97

97 DEC 22 AM 11:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED