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MCLEOD, MCLEOD & MCLEOD, P.A.

Attorneys and Counselors at Law

Post Office Drawer 950

Apopka, Florida 32704-0950

Johnie A. McLeod
Raymond A. McLeod
William J. McLeod

January 16, 1998

48 East Main Street
Telephone: (407) 886-3300
Facsimile: (407) 886-0087

Secretary of State
Corporate Division
PO Box 6327
Tallahassee, FL 32314

RE: LOST LAKE R.V. RESORT, INC.

100002405081--6
-01/20/98--01096--009
****122.50 ****122.50

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you.

Sincerely yours,

Raymond A. McLeod

RAM/jlk

Enclosures

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**ARTICLES OF INCORPORATION
OF
LOST LAKE R. V. RESORT, INC.**

THE UNDERSIGNED, acting as the Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is **LOST LAKE R. V. RESORT, INC.**

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose is to engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation is authorized to issue 1,500 shares, all of one class, at \$1.00 par value.

ARTICLE V

The name of the Initial Registered Agent is **RAYMOND A. McLEOD** whose mailing address is 48 East Main Street, Apopka, Florida 32703 and the principal office of this corporation is located at 3400 South Clarcona Road, Apopka, Florida 32703.

ARTICLE VI

This corporation shall have three (3) Directors initially, and the number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws of the corporation in the manner provided by law, but shall never be less than one (1).

The names and addresses of the initial Directors of this corporation are:

WILLIAM H. WILLIAMS, JR.
315 Nebraska Avenue
Longwood, Florida 32750

WILLIAM H. WILLIAMS, JR.
315 Nebraska Avenue
Longwood, Florida 32750

BARBARA BRYANT
620 Crane's Way #205
Altamonte Springs, Florida 32701

ARTICLE VII

The name and address of the person signing these Articles of Incorporation as the Incorporator is WILLIAM H. WILLIAMS, JR. whose address is 315 Nebraska Avenue, Longwood, Florida 32750.

ARTICLE VIII

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE IX

Directors need not be residents of this state or shareholders unless Articles of Incorporation or By-Laws so require.

ARTICLE X

Shares of capital stock of this corporation shall be issued initially to the following in the amount set opposite his name:

<u>NAME</u>	<u>SHARES</u>
WILLIAM H. WILLIAMS, JR. and, WANDA L. WILLIAMS, his wife	1,000
BARBARA BRYANT	500

ARTICLE XI

The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with no less than a majority vote of the common stock issued and outstanding.

ARTICLE XII

If all Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 16th day of January, 1998.

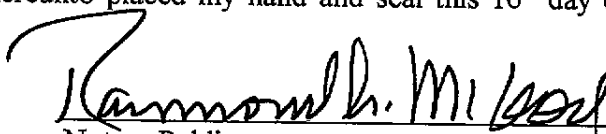
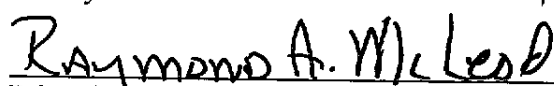

WILLIAM H. WILLIAMS, JR.
Incorporator

**STATE OF FLORIDA
COUNTY OF ORANGE**

BEFORE ME, the undersigned authority, personally appeared **WILLIAM H. WILLIAMS, JR.** who is personally known by me to be the person who executed the foregoing Articles of Incorporation of **LOST LAKE R. V. RESORT, INC.** as the Incorporator, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto placed my hand and seal this 16th day of January, 1998.

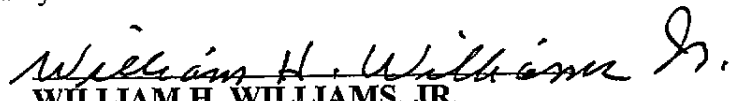



Notary Public

Printed Name of Notary
My commission expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

**STATE OF FLORIDA
COUNTY OF ORANGE**


BEFORE ME, the undersigned authority, personally appeared **WILLIAM H. WILLIAMS, JR.** known to me to be the person who accepted designation as Registered Agent on behalf of **LOST LAKE R. V. RESORT, INC.**, and he acknowledged before me that he executed this Acceptance of Designation as Registered Agent freely and voluntarily.

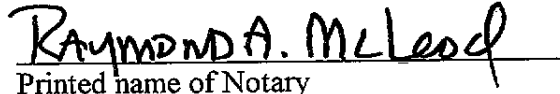

WILLIAM H. WILLIAMS, JR.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid this 16th day of January, 1998.

(SEAL)




Notary Public


Printed name of Notary
My Commission Expires:

[WILLIAMS.ART/01-16-98/RAM]

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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