

P98000023715



THE UNITED STATES  
CORPORATION  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 736534 4728359

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 11, 1998

ORDER TIME : 10:12 AM

ORDER NO. : 736534-005

CUSTOMER NO: 4728359

CUSTOMER: Barbara Rowe, Legal Assistant  
BUSH ROSS GARDNER WARREN &  
RUDY  
220 South Franklin Street

Tampa, FL 33602

300002453749--0  
-03/11/98--01061--003  
\*\*\*\*\*490.00 \*\*\*\*\*70.00

DOMESTIC FILING

NAME: RAINBOW SPRINGS RESIDENTIAL  
GOLF PROPERTIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

624-  
~~698 5449~~  
534-625

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DIVISION OF CORPORATIONS  
98 MAR 11 PM 3:57

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DIVISION OF CORP.

3-12-98  
WJS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 11, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC.  
Ref. Number: W98000005449

**RESUBMIT**  
Please give original  
submission date as file date.

We have received your document for RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC.. However, the document has not been filed and is being returned for the following:

The document must have original signatures.

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: 498A00013290

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 12, 1998

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC.  
Ref. Number: W98000005449

**RESUBMIT**  
please file original  
submission date as file date.

We have received your document for RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC.. However, the document has not been filed and is being returned for the following:

Please accept our apology for failing to mention this in our previous letter.

The effective date is not acceptable since it is not within five working days of the date of receipt.

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: 998A00013467

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DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC.

The undersigned, acting as incorporator of the captioned corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

Corporate Name and Principal Office

The name of this corporation is RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC. and its principal office and mailing address is 7300 U. S. Highway 27, N.W., Ocala, FL 34482.

ARTICLE II

Commencement of Corporate Existence

The corporation shall come into existence on the date of subscription and acknowledgment of the Articles of Incorporation.

ARTICLE III

General Nature of Business

The corporation may transact any lawful business for which corporations may be incorporated under Florida law.

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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 MAR 11 PM 3:57

#### ARTICLE IV

##### Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 100,000 shares of common stock, each with a par value of \$.01. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

#### ARTICLE V

##### Initial Registered Office and Agent

The street address of the initial registered office of the corporation shall be 220 South Franklin Street, Tampa, Florida 33602, and the initial registered agent of the corporation at such address is J. Stephen Gardner.

#### ARTICLE VI

##### Incorporator

The name and address of the corporation's incorporator is:

##### Name

Barbara A. Rowe

##### Address

220 South Franklin Street  
Tampa, Florida 33602

## ARTICLE VII

### By-Laws


The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in its shareholders and separately in its Board of Directors, as prescribed by the by-laws of the corporation.

## ARTICLE VIII

### Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), the criteria set forth in §607.0850(1) or (2), Florida Statutes, as then in effect, have been met, then the corporation shall indemnify any director, officer, employee or agent thereof, whether current or former, together with his or her personal representatives, devisees or heirs, in the manner and to the extent contemplated by §607.0850, as then in effect, or by any successor law thereto.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 4<sup>th</sup> day of March, 1998.

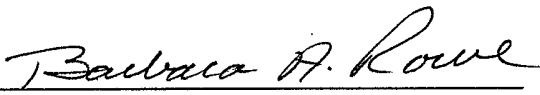
 (SEAL)  
Barbara A. Rowe

146471.01

**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

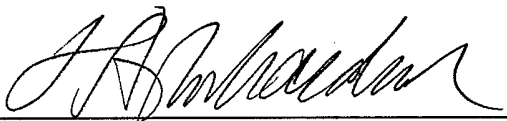
Pursuant to the provisions of §§48.091 and 607.0501, Florida Statutes, RAINBOW SPRINGS RESIDENTIAL GOLF PROPERTIES, INC., desiring to organize under the laws of the State of Florida, hereby designates J. Stephen Gardner, an individual resident of the State of Florida, as its Registered Agent for the purpose of accepting service of process within such State and designates 220 South Franklin Street, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

U. S. RESIDENTIAL GOLF PROPERTIES,  
INC.

By   
Barbara A. Rowe, Incorporator

**ACKNOWLEDGMENT**

I hereby accept my appointment as Registered Agent of the above named corporation, acknowledge that I am familiar with and accept the obligations imposed by Florida law upon that position, and agree to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.

  
J. Stephen Gardner

146471.01

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