



ACCOUNT NO. : 072100000032

REFERENCE : 742974 80749B

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 16, 1998

ORDER TIME : 4:33 PM

ORDER NO. : 742974-005

CUSTOMER NO: 80749B

CUSTOMER: Charles T. Boyle, Esq
FARR FARR EMERICH SIFRIT AND
HACKETT, PA

115 West Olympia Avenue
Punta Gorda, FL 33950

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-03/17/98--01008--013
****122.50 ****122.50

DOMESTIC FILING

NAME: LUFKIN TENNIS MANAGEMENT,
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: Brenda Phillips

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 AM 9:26

RECEIVED
98 MAR 17 AM 8:48
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 AM 9:26

ARTICLES OF INCORPORATION
OF
LUFKIN TENNIS MANAGEMENT, INC.

ARTICLE I

The name of this corporation is LUFKIN TENNIS MANAGEMENT, INC. The principal office and/or mailing address of this corporation is as follows: P.O. Box 1712, Boca Grande, Florida 33921.

ARTICLE II

This corporation is organized for the following purposes: To carry on any business, occupation, undertaking or enterprise and to exercise any power or authority which may be done by a private corporation organized and existing under and by virtue of Florida Statutes, Chapter 607 (1991), and it being the intention that this corporation may conduct and transact any business lawfully authorized and not prohibited by Florida Statutes, Chapter 607, (1991).

ARTICLE III

This corporation is authorized to issue 7,500 shares of \$1.00 par value common stock, all of which shall be fully paid and non-assessable.

ARTICLE IV

The corporation elects to have preemptive rights.

ARTICLE V

The street address of the initial registered office of this corporation is 115 West Olympia Avenue, Punta Gorda, Florida 33950, and the name of the initial Registered Agent of this corporation at that address is CHARLES T. BOYLE.

ARTICLE VI

The name and address of each incorporator is as follows:

<u>INCORPORATOR</u>	<u>ADDRESS</u>
TIMOTHY LUFKIN	P.O. Box 1712 Boca Grande, FL 33921

ARTICLE VII

The business of this corporation shall be conducted by a board of directors which shall consist of one or more members, the exact number of said board of directors to be fixed from time to time by the bylaws of this corporation.

ARTICLE VIII

The name and post office addresses of the initial board of directors, the president, secretary and treasurer (and other officers, if applicable) who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are as follows:

<u>DIRECTORS</u>	<u>ADDRESS</u>
TIMOTHY LUFKIN	P.O. Box 1712 Boca Grande, FL 33921

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
TIMOTHY LUFKIN	President/ Vice President/ Secretary/ Treasurer	P.O. Box 1712 Boca Grande, FL 33921

ARTICLE IX

No stockholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any of the shares of the corporation without first offering such shares for sale to the corporation at the net asset value thereof. Such offer shall be in writing, signed by the stockholder; shall be sent by registered or certified mail to the corporation at its principal place of business; and shall remain open for acceptance by the corporation for a period of thirty days from the date of mailing. If the corporation fails or refuses within such period to make satisfactory arrangements for the purchase of such shares, the stockholder shall have the right to dispose of his shares as he may see fit.

On the death of any stockholder, the corporation shall have the right to purchase all shares owned by such stockholder immediately prior to his or her death on the terms set forth above, and this provision shall be binding on the executor, administrator, or personal representative of each stockholder.

Each share certificate issued by the corporation shall have printed or stamped

thereon the following legend:

"These shares are held subject to certain transfer restrictions imposed by the articles of incorporation of the corporation. A copy of such articles is on file at the principal office of the corporation."

IN WITNESS WHEREOF, the undersigned, has made, subscribed and acknowledged these Articles of Incorporation, this 13th day of March, 1998.

LUFKIN TENNIS MANAGEMENT, INC.

By: _____

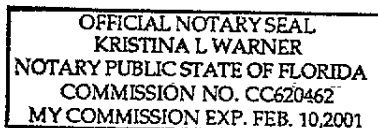
TIMOTHY LUFKIN
Incorporator

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, the undersigned authority, personally appeared TIMOTHY LUFKIN, who is personally known to me, to me known to be the person described in and who executed the foregoing Articles of Incorporation and he acknowledged before me according to law that he made and subscribed the same for the purposes therein expressed and mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 13th day of March, 1998.

My Commission Expires:



Kristina L. Warner
Notary Public/State of Florida

KRISTINA L. WARNER
Printed Name of Notary

(AFFIX SEAL)

**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 AM 9:26

Pursuant to of Florida Statutes, Section 48.091 (1989), the following is submitted,
in compliance therewith:

First: That, **LUFKIN TENNIS MANAGEMENT, INC.**, desiring to organize
under the laws of the State of Florida, with its principal office, as indicated in the Articles of
Incorporation, at City of Boca Grande, County of Lee, State of Florida, has named:

CHARLES T. BOYLE

located at 115 West Olympia Avenue, Punta Gorda, County of Charlotte, State of Florida, as its
agent to accept service of process within this State.

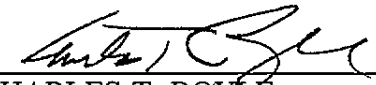
LUFKIN TENNIS MANAGEMENT, INC.

By: 

TIMOTHY LUFKIN, Incorporator

ACCEPTANCE

Having been named to accept service of process for the above stated corporation,
at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said law relative to keeping open said office.


CHARLES T. BOYLE,
Registered Agent