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OSCEOLA DEVELOPMENT PROJECT, LP
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAR 17 PM 8:19

Secretary of State - Corporate Division
P.O. Box 6327
Tallahassee, FL 32314

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-03/17/98-01054-011
****122.50 ****122.50

Re: Main Street Golf Corporation

Dear Ladies/Gentlemen:

I have enclosed the Articles of Incorporation and Registered Agent forms for Main Street Golf Corporation as well as the filing fee check in the amount of \$122.50. Once the Articles have been filed I would ask that you return them in the self-addressed stamped envelop enclosed. I thank you for your time.

Sincerely,

Leigh A. Williams
Leigh A. Williams, Esq.

ARTICLES OF INCORPORATION

OF

MAIN STREET GOLF CORPORATION

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The undersigned does hereby certify his intention to form a corporation under and by virtue of the laws of the State of Florida, and further certifies that:

**ARTICLE I
NAME**

The name of this corporation shall be: MAIN STREET GOLF CORPORATION.

**ARTICLE II
TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE III
NATURE OF BUSINESS**

The general nature of the business or businesses to be transacted under this Certificate of Incorporation shall be:

To engage in any activity or business permitted under the laws of the United States and of the State of Florida and to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the state, territory, district, or possession of the United States, or by the foreign country.

**ARTICLE IV
AUTHORIZED SHARES**

A. Number. The aggregate number of shares that the corporation shall have the authority to issue is ONE THOUSAND (1000) shares of Capital Stock with a par value of One (\$1.00) Dollar per share.

B. Initial Issue. One Thousand (1,000) shares of the Capital Stock of the corporation shall be issued for cash at a par value of One (\$1.00) Dollar per share.

C. Stated Capital. The sum of the par value of all shares of Capital Stock of the corporation that have been issued shall be the stated capital of the

corporation at any particular time.

D. Dividends. The holder of the outstanding Capital Stock shall be entitled to receive, when and as declared by the Board of Directors, dividends payable either in cash, in property, or in shares of the Capital Stock of the corporation.

E. No classes of stock. The shares of the corporation are not to be divided into classes.

F. No share in series. The corporation is not authorized to issue shares in series.

ARTICLE V **ADDRESS OF PRINCIPAL OFFICE OF THE CORPORATION**

The principal office of the corporation shall be located at: 222 Flamingo Avenue, Stuart, Florida 34996.

The mailing address of the Corporation is: 222 Flamingo Avenue, Stuart, Florida 34996.

ARTICLE VI **REGISTERED AGENT**

The corporation's initial registered office and initial registered agent at that address shall be:

James Zboril 222 Flamingo Avenue, Stuart, Fl 34996

ARTICLE VII **INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of 1 member. Directors need not be residents of the State of Florida.

ARTICLE VIII **NAMES AND ADDRESSES OF INITIAL DIRECTORS**

The names and addresses of the persons who shall serve as Directors until the first annual meeting of shareholders, and until their successors shall have been elected and qualified, are as follows:

JAMES ZBORIL 222 Flamingo Ave., Stuart, Fl 34996

ARTICLE IX INCORPORATOR

The name and address of the initial incorporator is as follows:

JAMES ZBORIL

222 Flamingo Ave., Stuart, Fl 34996

ARTICLE X
AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law. Every proposed amendment to these Articles of Incorporation shall require the approval by the Board of Directors, whereupon it shall be proposed by the Board to the Stockholders, and, for adoption, shall require the approval at a Stockholder's meeting by a majority of the stock entitled to vote thereon; unless all the Directors and all the Stockholders sign a written statement adopting the proposed Amendment to these Articles of Incorporation.

ARTICLE XI

BYLAWS

The Bylaws of the Corporation shall be made, altered or rescinded by a two-thirds (2/3rds) majority vote of the Directors of the corporation.

ARTICLE XII

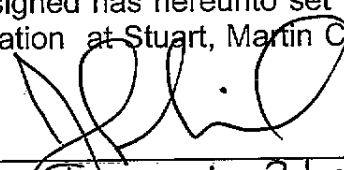
PREEMPTIVE RIGHTS

The holders of the common stock of this corporation shall have preemptive rights to purchase, at prices, terms and conditions that shall be fixed by the Board of Directors, such of the shares of the stock of this corporation as may be issued for money, or any property or services from time to time, in addition to that stock authorized and issued by the corporation. The preemptive right of any holder is determined by the ratio of the authorized and issued shares of common stock held by the holder to all shares of common stock currently authorized and issued.

**ARTICLE XIII
INDEMNIFICATION**

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

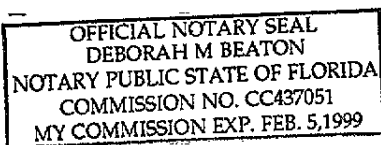
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and subscribed to these Articles of Incorporation at Stuart, Martin County, Florida, this 16th day of March, 1998.



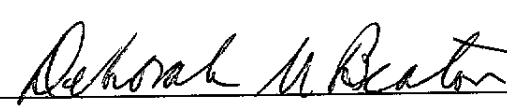
James L. Zboril
Incorporator

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 16th day of March, 1998 by James L. Zboril, (PLEASE CHECK ONE OF THE FOLLOWING) ☒ who is personally known to me or ☐ who has produced _____ (TYPE OF IDENTIFICATION) as identification and who (PLEASE CHECK ONE OF THE FOLLOWING) ☐ did or ☒ did not take an oath. He subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.



(SEAL)



Deborah M. Beaton (Print Name)
NOTARY PUBLIC
My Commission Expires: 2/5/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 AM 8:19

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated on the above Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Law relative to keeping open said office.



JAMES ZBORIL
Registered Agent