

Ellis E. Brown, II
4190 S.E. Robert Loop Road
Stuart, FL 34997

P980000415 10

April 18, 1998

Florida Department of State
Corporations Department
P.O. Box 6327
Tallahassee, FL 32314

RE: Articles of Incorporation
Classic Golf Construction, Inc.

000002500060--5
-04/24/98--01095--010
****122.50 ****122.50

Dear Sir/Madame:

Enclosed please find the articles of incorporation for the above-referenced corporation and a check in the amount of \$122.50 for registration of same. Please return the registered articles to the address written above.

Thank you for your attention to this matter.

Sincerely,

Ellis E. Brown, II

Ellis E. Brown, II
President

EEB/mab
Enclosure

FILED
98 MAY -7 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK. to
File this using
this R.A. page
per B.H.

W98-9394
TA-5/17/98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 28, 1998

ELLIS E. BROWN, II.
4190 SE ROBERT LOOP RD
STUART, FL 34997

SUBJECT: CLASSIC GOLF, INC.
Ref. Number: W98000009394

Home Ellis
(561) 219-1943
Pager
1-800-634-0787
Phil Mann
(352) 332-6318
OFF + Home

We have received your document for CLASSIC GOLF, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 598A00022825

FILED

98 MAY -7 PM 2:25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

CLASSIC GOLF CONSTRUCTION, INC.

We, the undersigned, for the purpose of becoming a corporation under and pursuant to the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit, and for that purpose, do hereby certify, declare and set forth as follows, to wit:

ARTICLE I

NAME

The name of this corporation shall be CLASSIC GOLF CONSTRUCTION, INC.

ARTICLE II

GENERAL PURPOSE OF CORPORATION

This corporation is initially organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, including but not limited to the following:

A. To improve, buy, sell, exchange, mortgage, rent, lease, invest in, build, erect, equip, maintain, deal in and with, dispose of, manage and operate real property, both improved and unimproved, and personal property of whatsoever kind or nature, as owner, agent, factor, or broker, to build, construct and alter houses, buildings and structures of whatsoever nature or kind, and to develop real property generally, to lend money upon real and personal property and to take mortgages and bonds, and assignments

of mortgages and bonds upon real and personal property of whatsoever nature or kind; and to borrow money thereon by mortgages or otherwise, to buy, sell and deal in bonds and loans secured by mortgages or other liens on property, both real or personal, of all kinds and description.

B. To purchase, manufacture, acquire, hold, own, mortgage, hypothecate, pledge, lease, sell, assign, transfer, invest in, trade in, deal in, borrow and lend money upon goods, wares, merchandise and real and personal property of every kind and description.

C. To act as agent, broker or attorney in fact for any person, firms or corporations in buying, selling and dealing in real or personal property of whatsoever nature or kind, and any and every estate and interest therein, and choses in action secured thereby, judgments resulting therefrom and other personal property or collateral thereto, in making or obtaining loans upon such property, in supervising, managing and protecting such property and loans and all interest in any claims effecting the same, in effecting insurance against fire and all other risks thereon, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to; to register mortgages and deeds of trust or real property or chattels, and all other securities collateral thereto; to investigate and report upon the credit and financial solvency and sufficiency of borrowers and sureties upon such securities; and to transact any or all other business which may be necessary or incidental or proper to the exercise of any or all of the purposes

of the corporation.

D. To subscribe for, purchase, invest in, hold, own, assign, pledge and otherwise dispose of shares of capital stock, bonds, mortgages, debentures, notes and other securities, obligations, contracts and evidences of indebtedness of any persons, firms, associations or other corporations, whether domestic or foreign, and to exercise in respect of any such shares of stock, bonds and other securities, any and all rights, powers and privileges of individual ownership, including the right to vote thereon, to issue bonds and other obligations and to secure the same by pledging or mortgaging the whole or any part of the property of the company, and to sell such bonds and other obligations for proper corporate purposes, and to do any and all acts and things tending to increase the value of the property at any time held by the corporation.

E. To acquire, grant, hold, undertake and fully exploit the goodwill, property rights, franchises and assets of every kind, and other liabilities of any person, firm, association or corporation, either entirely or partly, and to pay for the same in cash, stocks or bonds of the company or otherwise.

F. To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital, or for any other object in or about its business or affairs and without limit as to amount; to incur debts and to raise, borrow and secure the payment of money in any lawful manner, including the issue and sale or other disposition of bonds, warrants, debentures, obligations, negotiable and transferable instruments and evidences

of indebtedness of all kinds, whether secured by mortgage, pledge, deed of trust or otherwise.

G. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any licenses or other rights or interest therein and thereunder.

H. To conduct business and operations and to have one or more offices and hold, purchase, mortgage, lease, dispose of, deal in, and convey real and personal property without restrictions in this state and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in any and all foreign countries.

I. To purchase or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgages, notes, evidences shares of or interest in common law trusts, trust and other trust estates or associations, certificates of trust or associations, certificates of trust or beneficial interest in trusts, mortgages, contracts and other instruments, securities and rights, to investigate and report with respect to, and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial, mercantile, manufacturing, industrial or other business concerns, firms, associations and mercantile, financial and industrial enterprises and operation.

J. To engage in and carry on any advertising business in connection with property of any nature, owned, leased or otherwise acquired by this corporation, as principal, or agent, with powers to let contract for any such advertising, and to make and carry out

contracts of every kind and nature that may be conducive to the accomplishment of any purpose of the corporation.

K. To do any and all things, and everything necessary and proper for the accomplishment of the objects enumerated in these Articles of Incorporation, and any amendment thereto necessary and incidental to the protection and benefit of the corporation, and in general to carry on any lawful business necessary or incidental to the attainment of the objects of the corporation, whether or not such business is similar in nature to the objects set forth herein, it being understood that the enumeration of specific powers in these Articles of Incorporation shall not be deemed to be exclusive but all other lawful powers conferred by the Statutes of the State of Florida are hereby included.

ARTICLE III

CAPITAL STOCK

The corporation is authorized to issue 100 shares, all of one class at \$1 par value.

All of said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

ARTICLE IV

PRE-EMPTIVE RIGHTS

Every stockholder shall, on the sale for cash of any new stock of the same class as that which he already holds, have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is

offered to others.

ARTICLE V

CORPORATE DURATION

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VI

INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The initial registered office of this corporation and its principal place of business shall be 4190 SE ROBERT LOOP ROAD, STUART, FL 34997, with privilege of having branch offices at other places within or without the State of Florida. The initial registered agent of the said corporation at the above address shall be ELLIS E. BROWN, II.

ARTICLE VI

INITIAL BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the initial Board of Directors of this corporation who shall hold office for the first year or until their successors are chosen, shall be:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
ELLIS E. BROWN, II	4190 ROBERT LOOP ROAD STUART, FL 34997	PRES./TREASURER 561-219-1943
PHILLIP HORN	1007 N.W. 143RD STREET NEWBERRY, FLORIDA 32669	VICE PRES./SEC. 352-332-6318

The corporation shall have at least one and not more than five directors, and no person shall be required to own, hold or control stock in the corporation as a condition precedent to holding an office in this corporation.

ARTICLE VIII

INCORPORATORS

The names and post office addresses of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ELLIS E. BROWN, II	4190 SE ROBERT LOOP ROAD STUART, FLORIDA 34997
PHILLIP HORN	1007 N.W. 143RD STREET NEWBERRY, FLORIDA 32669

ARTICLE IX
AMENDMENT

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these articles of Incorporation, in the manner now or hereafter prescribed by Statute.

Directors of this corporation shall have the power to make or amend the By-Laws and to fix any amount to be reserved for working capital.

The private property of the stockholders shall not be subjected to the payment of the corporate debts in any extent whatever. The corporation shall have a first lien of the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

IN WITNESS WHEREOF, We the undersigned, being the original incorporators to the capital stock hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, do make and file these Articles, hereby declaring and certifying that the

facts herein stated are true, and hereunto set our hands and seals,

this 20 day of APRIL, 1998.

Print, type or stamp name of Notary Public

Personally known ☐ OR Produced I. D. ☒

Type and number of I. D. produced: 12/2000

DLFLB650205384620

Print, type or stamp name of Notary Public

Personally known ☐ OR Produced I. D. ☒

Type and number of I. D. produced:

DLFLB650679492270

STATE OF FLORIDA 06/2002

Ellis E. Brown, II
ELLIS E. BROWN, II

Phillip Horn
PHILLIP HORN

COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared ELLIS E. BROWN, II, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal, in the County and State aforesaid, this 20 day of April, 1998.

Yamel M. Vazquez
Notary Public

State of Florida at Large

My Commission Expires:



Yamel M Vazquez
My Commission CC611725
Expires January 6, 2001

STATE OF FLORIDA

COUNTY OF MARTIN

BEFORE ME, the undersigned authority, personally appeared PHILLIP HORN, to me well known to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal, in the County and State aforesaid, this 20 day of April, 1998.

Yamel M. Vazquez
Notary Public

My Commission Expires:



Yamel M Vazquez
My Commission CC611725
Expires January 6, 2001

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

FILED
98 MAY -7 PM 2:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes, and Section the following is
submitted in compliance with same:

FIRST: That CLASSIC GOLF CONSTRUCTION, INC. desires
to organize under the laws of the State of Florida, with its
principal office as indicated in the Articles of Incorporation at
4190 SE ROBERT LOOP ROAD, STUART, FLORIDA 34997 has named as its
Registered Agent to accept services of process within the State,
ELLIS E. BROWN, II

ACKNOWLEDGEMENT:

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

Print, in full, the name of the individual
personally known to the Notary Public.

Type and number of I. D. produced:

DLFL 065020538 462 0 12/2000

State of Florida
County of Palm Beach

ELLIS E. BROWN, II

The foregoing Acceptance of Registered Agent was executed
before me this 00 day of April, 1998, by ELLIS E. BROWN.

Notary Public
State of Florida at Large

My Commission Expires:



Yamel M Vazquez
My Commission CC611725
Expires January 6, 2001