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Murphy, Reid, Pilotte, Ord & Austin
A Partnership of
Professional Associations

ATTORNEYS AT LAW
SUITE 100

340 ROYAL PALM WAY
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PLEASE REPLY TO:

PALM BEACH OFFICE

August 14, 1998

KEITH C. AUSTIN, JR., P.A.
EUGENE W. MURPHY, JR., P.A.
GEORGE P. ORD, P.A.
FRANK T. PILOTTE, P.A.

OF COUNSEL
PHILIP H. REID, JR.

PLANTATION PLAZA
6606 20TH STREET
VERO BEACH, FLORIDA 32966-7902
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VERO BEACH, FLORIDA 32961-3012

TELEPHONE (561) 567-6480
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Secretary of State's Office
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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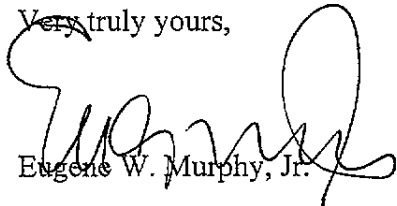
Re: Seven Star Trust, Inc.
Our File No.: 4014..008

Ladies and Gentlemen:

Enclosed for filing please find Articles of Incorporation of Seven Star Trust, Inc., together with our check in the amount of \$122.50 in payment of the filing fee, designation of Registered Agent and the certification fee. I have also enclosed a self-addressed, stamped envelope for your convenience in returning the duplicate copy to me stamped with the date of filing.

If you have any questions regarding the enclosed Articles of Incorporation, please feel free to contact me.

Very truly yours,


Eugene W. Murphy, Jr.

EWM/mk
Enclosures
cc/w/enc.: Mr. William F. Washburn
James F. Mullen, CPA
g:\data\corporate\sec-stat.7st 8/14/98 mk

APPROVED
AND
FILED
98 AUG 17 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK AUG 19 1998

**ARTICLES OF INCORPORATION
OF
SEVEN STAR TRUST, INC.**

The undersigned, for the purposes of forming a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of this Corporation is: SEVEN STAR TRUST, INC.

ARTICLE II

PRINCIPAL OFFICE

The street address of the initial principal address of the corporation is c/o Murphy, Reid, Pilotte, Ord & Austin, 340 Royal Palm Way, Suite 100, Palm Beach, Florida 33480 and the street address of the principal office is identical to the mailing address of the corporation.

ARTICLE III

CORPORATE DURATION

The duration of the corporation is perpetual.

ARTICLE IV

PURPOSE

This corporation is organized for the following purposes:

1. To support the operation of a private club known as The Old Guard Society of Palm Beach Golfers, Inc.
2. To transact any or all lawful business for which corporations may be formed under Chapter 607, Florida Business Corporation Act.

APPROVED
AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
CAPITALIZATION

The aggregate number of shares which the corporation is authorized to issue is 12,000 shares. Such shares shall be of a single class and shall have a par value of one cent (\$.01) each.

ARTICLE VI
DIRECTORS OF CORPORATION

The number of the directors constituting the initial Board of Directors of the corporation is seven (7), and the names and addresses of the persons who are to serve as the initial directors are:

<u>INITIAL DIRECTOR NAME:</u>	<u>ADDRESS</u>
Leo N. Albert	425 Worth Avenue, 5-D Palm Beach, FL 33480
Ernest S. Johnston	100 Worth Avenue, Apt. 420 Palm Beach, FL 33480
Edward J. Martin	389 Lake Drive, Apt. 2H Palm Beach, FL 33480
Frank J. McCann	217 Bahama Lane Palm Beach, FL 33480
Michael J. Petrina	100 Royal Palm Way Palm Beach, FL 33480
William J. Ronan	525 So. Flagler Drive, T.H. 2F West Palm Beach, FL 33401
William F. Washburn	400 North Flagler Drive, Apt. PH-18 West Palm Beach, FL 33401

The directors shall be elected as provided in the By-Laws.

ARTICLE VII

NAME AND ADDRESS OF INITIAL REGISTERED AGENT

The street address and city of the initial registered office of the corporation are:
340 Royal Palm Way, Suite 100, Palm Beach, FL 33480; and the name of the initial
registered agent is Eugene W. Murphy, Jr.

ARTICLE IX

The name and address of the incorporator is:

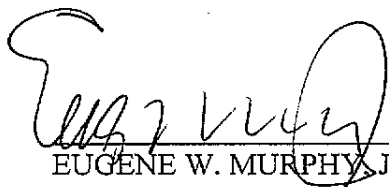
Name

Eugene W. Murphy, Jr.

Address

340 Royal Palm Way, Suite 100
Palm Beach, FL 33480

IN WITNESS WHEREOF, the undersigned being the incorporator of this corporation
executed these Articles of Incorporation this 14th day of August, 1998.


EUGENE W. MURPHY, JR., Incorporator

STATE OF FLORIDA

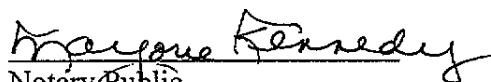
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 14th day of August,
1998, by EUGENE W. MURPHY, JR. who is personally known to me and who did take
an oath.



(SEAL)

MARJORIE KENNEDY
My Commission CG401377
Expires Aug. 18, 1998
Bonded by HAI
800-422-1555


Notary Public
MARJORIE KENNEDY
Name of Notary - Printed/Typed

My Commission Expires: 8-18-98

CERTIFICATE OF DESIGNATION
REGISTERED OFFICE/REGISTERED AGENT

SEVEN STAR TRUST, INC.

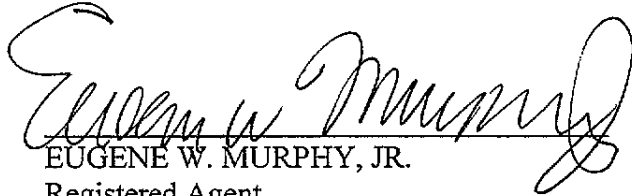
Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: SEVEN STAR TRUST, INC.
2. The name and address of the registered agent for the corporation is:

Eugene W. Murphy, Jr.
340 Royal Palm Way, Suite 100
Palm Beach, Florida 33480

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


EUGENE W. MURPHY, JR.
Registered Agent

APPROVED
AND
FILED
98 AUG 17 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA