



99000009911

ACCOUNT NO. : 072100000032

REFERENCE : 117634 7131960

AUTHORIZATION :

COST LIMIT : \$ 78.75

*Patricia Pizots*

ORDER DATE : January 29, 1999

ORDER TIME : 2:14 PM

ORDER NO. : 117634-005

CUSTOMER NO: 7131960

CUSTOMER: Robert F. Rogers, Esq  
ROBERT F. ROGERS  
ROBERT F. ROGERS  
98 Vineyards Boulevard

500002759345--3

Naples, FL 34119

DOMESTIC FILING

NAME: NAPLES RESERVE GOLF CLUB, 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: Robert Maxwell

EXAMINER'S INITIALS:

703  
W99-2411

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DIVISION OF CORPORATIONS  
99 JAN 29 PM 4:32

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DIVISION OF CORPORATION

*[Signature]*



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 29, 1999

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: NAPLES RESERVE GOLF CLUB, INC.  
Ref. Number: W99000002411

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99 FEB -1 PM 12: 57  
DIVISION OF CORPORATION

**RESUBMIT**

Please give original  
submission date as file date.

We have received your document for NAPLES RESERVE GOLF CLUB, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

Article VI states there will be FOUR director(s), whereas THREE is/are listed.

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: 899A00004161

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ARTICLES OF INCORPORATION  
OF  
NAPLES RESERVE GOLF CLUB, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 29 PM 4:32

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

Naples Reserve Golf Club, Inc.

The address of the principal office of the corporation shall be 98 Vineyards Boulevard, Naples, Florida 34119, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock having a one cent (\$.01) par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 98 Vineyards Boulevard, Naples, Florida 34119, and the name of the initial registered agent of the corporation at that address is Robert F. Rogers.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall initially have three Directors. The names and addresses of the initial members of the Board of Directors are:

Michael Procacci  
Director

98 Vineyards Boulevard  
Naples, Florida 34119

Joseph Procacci  
Director

98 Vineyards Boulevard  
Naples, Florida 34119

Michel Saadeh

98 Vineyards Boulevard  
Naples, Florida 34119

#### ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Michael Procacci  
Chairman

98 Vineyards Boulevard  
Naples, Florida 34119

Joseph Procacci  
Vice President

98 Vineyards Boulevard  
Naples, Florida 34119

Michel Saadeh  
President

98 Vineyards Boulevard  
Naples, Florida 34119

Robert Rogers  
Secretary and  
Treasurer

98 Vineyards Boulevard  
Naples, Florida 34119

#### ARTICLE VIII. SPECIAL PROVISION

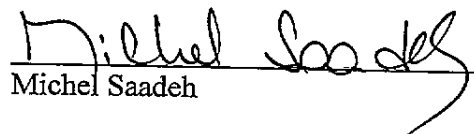
This corporation shall be organized to comply with the provisions of Subchapter "S" of the Internal Revenue Code U.S.C. 1361 et seq., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

#### ARTICLE IX. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Michel Saadeh  
98 Vineyards Boulevard  
Naples, Florida 34119

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 26<sup>th</sup>  
day of January, 1999.

  
Michel Saadeh

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Robert F. Rogers, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Robert F. Rogers

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