



THE UNITED STATES
CORPORATION
COMPANY

P99000035178

99 APR 16 PM 1:57

ACCOUNT NO. : 072100000032

REFERENCE : 208003 7144997

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUTHORIZATION :

COST LIMIT :

Patricia Pyjot
\$ 70

ORDER DATE : April 16, 1999

ORDER TIME : 11:0 AM

ORDER NO. : 208003-005

CUSTOMER NO: 7144997

CUSTOMER: Ms. Jacqueline L. Olson
MS. JACKQUELINE L. OLSON
Post Office Box 1085

300002842123--5

New Port Richey, FL 34656

DOMESTIC FILING

NAME: THREE LAKE RV RESORT, INC.

EFFECTIVE DATE:

XX 99 APR 16 PM 12:13
ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

PH
4/16/99 ✓

ARTICLES OF INCORPORATION
OF
THREE LAKE RV RESORT, INC.

FILED
99 APR 16 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of a Corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation.

FIRST: The name of the Corporation is:

THREE LAKE RV RESORT, INC.

SECOND: The period of duration of the Corporation is perpetual.

THIRD: The general purpose for which this Corporation is organized is as follows:

To transact and engage in any activity or business permitted under the Laws of the United States and the State of Florida; except that it is not to conduct banking, safe deposits, telephone, or cemetery company, a building and loan association, or other things as are incidental to the foregoing or necessary, or desirable in order to accomplish the foregoing.

FOURTH: Authorized shares.

Number: The aggregate number of shares that the Corporation shall have the authority to issue is 1,000 shares of Capital Stock with par value of \$1.00 per share.

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.

Dividends: The holders of the outstanding Capital stock shall be entitled to receive, when as declared of the Board of Directors, dividends payable either in cash, property or in shares of Capital stock of the Corporation.

No Classes of Stock: The shares of the Corporation are not divided into classes.

No Shares in Series: The Corporation is not authorized to issue shares in series.

FIFTH: Initial Registered Office and Agent.

The name and address of the initial Registered Agent and office of the

Corporation is as follows:

Gary L. Blackwell
6915 S. R. 54
New Port Richey, FL 34653

SIXTH: Initial principal office address:

The initial principal office address is as follows:

6915 S. R. 54
New Port Richey, FL 34653

SEVENTH: Initial Board of Directors:

This corporation shall have two Directors, initially. The number of Directors may be either increased or decreased from time to time by an amendment of the By-Laws of the Corporation, in the manner provided, but shall never be less than one.

The name and address of the initial Directors of this Corporation is:

Gary L. Blackwell	6915 S. R. 54 New Port Richey, FL 34653
Alan R. Wallace	6411 Nikki Lane Tampa, Florida 33625

EIGHTH: The name and address of the Incorporator signing these Articles of Incorporation is:

Gary L. Blackwell	6915 S.R. 54 New Port Richey, FL 34653
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NINTH: The Shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation, when proposed and approved at a Stockholders meeting, with not less than a majority vote of the Common Stock.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15th day of April, 1999.

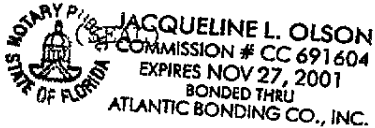

Gary L. Blackwell

STATE OF FLORIDA
COUNTY OF PASCO

FILED
99 APR 16 PM 1:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Before me, the undersigned authority, personally appeared GARY L. BLACKWELL, known to be the person named as Incorporator, in the foregoing Articles of Incorporation, who being by me first duly sworn, upon oath severally acknowledged before me, that he executed said Articles of Incorporation, freely and voluntarily for the purpose therein expressed.

WITNESS, my hand and official seal at New Port Richey, Pasco County, Florida, this 15th day of April, 1999.



Jacqueline L. Olson
Notary Public

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation of Registered Agent as contained in the foregoing Articles of Incorporation for THREE LAKE RV RESORT, INC.

Gary L. Blackwell
Gary L. Blackwell