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August 5, 1999

DIVISION OF CORPORATIONS
PO BOX 6327
TALLAHASSEE, FL 32314

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*****78.75 *****78.75

RE: FILING OF ARTICLES OF INCORPORATION

Dear Clerk:

Enclosed please find the following documents for filing:

1. Original and one copy of the Articles of Incorporation for St. John Club, Inc.
2. Check in the amount of \$78.75 - \$70.00 for filing, \$8.75 for certificate of status.

Please file these documents and if you have any questions, please feel free to contact me.

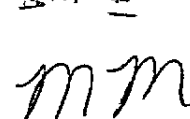
Very Truly Yours,
JAMES, ZIMMERMAN, PAUL & HUDDLESTON, LLP


Harlan L. Paul

HLP/ps
enclosure
cc: St. John Club, Inc.

W-18490

FILED
99 AUG 13 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

 8/16/99

Articles of Incorporation
ARTICLES OF INCORPORATION
OF
ST. JOHN CLUB, INC.

ARTICLE I

Name

The name of the corporation is ST. JOHN CLUB, INC.

ARTICLE II

Principal Office and Mailing Address

The principal place of business of the corporation is at 675 Oak Tree Terrace, DeLand, Florida 32724. The mailing address of the corporation is 675 Oak Tree Terrace, DeLand, Florida 32724.

ARTICLE III

Authorized Shares

The corporation is authorized to issue One Hundred (100) shares of common stock having par value of \$10.00.

ARTICLE IV

Registered Office and Registered Agent

The initial registered office is at 675 Oak Tree Terrace, DeLand, Florida, 32724. The name of the initial registered agent at that address Mary Ann Paul.

ARTICLE VI

Incorporators

The names and addresses of the incorporators are:

Mary Ann Paul	675 Oak Tree Terrace DeLand, FL 32724
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Karen Lee	640 Lake Drive DeLand, FL 32724
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, MARY ANN PAUL and KAREN LEE have executed these Articles of Incorporation this 5th day of August, 1999.

Mary Ann Paul
Signature / Incorporator

8/5/99
Date

Karen Lee
Signature / Incorporator

8/5/99
Date

ACCEPTANCE OF REGISTERED AGENT

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 agree to accept the appointment of registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the duties and obligations of my position as registered agent.

Mary Ann Paul
Signature/Registered Agent

8/5/99
Date

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TALLAHASSEE, FLORIDA