



THE UNITED STATES
CORPORATION
COMPANY

P99000089391

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 405886 80958A

AUTHORIZATION :

Patricia Pigato

COST LIMIT : \$ 70

ORDER DATE : October 8, 1999

ORDER TIME : 3:58 PM

ORDER NO. : 405886-005

CUSTOMER NO: 80958A

CUSTOMER: Ms. Nannette Gammon

PGA NATIONAL

PGA NATIONAL

Suite 1100

1555 Palm Beach Lakes

W. Palm Beach, FL 33401

800003010508-6

DOMESTIC FILING

NAME: VILLAGE BUILDING COMPANY

EFFECTIVE DATE:

XX 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:

PW 10/11/99

RECEIVED
99 OCT -8 PM 4: 39
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VILLAGE BUILDING COMPANY

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ARTICLE I

NAME

The name of the Corporation is VILLAGE BUILDING COMPANY, which will have offices at 357 Hiatt Drive, Suite 2A, Palm Beach Gardens, Florida 33418.

ARTICLE II

DURATION

This Corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

CAPITAL STOCK

This Corporation is authorized to issue 1000 shares of common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1555 Palm Beach Lakes Boulevard, Suite 1100, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation at that address is Nannette Gammon, Esq.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This Corporation shall have two(2) directors initially. The number of directors may be

increased or decreased from time to time by amendment to, or in the manner provided in the By-laws providing there shall always be at least one director. The name and address of the director(s) of this Corporation are:

E. Llwyd Ecclestone, III

357 Hiatt Drive, #2A
Palm Beach Gardens, Fl. 33418

John D. Reynolds

357 Hiatt Drive, #2A
Palm Beach Gardens, Fl. 33418

ARTICLE VII

INCORPORATOR

The name and address of the incorporator hereof are:

Nannette Gammon, Esq.

1555 Palm Beach Lakes Blvd.
Suite 1100
West Palm Beach, FL 33401

ARTICLE VIII

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act and all other corporate powers available by law.

ARTICLE IX

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone and may lawfully adopt corporate resolutions by unanimous written consent of the Directors, as provided by law.

ARTICLE X

INDEMNIFICATION

This Corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any

and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-law, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in the official capacity of the indemnified party and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such person.

ARTICLE XI

AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon shareholders is and shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of October, 1999.


Nannette Gammon

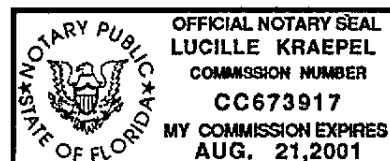
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Nannette Gammon, to me well known, and known to me to be the individual described in and who executed the foregoing instrument for the purposes therein stated.

WITNESS my hand and official seal this 6 day of October, 1999.


NOTARY PUBLIC

My Commission Expires:



ACKNOWLEDGMENT OF RESIDENT AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE: _____

Nannette Gammon
Nannette Gammon

DATE: _____

October 6, 1999

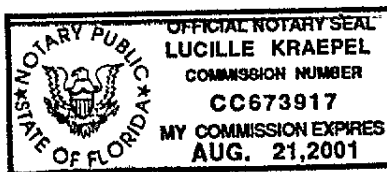
STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Nannette Gammon, to me well known, and known to me to be the individual described in and who executed the foregoing instrument for the purposes therein stated.

WITNESS my hand and official seal this 6 day of October, 1999.

Lucille Kraepel
NOTARY PUBLIC

My Commission Expires:



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