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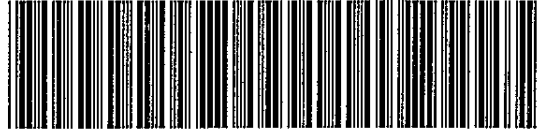
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Amended + Restated
mm
1/28/04

DICKER, KRIVOK & STOLOFF, P.A.

ATTORNEYS AT LAW

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JAMES N. KRIVOK
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January 20, 2004
VIA OVERNIGHT UPS 1Z 585 TT3 22 1000 200 6

Amendment Section
Division of Corporations
409 Gaines Street
Tallahassee, FL 32399

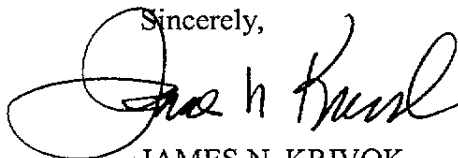
**Re: Oaks Club Corporation
Recording of Articles of Amendment to Articles of Incorporation**

Dear Sir or Madam:

Enclosed for recording is a signed Articles of Amendment to Articles of Incorporation for the Oaks Club Corporation with exhibits attached. Also enclosed is our firm's check payable to the Department of State in the amount of \$63.75 representing the \$35 filing fee, \$8.75 certified copy fee and \$20 for copies for each page over 8 pages. Please return the recorded document and certified copy in the stamped addressed envelope provided herewith.

If there is anything further you require from this office, please contact me.

Sincerely,



JAMES N. KRIVOK
For the Firm

JNK/jsa
enclosure
cc: Jim Johnson, President (w/o encl., via regular mail)
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AMENDED AND RESTATED

ARTICLES OF INCORPORATION

OF

OAKS CLUB CORPORATION

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OAKS CLUB CORPORATION
(a corporation not for profit
under the laws of
the State of Florida)**

FILED
04 JAN 21 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Oaks Club Corporation, a Florida not-for-profit corporation, are hereby amended and restated in accordance with Article XIV of the original Articles of Incorporation filed with the Secretary of State of Florida on January 3, 1984.

ARTICLE I

Name of Corporation

The name of the corporation shall be “**OAKS CLUB CORPORATION**” sometimes referred to in these Articles of Incorporation as the “Club”. Its principal office shall be at 301 MacEwen Drive, Osprey, Florida or at such other place as may be designated, from time to time.

ARTICLE II

Duration of Corporate Existence

The period of duration of the Club is perpetual.

ARTICLE III

Purposes and Powers

The sole purpose of the Club is to own and operate a private golf, recreational and social club exclusively for the benefit, pleasure and recreation of its members and their guests. The Club is organized exclusively for pleasure, recreation and other non-profitable purposes. The Club shall be empowered to acquire, rent, lease, let, hold, own, buy, convey, mortgage, bond, sell or assign property, real, personal, or mixed, and to borrow money whether secured or unsecured, and to do and perform all such other acts and things as are allowed by the laws of the State of Florida with respect

to not-for-profit corporations, as those laws now exist or as they may be hereafter amended, provided that such amended powers are consistent with the purposes of the Club as expressed in these Articles of Incorporation or as may be provided by these Articles of Incorporation as hereafter amended.

ARTICLE IV

Prohibition Against Distribution of Income

Consistent with the purposes and not-for-profit character of the Club, the Club is one which does not permit pecuniary gain or profit. No part of any net earnings of the Club shall inure to the benefit of any member, governor, officer or other private individual and as such they will have no interest in or title to any of the property or assets of the Club. Nothing herein shall prohibit the Club from reimbursing its governors and officers for all expenses reasonably incurred in performing services rendered to the Club.

ARTICLE V

Registered Office and Registered Agent of the Club

The registered agent and registered office of the Club shall be as follows: James N. Krivok, Esq., Dicker, Krivok & Stoloff, P.A., 1818 Australian Avenue South, Suite 400, West Palm Beach, Florida 33409 (561) 615-0123.

ARTICLE VI

Board of Governors

The affairs, business, assets and properties of the Club shall be administered, managed and governed by a Board of Governors comprised of not less than five (5) and not more than eleven (11) persons who shall be Equity Members of the Club and elected in the manner provided in the Bylaws. The exact number of members of the Board of Governors to serve within the minimum and

maximum number of members herein established shall be determined by the Board of Governors in accordance with the Bylaws. Persons serving on the Board of Governors must be Equity Members of the Club as described in Article VII of these Articles of Incorporation but need not be residents of the State of Florida.

In the event that any person elected or approved to serve as a member of the Board of Governors dies or is unable to serve by reason of any disability, mental or physical, or becomes otherwise disqualified to serve resulting in a vacancy on the Board of Governors, such vacancy shall be filled by a successor appointed by the majority vote of the members of the Board of Governors then remaining to serve until the next election of Governors.

The Bylaws may provide for staggered terms with respect to the members of the Board of Governors provided that no term of service of any member of the Board of Governors shall exceed three (3) consecutive years, excluding any partial year of service in which the Governor was appointed or elected to fill a vacancy on the Board. The Bylaws shall provide that the members of the Board of Governors shall be elected by a vote of the Equity Members of the Club.

ARTICLE VII

Membership

The Club shall have the classes of membership and the number of members within each class of membership as follows:

Equity Memberships: There shall be SIX HUNDRED EIGHTY (680) Equity Memberships available in the Club. Equity Members shall have the qualifications for membership as provided in these Articles of Incorporation and the Bylaws of the Club.

Social and Dining "A" Memberships: There shall be an aggregate of TWO HUNDRED FORTY (240) Social and Dining "A" Memberships available in the Club. The allocation of memberships between such classes shall be determined by the Board of Governors and is subject to change from time to time at the discretion of the Board of Governors. Social and Dining "A" Members shall have the qualifications for membership as provided in these Articles of Incorporation and the Bylaws of the Club or as amended hereafter from time to time.

Dining "B" Memberships: The Club is authorized to issue a maximum of 140 Dining "B" Memberships. Dining "B" Memberships shall be non-transferable.

Equity, Social, Dining "A" and Dining "B" Members shall have the rights and privileges with respect to the Club and the use of Club facilities as provided in the Bylaws.

ARTICLE VIII

Non-Member Associate Privilege Certificates

In addition to the Equity, Social, Dining "A" and Dining "B" Memberships described above, the Club is authorized to issue non-resident, recallable Associate Privilege Certificates as follows:

Associate Privileges Certificates: The Club is authorized to issue non-member recallable Associate Golf Privilege Certificates in a number not to exceed 680 less the number of Equity Memberships issued by the Club as of the first date of each calendar year of the Club. The Club may also issue other non-member Associate Privilege Certificates in a number not to exceed 240 less the combined number of Social and Dining "A" Memberships issued by the Club as of the first day of each calendar year of the Club. Associate Privilege Certificates authorized under this Article VIII may only be issued to persons who do not own property in the Oaks Residential Areas described in attached Exhibit A. The rights, obligations, use privileges and the manner of admission shall be as

set forth in and regulated by the Bylaws of the Club as they now exist or as they may be amended hereafter, from time to time.

ARTICLE IX

Voting Rights

Equity Members will have such voting rights as are provided in the Bylaws of the Club. Social, Dining "A" and Dining "B" Members and holders of Associate Privilege Certificates shall have no voting rights.

ARTICLE X

Assessments

Equity Members shall be subject to assessments levied by the Board of Governors of the Club in order to provide sufficient funds to defray any operating deficit of the Club resulting from its operation of its facilities for the benefit and pleasure of the membership.

ARTICLE XI

Liability for Debts

Neither the members or the officers or governors of the Club shall be liable for the debts of the Club.

ARTICLE XII

Dissolution

In the event of dissolution or final liquidation of the Club, all of the property and assets of the Club, after payment of its debts, shall be distributed as permitted by a court having jurisdiction, only among the holders of Equity Memberships in proportion to the value of their memberships as last determined in accordance with the Bylaws.

ARTICLE XIII

Bylaws of the Corporation

Upon the filing of these Amended and Restated Articles of Incorporation with the Department of State in and for the State of Florida and as otherwise required by law, the existing Bylaws of the Club shall be deemed re-adopted. Thereafter the power to adopt, amend or repeal the Bylaws shall be as set forth in the Bylaws. The Bylaws shall not be amended in any manner that conflicts with these Amended and Restated Articles of Incorporation. In the event of a conflict with the Bylaws, these Amended and Restated Articles of Incorporation will govern.

ARTICLE XIV

Transfer of Memberships

A membership may be transferred only through the Club in accordance with the procedures set forth in the Bylaws.

ARTICLE XV

Indemnification

The Club shall indemnify and hold harmless each person who shall serve at any time hereafter as governor or officer from and against any and all claims and liabilities to which such person shall become subject by reason of his or her having been, or hereafter being a governor or officer of the Club, or by reason of any action alleged to have been taken or omitted by him or her as such governor or officer, and shall reimburse each such person for all legal and other expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against or be reimbursed for any expense incurred in connection with any claim or liability arising out of his or her willful misconduct.

ARTICLE XVI

Rules and Regulations of the Corporation

The Board of Governors of the Club is authorized to adopt, and enforce Rules and Regulations governing the conduct and decorum of the Members, Associates, guests, invitees and all others using the Club's facilities; reciprocal arrangements with respect to facility use privileges with other social institutions and other matters relating to the operation, administration, use, maintenance, repair, refurbishment, renovation, improvement, care and governance of the Club, its properties and its membership. No Rule or Regulation adopted by the Board of Governors shall conflict with these Amended and Restated Articles of Incorporation or the Bylaws as they now exist or as they may be amended hereafter, from time to time.

ARTICLE XVII

Amendment of Articles of Incorporation

These Articles of Incorporation may be amended, with (i) the approval of a majority of all members of the Board of Governors and (ii) by the majority vote of Equity Members holding Equity Memberships in the Club at such time and entitled to vote thereon. Such vote may be conducted at a special or annual meeting of the Equity Members called in accordance with the Bylaws of the Club or in lieu of a convened meeting, by written consent of a majority of all Equity Members as permitted by law.

No amendment to these Articles of Incorporation may be adopted which has the effect of (i) eliminating a class of membership in the Club herein provided, (ii) diminishing the rights and privileges of Equity Membership or (iii) eliminating the requirement of property ownership in an Oaks Residential Area as established by Article VII hereof. This provision shall not prevent the Club

from re-calling or eliminating the Associate Privilege Certificates authorized in Article IX.

All amendments to these Articles of Incorporation shall be promptly published to the membership of the Club.

COMPOSITE

EXHIBIT A

The real property commonly known as OAKS I Property is legally described as:

All that property described as OAKS I Single Family and OAKS I Multi-Family pursuant to the Plat of OAKS as recorded in Plat Book 28, Page 48, of the Public Records of Sarasota County, Florida.

The real property commonly known as OAKS II Property is legally described as:

THE PROPERTY BEING LEGALLY DESCRIBED AS FOLLOWS:

Those Parcels of land situate, lying and being in Sarasota County, Florida, being more particularly described as follows:

PARCEL 1:

Section 2, Township 38 South, Range 18 East: Northwest $\frac{1}{4}$ and West $\frac{1}{4}$ of Southwest $\frac{1}{4}$ and North $\frac{1}{4}$ of Northeast $\frac{1}{4}$ of Southwest $\frac{1}{4}$ and Northwest $\frac{1}{4}$ of Northeast $\frac{1}{4}$; AND

PARCEL 2:

Section 2, Township 38 South, Range 18 East: The Southwest quarter of the Northeast quarter and the Northwest quarter of the Southeast quarter and the Southwest quarter of the Southeast quarter and the Southeast quarter of the Southwest quarter less the Northerly 217.8 feet of the Southerly 242.8 feet of the Westerly 200 feet to General Telephone Company in Official Records Book 364, Page 665, of the Public Records of Sarasota County, Florida, and the South one-half of the Northeast quarter of the Southwest quarter;

LESS and EXCEPT that 30 foot strip in Section 2, Township 38 South, Range 18 East, conveyed to the County of Sarasota by deed dated May 29, 1974, recorded in Official Records Book 1062, Page 799, Public Records of Sarasota County, Florida; AND

PARCEL 3:

Section 3, Township 38 South, Range 18 East: Southwest $\frac{1}{4}$ of Northeast $\frac{1}{4}$ and East $\frac{1}{4}$, LESS State Road R/W in Deed Book 79, Page 473, (Deed Book 79, Page 476) and Official Records Book 306, Page 709, LESS lands to Harry Alber in Deed Book 358, Page 162, and LESS the Southeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ of Southeast $\frac{1}{4}$ to Florida Power and Light Company in Official Records Book 13, Page 305;

LESS and EXCEPT that certain 20 acre parcel in Section 3, Township 38 South, Range 18 East, conveyed to Sarasota County by deed dated February 18, 1975, recorded in Official Records Book 1087, Page 1611, Public Records of Sarasota County, Florida; and

Parcel 4:

Begin 33 feet East of the NW corner of NW $\frac{1}{4}$ of NE $\frac{1}{4}$ of Section 3, Township 38S, Range 18E; thence South along the East R/W of the Tamiami Trail 463.5 feet to the center of North Creek; thence continue South 680 feet to the point of beginning; thence East 1287 feet to quarter section line; thence South 200 feet more or less to quarter section line; thence West 1287 feet to the R/W line of said Tamiami Trail; thence North 200 feet more or less to the POB; LESS that part thereof lying within 60 feet of the survey line of SR 45, Section 17020, said survey line being described as follows: Begin in the South boundary of the SW $\frac{1}{4}$ of the NE $\frac{1}{4}$ of Section 3, Township 38S, Range 18E, at a point 1332.10

feet West of the SE corner thereof; run thence N 0°12'41" E, 2206.38 feet; thence N 0°08'36" E, 433.67 feet to the N Boundary of the NE ¼ of said Section 3 at a point 0.08 feet E of the NW corner thereof, LESS existing rights of way, containing 0.12 acres, more or less; AND

PARCEL 5:

Begin 33 feet East of the NW corner of the NW ¼ of the NE ¼ of Section 3, Township 38 South, Range 18 East; thence South along the former East right-of-way of the Tamiami Trail 463.5 feet to the center of North Creek; thence South continuing along said East right-of-way a distance of 480 feet for a Point of Beginning; thence East 1,287 feet to the Quarter-Section line; thence South 200 feet; thence West 1,287 feet; thence North 200 feet to the Point of Beginning; Excepting, however, land taken for right-of-way of State Road 45 (U.S. 41) as described in the Order of Taking dated November 10, 1961, and recorded in Official Record Book 331, Page 683, Sarasota County Records, Florida.

INCLUDING SPECIFICALLY BUT NOT LIMITED TO THE FOLLOWING PARCELS:

CLUBHOUSE PARCEL

A parcel of land lying in the Northeast ¼ and the Southeast ¼ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the northeast corner of said Section 3, Township 38 South, Range 18 East; thence S.89°53'56"W. along the North line of the Northeast ¼ of said Section 3 for 861.56 feet; thence S.0°06'04"E. for 1931.57 feet to the Point of Beginning of the herein described parcel of land; thence S.0°05'10"E. for 385.00 feet; thence N.89°54'50"E. for 110.00 feet; thence S.0°05'10"E. for 399.50 feet; thence S.89°54'50"W. for 442.22 feet to a point on a circular curve concave to the Southwest said point having a tangent bearing of N.8°12'33"W.; thence Northwesterly and Westerly along the arc of said curve having a radius of 336.07 feet and a central angle of 81°52'36" for 480.25 feet to the Point of Tangency; thence S.89°54'50"W. for 63.98 feet; thence N.43°47'55"E. for 60.31 feet; thence N.3°47'24"E. for 102.69 feet; thence N.44°01'33"E. for 170.62 feet; thence N.62°07'10"E. for 93.23 feet; thence N.89°54'50"E. for 194.91 feet; thence N.0°05'10"W. for 115.02 feet to the Point of Curvature of a circular curve concave to the Southeast; thence along the arc of said curve having a radius of 69.00 feet and a central angle of 90°00'00" for 108.39 feet to the Point of Tangency; thence N.89°54'50"E. for 215.00 feet to the POINT OF BEGINNING. Containing 9.50 Acres, more or less; AND,

ADMINISTRATION BUILDING

A parcel of land lying in the Northeast ¼ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Northwest corner of said Northeast ¼ of said Section 3, Township 38 South, Range 18 East; thence S.0°25'27"W. along the West line of said Northeast ¼ for 1448.66 feet; thence S.89°34'33"E. for 110.69 feet to the Point of Beginning of the herein described parcel of land; thence S.89°34'50"E. for 185.00 feet to the Point of Curva-

ture of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 210.00 feet and a central angle of $90^{\circ}00'00''$ for 329.87 feet to the Point of Tangency; thence $S.0^{\circ}25'10''W.$ for 115.00 feet to the Point of Curvature of a circular curve concave to West; thence along the arc of said curve having a radius of 445.38 feet and a central angle of $2^{\circ}40'38''$ for 20.81 feet; thence $N.88^{\circ}34'50''W.$ for 394.57 feet to an intersection with the line that is 50.00 feet Easterly of and parallel with the Easterly Right-of-Way line of U.S. 41 (Tamiami Trail), Section 17020-2118, as shown on the D.O.T. Right-of-Way Maps of said U.S. 41, last revised date 2/10/61; thence $N.0^{\circ}25'10''E.$ along the last described parallel line for 338.92 feet to the POINT OF BEGINNING. Containing 2.89 Acres, more or less; AND,

GUEST LODGE

A parcel of land lying in the Northeast $\frac{1}{4}$ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Northeast corner of said Section 3, Township 38 South, Range 18 East; thence $S.89^{\circ}53'56''W.$ along the North line of the Northeast $\frac{1}{4}$ of said Section 3 for 2163.05 feet; thence $S.0^{\circ}06'04''E.$ for 1986.18 feet to the Point of Beginning of the herein described parcel of land; thence $S.83^{\circ}34'59''E.$ for 50.00 feet; thence $S.38^{\circ}41'04''E.$ for 81.37 feet; thence $N.69^{\circ}11'22''E.$ for 131.97 feet; thence $S.80^{\circ}46'59''E.$ for 110.14 feet; thence $S.40^{\circ}14'32''E.$ for 115.94 feet; thence $S.1^{\circ}00'38''E.$ for 159.52 feet; thence $S.46^{\circ}56'08''E.$ for 222.98 feet; thence $S.89^{\circ}54'50''W.$ for 46.02 feet to the Point of Curvature of a circular curve concave to the South; thence along the arc of said curve having a radius of 857.49 feet and a central angle of $6^{\circ}59'59''$ for 104.76 feet to the Point of Tangency; thence $S.82^{\circ}54'50''W.$ for 190.00 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 266.84 feet and a central angle of $120^{\circ}47'22''$ for 362.55 feet to the Point of Tangency; thence $N.23^{\circ}42'10''E.$ for 107.14 feet to the POINT OF BEGINNING. Containing 4.52 Acres, more or less; AND,

TENNIS/SWIM CLUB

A parcel of land lying in the Southeast $\frac{1}{4}$ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of said Section 3, Township 38 South, Range 18 East; thence $S.89^{\circ}55'45''W.$ along the South line of the Southeast $\frac{1}{4}$ of said Section 3 for 1018.46 feet; thence $N.0^{\circ}04'15''W.$ for 1965.23 feet to the Point of Beginning of the herein described parcel of land; thence $N.29^{\circ}10'00''W.$ for 150.00 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 345.39 feet and a central angle of $29^{\circ}50'00''$ for 179.84 feet to the Point of Tangency; thence $N.0^{\circ}40'00''E.$ for 99.48 feet to the Point of Curvature of a circular curve concave to the East; thence along the arc of said curve having a radius of 1170.59 feet and central angle of $7^{\circ}08'57''$ for 146.06 feet; thence $S.13^{\circ}49'29''E.$ for 95.52 feet to a point on a circular curve concave to the West, said point having a tangent bearing of $S.7^{\circ}48'57''E.$; thence Northerly along the arc of said curve having a radius of 336.07 feet and a central angle of $16^{\circ}01'30''$ for 94.00 feet; thence $N.89^{\circ}54'50''E.$ for 432.22

330.61 feet to the Northwest corner of said fractional parcel; thence N.0°51'00"E. along the East line of that certain parcel of land conveyed to Sarasota County by instrument recorded in O.R. Book 1087, at Page 1611, Public Records of Sarasota County, Florida, for 531.83 feet to the Northeast corner of said Sarasota County parcel; thence S.89°55'45"W. along the North line of said parcel conveyed to Sarasota County for 433.56 feet; thence N.0°40'00"E. for 201.25 feet; thence N.70°34'30"W. for 99.11 feet; thence N.31°30'00"W. for 697.43 feet; thence N.0°40'00"E. for 250.16 feet; thence N.60°50'01"E. for 102.96 feet; thence S.29°10'00"E. for 412.53 to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 533.79 feet and a central angle of 28°56'18" for 269.60 feet to the Point of Tangency; thence S.58°06'18"E. for 180.43 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 503.27 feet and a central angle of 23°51'42" for 209.60 feet to the Point of Tangency; thence S.81°58'00"E. for 180.00 feet to the Point of Curvature of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 301.43 feet and a central angle of 3°48'05" for 20.00 feet; thence S.8°02'00"W. for 140.00 feet; thence S.33°28'47"E. for 105.00 feet; thence S.17°38'59"E. for 250.60 feet; thence S.28°57'32"E. for 249.29 feet; thence S.00°51'00"W. for 220.00 feet; thence S.64°04'49"E. for 201.64 feet; thence S.86°16'08"E. for 120.00 feet; thence N.65°41'10"E. for 204.78 feet; thence N.82°11'12"E. for 120.00 feet; thence S.89°47'31"E. for 610.00 feet; thence S.57°27'01"E. for 129.97 feet; thence S.89°47'12"E. for 150.00 feet; thence S.87°06'01"E. for 50.06 feet; thence S.72°35'00"E. for 195.00 feet; thence N.69°29'59"E. for 240.00 feet; thence N.38°59'05"E. for 85.00 feet; thence S.87°54'22"E. for 75.00 feet; thence S.47°32'50"E. for 212.57 feet; thence N.87°48'13"E. for 195.31 feet; thence N.55°24'25"E. for 130.12 feet; thence N.19°25'00"E. for 30.00 feet; thence N.65°25'33"E. for 77.50 feet; thence S.55°27'00"E. for 54.17 feet; thence N.84°02'11"E. for 188.19 feet; thence N.86°54'49"E. for 144.14 feet; thence N.76°52'56"E. for 145.88 feet; thence N.57°19'02"E. for 68.77 feet; thence N.26°55'00"E. for 90.00 feet; thence N.87°21'03"E. for 48.32 feet; thence S.5°18'17"E. for 95.05 feet; thence S.33°31'52"E. for 44.48 feet; thence S.67°15'00"E. for 105.70 feet; thence S.78°35'21"E. for 92.01 feet; thence N.83°41'23"E. for 146.31 feet; thence N.37°26'16"E. for 178.86 feet; thence N.20°07'00"W. for 366.53 feet; thence N.6°42'54"W. for 125.00 feet; thence N.16°44'34"E. for 125.00 feet; thence N.1°44'00"W. for 340.00 feet; thence N.35°49'32"E. for 220.31 feet; thence N.1°51'00"W. for 205.23 feet; thence N.35°14'55"W. for 140.00 feet; thence N.1°15'00"E. for 220.66 feet; thence N.14°10'00"W. for 472.28 feet; thence N.63°41'24"W. for 89.96 feet; thence S.85°21'27"W. for 125.00 feet to a point on a circular curve concave to the East, said point having a tangent bearing of N.4°38'33"W.; thence Northerly along the arc of said curve having a radius of 601.58 feet and a central angle of 14°20'20" for 150.55 feet; thence S.80°18'13"E. for 176.73 feet; thence N.50°30'00"E. for 220.33 feet; thence N.16°48'35"W. for 298.63 feet; thence N.0°29'43"E. for 854.92 feet; thence N.1°51'45"W. for 139.20 feet; thence N.11°56'43"W. for 147.99 feet; thence N.23°08'30"W. for 154.69 feet; thence N.27°05'25"W. for 110.67 feet; thence N.12°40'00"E. for 430.00 feet; thence N.47°14'00"W. for 153.98 feet; thence S.73°10'00"W. for 260.00 feet; thence S.60°25'00"W. for 125.76 feet; thence S.38°29'32"W. for 87.04 feet; thence S.34°15'18"W. for 90.19

feet; thence N.22°17'21"W. for 62.82 feet; thence N.73°25'00"W. for 90.00 feet; thence S.84°36'52"W. for 132.38 feet; thence N.82°52'38"W. for 102.67 feet; thence N.31°14'57"W. for 60.39 feet; thence N.54°28'16"W. for 183.45 feet; thence S.78°42'25"W. for 394.09 feet; thence S.81°27'11"W. for 370.00 feet; thence S.86°40'00"W. for 119.14 feet; thence N.56°24'52"W. for 282.58 feet; thence S.66°00'00"W. for 177.89 feet; thence S.86°50'45"W. for 206.29 feet; thence N.85°20'00"W. for 90.00 feet; thence S.48°02'44"W. for 48.99 feet; thence S.4°40'00"W. for 190.00 feet to a point on a circular curve concave to the North, said point having a tangent bearing of S.87°00'00"W.; thence Westerly along the arc of said curve having a radius of 732.38 feet and a central angle of 16°57'15" for 216.71 feet; thence N.13°57'15"E. for 200.00 feet; thence N.77°53'21"W. for 124.53 feet; thence N.51°00'00"W. for 271.72 feet; thence S.76°58'14"W. for 31.97 feet; thence S.76°00'00"W. for 351.89 feet; thence S.10°28'25"W. for 46.29 feet; thence S.0°30'00"W. for 190.00 feet; thence S.79°12'44"W. for 84.65 feet; thence N.11°10'00"W. for 147.19 feet; thence N.64°00'00"W. for 115.63 feet; thence S.76°00'00"W. for 60.00 feet; thence S.89°24'49"W. for 543.74 feet; thence S.37°05'47"W. for 142.20 feet; thence S.11°24'01"E. for 153.17 feet; thence S.34°35'00"E. for 250.93 feet; thence S.85°53'55"E. for 128.09 feet; thence S.3°30'00"E. for 750.00 feet; thence S.41°54'07"W. for 448.77 feet; thence S.89°54'50"W. for 215.00 feet to the Point of Curvature of a circular curve concave to the Southeast; thence along the arc of said curve having a radius of 69.00 feet and a central angle of 90°00'00", for 108.39 feet to the Point of Tangency; thence S.0°05'10"E. for 115.02 feet; thence S.89°54'50"W. for 194.91 feet; thence S.62°07'10"W. for 93.23 feet; thence S.44°01'33"W. for 170.62 feet; thence S.3°47'24"W. for 102.69 feet; thence S.43°47'55"W. for 60.31 feet; thence N.46°56'08"W. for 222.98 feet; thence N.1°00'38"W. for 159.52 feet; thence N.40°14'32"W. for 115.94 feet; thence N.80°46'59"W. for 110.14 feet; thence S.69°11'22"W. for 131.97 feet; thence N.38°41'04"W. for 81.37 feet; thence N.18°20'02"E. for 169.13 feet; thence N.83°21'20"E. for 143.00 feet; thence N.1°56'31"E. for 178.67 feet; thence N.77°59'40"W. for 151.85 feet; thence N.26°14'46"W. for 220.63 feet; thence S.46°42'58"W. for 52.85 feet to a point on a circular curve concave to the Southwest, said point having a tangent bearing of N.43°17'02"W.; thence Northwesterly and Westerly along the arc of said curve having a radius of 290.00 feet and a central angle of 46°17'47" for 234.33 feet to the Point of Tangency; thence N.89°34'50"W. for 210.00 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 25.00 feet and a central angle of 90°00'00" for 39.27 feet to the Point of Tangency; thence N.0°25'10"E. along the Easterly right-of-way line of U.S. 41 (Tamiami Trail), Section 17020-2118, as shown on the D.O.T. Right-of-Way Maps of said U.S. 41, last revised date 2/10/61, for 380.48 feet to a point of intersection with the North boundary of that certain parcel of land described in O.R. Book 1252, at Page 2016 of the Public Records of Sarasota County, Florida; thence S.89°34'33"E. along the last described North boundary line for 1279.28 feet; thence N.0°40'11"E. along the East line of the Northwest $\frac{1}{4}$ of the Northeast $\frac{1}{4}$ of Section 3, Township 38 South, Range 18 East, for 925.51 feet to an intersection with a line that is 30.00 feet Southerly of and parallel to the North line of the Northeast $\frac{1}{4}$ of said Section 3; thence N.89°53'56"E. along the last described parallel line for 1344.17 feet to the POINT OF BEGINNING. Containing 174.10 Acres, more or less; AND,

EAGLE GOLF COURSE PARCEL B

A parcel of land lying in the Northeast $\frac{1}{4}$ of the Southeast $\frac{1}{4}$ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Northeast corner of said Section 3, Township 38 South, Range 18 East, thence S.89°53'56"W. along the North line of the Northeast $\frac{1}{4}$ of said Section 3 for 751.66 feet; thence S.0°06'04"E. for 2316.60 feet to the Point of Beginning of the herein described parcel of land; thence S.21°40'30"E. for 161.10 feet; thence S.21°14'58"E. for 125.04 feet; thence S.10°20'15"W. for 175.13 feet; thence S.25°15'28"E. for 126.08 feet; thence S.0°42'23"E. for 191.01 feet; thence S.30°16'16"E. for 36.79 feet; thence S.36°41'57"E. for 46.66 feet; thence S.1°21'32"W. for 198.22 feet; thence S.32°25'00"W. for 190.71 feet; thence S.14°35'00"W. for 365.31 feet; thence S.58°06'18"E. for 106.68 feet; thence S.31°53'42"W. for 25.00 feet to the Point of Curvature of a circular curve concave to the Northwest; thence along the arc of said curve having a radius of 40.00 feet and central angle of 90°00'00" for 62.83 feet to the Point of Tangency; thence N.58°06'17"W. for 40.43 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 473.79 feet and a central angle of 28°56'18" for 239.30 feet to the Point of Tangency; thence N.29°10'00"W. for 330.00 feet; thence N.60°50'00"E. for 297.31 feet; thence N.8°41'00"E. for 597.41 feet; thence N.89°54'50"E. for 10.00 feet; thence N.0°05'10"W. for 399.50 feet to the POINT OF BEGINNING. Containing 7.10 Acres, more or less; AND,

BLUE HERON GOLF COURSE PARCEL A

A parcel of land lying in Sections 2 and 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Northeast corner of said Section 3, Township 38 South, Range 18 East; thence S.89°53'56"W. along the North line of the Northeast $\frac{1}{4}$ of said Section 3 for 251.93 feet; thence S.0°05'04"E. for 653.29 feet to the Point of Beginning of the herein described parcel of land; thence S.26°25'00"E. for 153.15 feet; thence N.88°55'00"E. for 120.00 feet; thence N.30°05'49"E. for 29.55 feet; thence N.9°10'00"W. for 160.00 feet; thence N.79°12'44"E. for 90.00 feet; thence S.5°00'00"E. for 175.00 feet; thence S.60°39'42"E. for 47.93 feet; thence N.88°55'00"E. for 446.08 feet; thence S.77°05'46"E. for 185.82 feet; thence S.72°29'37"E. for 51.09 feet; thence S.80°00'00"E. for 259.34 feet; thence S.85°20'00"E. for 505.00 feet; thence S.86°31'13"E. for 134.63 feet; thence N.88°02'28"E. for 124.65 feet; thence N.89°20'09"E. for 129.31 feet; thence N.74°19'40"E. for 120.93 feet; thence N.86°01'37"E. for 125.40 feet; thence N.83°56'55"E. for 117.80 feet; thence S.81°43'14"E. for 94.17 feet; thence S.65°45'18"E. for 128.76 feet; thence S.84°30'00"E. for 502.00 feet; thence S.44°05'02"E. for 56.85 feet; thence S.50°29'51"E. for 312.14 feet; thence N.79°23'06"E. for 140.00 feet to a point on a circular curve concave to the West, said point having a tangent bearing of S.10°36'54"E.; thence Southerly along the arc of said curve having a radius of 515.70 feet and a central angle of 11°06'36" for 100.00 feet to the Point of Tangency; thence S.0°29'43"W. for 455.67 feet; thence N.89°30'17"W. for 97.50 feet; thence S.30°29'43"W. for

105.00 feet; thence S.0°29'44"W. for 90.00 feet; thence S.28°14'10"W. for 178.93 feet; thence N.89°52'45"W. for 376.12 feet; thence N.61°25'09"W. for 189.47 feet; thence N.76°25'09"W. for 367.31 feet to a point of a circular curve concave to the Southwest, said point having a tangent bearing of N.11°24'44"W.; thence Northwesterly along the arc of said curve having a radius of 532.96 feet and a central angle of 6°52'14" for 63.91 feet to the Point of Tangency; thence N.18°16'58"W. for 89.91 feet; thence N.70°28'46"E. for 97.81 feet; thence S.83°24'28"E. for 219.26 feet; thence S.80°05'00"E. for 196.29 feet; thence N.78°38'07"E. for 81.32 feet; thence N.47°10'00"E. for 85.00 feet; thence N.25°35'00"E. for 80.00 feet; thence N.11°05'00"E. for 135.00 feet; thence N.33°45'00"W. for 114.09 feet; thence N.59°38'50"W. for 270.74 feet; thence N.88°20'16"W. for 546.70 feet; thence N.67°32'42"W. for 111.80 feet; thence S.84°00'23"W. for 149.69 feet; thence N.70°40'00"W. for 255.00 feet; thence S.72°49'33"W. for 186.31 feet; thence S.50°16'57"W. for 227.56 feet; thence S.63°13'31"W. for 100.21 feet; thence N.50°25'33"W. for 63.44 feet; thence N.12°15'00"W. for 135.00 feet; thence N.31°35'00"W. for 150.00 feet; thence N.72°19'36"W. for 155.96 feet; thence S.85°30'00"W. for 150.00 feet; thence S.33°59'17"W. for 110.00 feet to a point on a circular curve concave to the Southwest said point having a tangent bearing of N.56°00'43"W.; thence Westerly along the arc of said curve having a radius of 464.11 feet and a central angle of 41°24'17" for 335.39 feet to the Point of Tangency; thence S.82°35'00"W. for 249.59 feet to the Point of Curvature of a circular curve concave to the North; thence along the arc of said curve having a radius of 655.84 feet and a central angle of 11°39'19" for 133.41 feet to the Point of Tangency; thence N.85°45'41"W. for 110.00 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 214.79 feet and a central angle of 86°25'52" for 324.02 feet to the point of compound curvature of a circular curve concave to the Southeast; thence along the arc of said curve having a radius of 275.75 feet and a central angle of 59°50'32" for 288.01 feet to the POINT OF BEGINNING. Containing 38.73 Acres, more or less; AND,

BLUE HERON GOLF COURSE PARCEL B

A parcel of land lying in Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of said Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 535.23 feet; thence N.0°12'29"E. for 864.42 feet to the Point of Beginning of the herein described parcel of land; thence S.60°15'53"E. for 100.00 feet; thence S.80°12'40"E. for 74.23 feet; thence N.79°58'58"E. for 210.20 feet; thence N.82°42'14"E. for 55.00 feet; thence S.14°48'53"E. for 120.00 feet; thence S.46°20'00"E. for 40.00 feet; thence S.8°09'12"W. for 63.37 feet to a point on a circular curve concave to the South, said point having a tangent bearing of S.81°15'48"E.; thence Easterly along the arc of said curve having a radius of 402.80 feet and a central angle of 2°20'48" for 16.50 feet to the Point of Tangency; thence S.79°30'00"E. for 244.72 feet; thence N.10°30'00"E. for 119.80 feet; thence N.48°36'42"E. for 60.21 feet; thence N.80°36'31"E. for 120.00 feet; thence S.88°04'27"E. for 64.92 feet; thence S.65°00'00"E. for 70.00 feet; thence N.80°57'08"E. for 71.60 feet; thence N.15°04'30"E. for

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251.12 feet; thence S.87°07'53"E. for 333.86 feet; thence S.22°43'25"E. for 93.15 feet; thence S.65°36'56"E. for 99.91 feet; thence S.86°55'19"E. for 646.87 feet; thence N.86°04'48"E. for 108.63 feet; thence N.76°12'53"E. for 102.26 feet; thence N.55°06'30"E. for 103.13 feet; thence N.25°36'58"E. for 102.78 feet; thence N.6°10'01"E. for 96.98 feet; thence N.32°35'00"E. for 70.00 feet; thence N.58°46'41"E. for 52.97 feet; thence S.89°18'13"E. for 175.00 feet to a point on a circular curve concave to the West, said point having a tangent bearing of N.0°41'46"E.; thence Northerly along the arc of said curve having a radius of 571.26 feet and a central angle of 7°31'19" for 75.00 feet to the Point of Tangency; thence N.6°49'33"W. for 115.00 feet; thence S.83°10'27"W. for 225.00 feet; thence N.1°52'49"E. for 420.21 feet; thence N9°30'00"E. for 352.89 feet; thence N.14°10'00"W. for 543.40 feet; thence N.20°25'53"E. for 71.17 feet; thence N.64°00'00"E. for 60.00 feet; thence S.86°35'00"E. for 140.00 feet to a point on a circular curve concave to the East, said point having a tangent bearing of N.3°53'37"E.; thence Northerly along the arc of said curve having a radius of 661.59 feet and a central angle of 8°39'36" for 100.00 feet; thence N.77°26'46"W. for 115.00 feet; thence N.61°26'46"W. for 125.00 feet; thence N.3°16'42"W. for 150.57 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of S.86°43'18"W.; thence Westerly along the arc of said curve having a radius of 492.13 feet and a central angle of 23°45'15" for 204.03 feet to the point of reverse curvature of circular curve concave to the Northwest; thence Southwesterly along the arc of said curve having a radius of 384.35 feet and a central angle of 19°54'03" for 133.50 feet; thence S.7°07'53"E. for 165.76 feet; thence N.83°15'57"W. for 185.00 feet; thence N.76°15'57"W. for 145.00 feet; thence N.83°15'57"W. for 92.00 feet; thence S.59°59'04"W. for 90.00 feet; thence S.3°59'03"W. for 106.23 feet; thence S.9°02'44"E. for 130.06 feet; thence S.25°00'00"W. for 507.04 feet; thence S.55°04'49"W. for 141.93 feet; thence N.84°58'29"W. for 397.02 feet; thence N.78°29'51"W. for 127.48 feet; thence S.88°34'38"W. for 107.14 feet; thence S.72°19'29"W. for 140.00 feet to a point on a circular curve concave to the West, said point having a tangent bearing of S.17°40'31"E.; thence Southerly along the arc of said curve having a radius of 887.06 feet and a central angle of 2°50'31" for 44.00 feet to the Point of Tangency; thence S.14°50'00"E. for 275.00 feet; thence N.72°56'16"E. for 135.00 feet; thence S.74°52'36"E. for 90.00 feet; thence S.87°25'22"E. for 565.00 feet; thence S.57°09'33"E. for 184.89 feet; thence N.71°07'24"E. for 52.84 feet; thence S.86°20'24"E. for 79.45 feet; thence N.33°01'59"E. for 46.01 feet; thence N.9°52'41"E. for 81.46 feet; thence N.6°59'26"W. for 129.00 feet; thence N.5°20'34"W. for 50.35 feet; thence N.2°55'26"W. for 123.94 feet; thence N.6°30'00"E. for 293.24 feet; thence N.32°34'19"E. for 150.00 feet; thence N.81°00'35"E. for 120.00 feet; thence S.74°51'47"E. for 130.00 feet; thence S.49°49'15"E. for 130.00 feet; thence S.40°06'42"E. for 66.42 feet; thence S.8°00'00"E. for 101.27 feet; thence S.35°30'00"W. for 85.00 feet; thence N.87°29'36"W. for 185.45 feet; thence S.6°30'00"W. for 87.08 feet to the Point of Curvature of a circular curve concave to the East; thence along the arc of said curve having a radius of 815.49 feet and a central angle of 13°29'26" for 192.01 feet to the Point of Tangency; thence S.6°59'26"E. for 81.29 feet; thence S.88°34'48"E. for 170.79 feet; thence S.8°30'00"E. for 560.00 feet; thence S.27°15'38"W. for 125.00 feet; thence S.66°20'56"W. for 135.00 feet; thence N.82°53'44"W. for 175.77 feet; thence N.44°53'16"W. for

91.50 feet; thence N.87°25'00"W. for 90.00 feet; thence N.68°47'20"W. for 72.21 feet; thence N.75°30'00"W. for 50.00 feet; thence S.79°13'20"W. for 50.90 feet; thence N.70°35'53"W. for 187.37 feet; thence N.84°28'44"W. for 221.88 feet; thence S.86°30'00"W. for 591.52 feet; thence S.72°16'41"W. for 335.00 feet; thence N.50°30'11"W. for 105.48 feet; thence N.6°15'00"W. for 120.00 feet; thence N.17°49'18"E. for 167.16 feet; thence N.7°55'03"W. for 85.00 feet; thence N.48°28'56"E. for 80.00 feet; thence N.72°07'34"E. for 321.45 feet; thence N.14°50'00"W. for 260.19 feet; thence S.67°09'27"W. for 286.26 feet; thence N.76°41'21"W. for 152.84 feet; thence N.36°17'33"W. for 110.00 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of S.53°42'27"W.; thence Southwesterly along the arc of said curve having a radius of 468.59 feet and a central angle of 51°44'00" for 423.09 feet; thence S.70°40'00"E. for 240.00 feet; thence S.15°10'03"W. for 77.95 feet; thence S.15°42'00"E. for 174.10 feet; thence S.12°57'42"W. for 95.23 feet; thence S.59°50'00"W. for 90.00 feet; thence N.03°05'00"W. for 50.00 feet to a point on a circular curve concave to the West, said point having a tangent bearing of S.5°35'19"E.; thence Southerly and Southwesterly along the arc of said curve having a radius of 377.35 feet and a central angle of 35°19'26" for 232.64 feet to the Point of Tangency; thence S.29°44'07"W. for 120.00 feet to the POINT OF BEGINNING. Containing 60.60 Acres, more or less; AND

BLUE HERON GOLF COURSE PARCEL C

A parcel of land lying in Sections 2 and 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Northeast corner of said Section 3, Township 38 South, Range 18 East; thence S.89°53'56"W. for 605.73 feet; thence S.0°06'04"E. for 849.41 feet to the Point of Beginning of the herein described parcel of land; thence S.3°30'00"E. for 750.00 feet; thence S.41°54'07"W. for 448.77 feet; thence S.0°05'10"E. for 385.00 feet; thence N.89°54'50"E. for 110.00 feet; thence S.21°40'30"E. for 161.10 feet; thence S.21°14'58"E. for 125.04 feet; thence S.10°20'15"W. for 175.13 feet; thence S.25°15'28"E. for 126.08 feet; thence S.0°42'23"E. for 191.01 feet; thence S.30°16'16"E. for 36.79 feet; thence S.36°41'57"E. for 46.66 feet; thence N.51°58'25"E. for 122.42 feet; thence S.88°39'23"E. for 176.37 feet; thence S.44°30'04"E. for 73.89 feet; thence S.1°25'00"E. for 76.22 feet; thence S.7°25'00"E. for 165.00 feet; thence S.32°00'00"W. for 240.00 feet; thence S.44°48'27"W. for 102.40 feet; thence S.14°30'00"E. for 141.71 feet; thence S.10°35'00"W. for 74.87 feet; thence S.36°00'00"W. for 199.28 feet; thence N.58°06'18"W. for 130.00 feet; thence S.31°53'42"W. for 25.00 feet to the Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 40.00 feet and a central angle of 89°59'56" for 62.83 feet to the point of compound curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 443.27 feet and a central angle of 23°51'42" for 184.61 feet to the Point of Tangency; thence S.81°58'00"E. for 180.00 feet; thence N.8°02'00"E. for 100.00 feet; thence N.27°59'02"E. for 165.32 feet; thence S.50°40'15"E. for 280.00 feet; thence S.47°23'59"E. for 156.24 feet; thence S.20°05'29"E. for 383.35 feet; thence S.69°24'10"E. for 124.98 feet; thence N.29°44'07"E. for 135.00 feet to the Point of Curvature of a circular curve concave to the West; thence along the arc of

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said curve having a radius of 317.35 feet and a central angle of 46°42'49" for 258.74 feet to the Point of Tangency; thence N.16°58'42"W. for 238.27 feet to the Point of Curvature of a circular curve concave to East; thence along the arc of said curve having a radius of 528.59 feet and a central angle of 12°22'47" for 114.21 feet; thence N.76°14'39"W. for 170.06 feet; thence N.70°45'00"W. for 140.00 feet; thence N.52°00'00"W. for 170.00 feet; thence N.15°00'00"E. for 295.00 feet; thence N.55°08'10"E. for 151.32 feet; thence S.85°35'00"E. for 85.00 feet; thence S.61°46'58"E. for 148.79 feet; thence S.50°42'13"E. for 171.57 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of N.39°17'47"E.; thence Northeasterly along the arc of said curve having a radius of 528.59 feet and a central angle of 10°19'40" for 95.28 feet; thence N.32°18'17"W. for 399.93 feet; thence N.13°14'58"W. for 115.31 feet; thence N.18°33'40"W. for 277.64 feet; thence N.23°19'41"E. for 213.69 feet; thence N.49°45'44"E. for 127.13 feet; thence N.21°16'00"E. for 86.75 feet; thence N.12°43'14"E. for 252.93 feet; thence N.32°56'05"E. for 136.12 feet; thence N.8°09'42"E. for 90.03 feet; thence N.57°45'00"E. for 35.00 feet; thence S.68°25'00"E. for 195.00 feet; thence S.36°10'00"E. for 90.00 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of N.73°55'09"E.; thence Northeasterly along the arc of said curve having a radius of 249.54 feet and a central angle of 20°39'51" for 90.00 feet to the point of compound curvature of a circular curve concave to the South; thence along the arc of said curve having a radius of 470.56 feet and a central angle of 19°28'55" for 160.00 feet; thence N.24°03'55"E. for 110.00 feet; thence N.86°45'30"E. for 180.40 feet; thence S.72°25'00"E. for 159.13 feet; thence S.12°06'03"E. for 407.86 feet; thence S.44°38'49"W. for 251.72 feet; thence N.80°44'48"W. for 120.00 feet; thence S.79°22'57"W. for 51.85 feet; thence N.31°46'20"W. for 429.56 feet; thence N.15°44'52"E. for 110.00 feet to a point on a circular curve concave to the South, said point having a tangent bearing of N.74°15'08"W.; thence Westerly along the arc of said curve having a radius of 410.56 feet and a central angle of 11°09'52" for 80.00 feet to the point of compound curvature of a circular curve concave to the Southeast; thence along the arc of said curve having a radius of 189.54 feet and a central angle of 61°59'41" for 205.09 feet; thence S.37°00'00"E. for 155.00 feet; thence S.11°35'06"E. for 168.65 feet; thence S.16°12'39"W. for 113.18 feet; thence S.21°28'16"W. for 119.50 feet; thence S.24°21'59"W. for 97.10 feet; thence S.8°40'23"E. for 66.68 feet; thence S.28°49'09"E. for 124.14 feet; thence S.7°37'49"W. for 117.14 feet; thence S.51°57'31"E. for 47.36 feet; thence N.48°50'00"E. for 112.04 feet; thence N.68°30'00"E. for 136.10 feet; thence N.69°06'21"E. for 94.74 feet; thence N.88°48'51"E. for 452.36 feet; thence S.80°43'24"E. for 85.76 feet; thence N.49°05'56"E. for 82.15 feet; thence N.2°02'38"W. for 78.58 feet; thence N.0°27'09"E. for 103.06 feet; thence N.2°36'13"E. for 238.76 feet; thence N.20°36'13"E. for 201.43 feet; thence N.23°49'16"E. for 118.53 feet; thence N.69°20'05"E. for 133.09 feet; thence N.20°16'58"W. for 100.00 feet; thence N.11°43'02"E. for 115.00 feet; thence N.76°43'02"E. for 170.00 feet; thence N.18°16'58"W. for 154.91 feet to the Point of Curvature of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 323.33 feet and a central angle of 68°15'18" for 325.17 feet; thence S.3°25'00"E. for 140.00 feet; thence S.50°53'36"W. for 370.90 feet; thence N.72°25'00"W. for 200.00 feet; thence S.86°45'30"W. for 200.00 feet; thence

CGCT N 1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100

N.17°42'09"W. for 216.92 feet to a point on a circular curve concave to the Northeast said point having a tangent bearing of N.76°45'14"W.; thence Northwesterly along the arc of said curve having a radius of 598.36 feet and a central angle of 33°05'14" for 345.54 feet; thence S.46°20'00"W. for 150.00 feet; thence N.80°32'12"W. for 100.00 feet; thence N.43°40'00"W. for 149.00 feet; thence N.35°10'49"W. for 56.37 feet; thence N.70°16'00"W. for 82.72 feet; thence S.80°30'26"W. for 245.30 feet; thence N.73°00'00"W. for 137.24 feet; thence N.2°36'51"W. for 145.59 feet to a point on a circular curve concave to the North said point having a tangent bearing of S.87°23'09"W.; thence Westerly along the arc of said curve having a radius of 715.84 feet and a central angle of 6°51'11" for 85.62 feet to the Point of Tangency; thence N.85°45'41"W. for 110.00 feet; thence S.4°14'19"W. for 85.00 feet; thence S.43°00'00"W. for 120.00 feet; thence N.84°32'28"W. for 60.00 feet; thence N.4°26'31"W. for 240.00 feet to a point on a circular curve concave to the Northeast, said point having a tangent bearing of N.47°11'16"W.; thence Northwesterly along the arc of said curve have a radius of 274.79 feet and a central angle of 47°51'26" for 229.53 feet; thence N.89°19'49"W. for 90.00 feet; thence N.58°52'38"W. for 74.13 feet to the POINT OF BEGINNING, containing 90.97 Acres, more or less; AND

20 VILLA LOTS LOCATED ON:

A parcel of land lying in the Southeast ¼ of Section 3, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southeast corner of Section 3, Township 38 South, Range 18 East; thence S.89°55'45"W. along the South line of the Southeast ¼ of said Section 3 for 430.98 feet; thence N.0°04'15"W. for 1417.29 feet to the POINT OF BEGINNING of the herein described parcel of land; thence N.58°06'18"W. for 296.68 feet; thence N.14°35'00"E. for 365.31 feet; thence N.32°25'00"E. for 190.71 feet; thence N.01°21'32"E. for 198.22 feet; thence N.51°58'25"E. for 122.42 feet; thence S.88°39'23"E. for 176.37 feet; thence S.44°30'04"E. for 73.89 feet; thence S.01°25'00"E. for 76.21 feet; thence S.07°25'00"E. for 165.00 feet; thence S.32°00'00"W. for 240.00 feet; thence S.44°48'27"W. for 102.40 feet; thence S.14°30'00"E. for 141.71 feet; thence S.10°35'00"W. for 74.87 feet; thence S.36°00'00"W. for 199.28 feet to the POINT OF BEGINNING. Containing 6.72 Acres, more or less; AND

20 LOTS DESCRIBED AS:

PARCEL 139

A parcel of land lying in the Southwest ¼ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest ¼ of said Section 2 for 784.40 feet; thence N.0°12'29"E. for 2275.68 feet to the POINT OF BEGINNING; thence N.47°25'00"E. for 191.87 feet; thence S.51°57'31"E. for 47.36 feet; thence S.05°35'00"E. for 212.22 feet; thence S.67°09'27"W. for 140.68 feet; thence N.22°50'33"W. for 179.23 feet to the POINT OF BEGINNING. Containing 0.85 Acres, more or less; presently legally described as Lot 139, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 140

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 784.40 feet; thence N.0°12'29"E. for 2275.68 feet to the POINT OF BEGINNING; thence N.22°50'33"W. for 165.77 feet; thence N.67°09'27"E. for 240.00 feet; thence S.07°37'49"W. for 117.14 feet; thence S.47°25'00"W. for 191.87 feet to the POINT OF BEGINNING. Containing 0.62 Acres, more or less; presently legally described as Lot 140, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 141

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 719.49 feet; thence N.0°12'29"E. for 2428.21 feet to the POINT OF BEGINNING; thence N.22°50'33"W. for 15.00 feet to the Point of Curvature of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 409.51 feet and a central angle of 11°09'27" for 79.75 feet to the Point of Tangency; thence N.34°00'00"W. for 29.79 feet; thence N.67°09'27"E. for 240.58 feet; thence S.28°49'09"E. for 124.14 feet; thence S.67°09'27"W. for 240.00 feet to the POINT OF BEGINNING. Containing 0.67 Acres, more or less; presently legally described as Lot 141, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 143

A parcel of land lying in the Southwest $\frac{1}{4}$ and in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 909.54 feet; thence N.0°12'29"E. for 2785.20 feet to the POINT OF BEGINNING; thence S.24°21'59"W. for 97.10 feet; thence N.84°40'00"W. for 255.38 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of N.13°43'46"E.; thence Northeasterly along the arc of said curve having a radius of 204.74 feet and a central angle of 13°01'14" for 46.53 feet to the Point of Tangency; thence N.25°45'00"E. for 120.42 feet; thence S.68°55'00"E. for 240.15 feet to the POINT OF BEGINNING. Containing 0.74 Acres, more or less; presently legally described as Lot 143, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 144

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 909.54 feet; thence N.0°12'29"E. for 2785.20 feet to the POINT OF BEGINNING; thence N.68°55'00"W. for 240.15 feet; thence N.26°45'00"E. for 85.53 feet to the Point of Curvature of a circular curve concave to the Northwest, thence along the arc of said curve having a radius of 642.05 feet and a central angle of 03°04'36" for 34.48 feet; thence S.68°55'00"E. for 230.03 feet; thence S.21°28'16"W. for 119.50 feet to the POINT OF BEGINNING. Containing 0.64 Acres, more or less; presently legally described as Lot 144, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 148

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 1206.49 feet; thence N.0°12'29"E. for 3058.38 feet to the POINT OF BEGINNING; thence N.31°46'20"W. for 100.00 feet; thence N.42°15'49"E. for 210.00 feet to a point on a circular curve concave to the Southwest, said point having a tangent bearing of S.47°44'11"E; thence Southeasterly along the arc of said curve having a radius of 440.56 feet and a central angle of 11°09'11" for 85.76 feet to the Point of Tangency; thence S.36°35'00"E. for 69.33 feet; thence S.57°05'07"W. for 223.20 feet to the POINT OF BEGINNING. Containing 0.63 Acres, more or less; presently legally described as Lot 148, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 149

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 1206.49 feet; thence N.0°12'29"E. for 3058.38 feet to the POINT OF BEGINNING; thence N.57°05'07"E. for 223.20 feet; thence S.36°35'00"E. for 30.67 feet; thence S.19°09'30"W. for 50.00 feet; thence S.10°45'00"W. for 205.00 feet; thence S.79°22'57"W. for 51.85 feet; thence N.31°46'20"W. for 190.00 feet to the POINT OF BEGINNING. Containing 0.69 Acres, more or less; presently legally described as Lot 149, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 152

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 1369.86 feet; thence N.0°12'29"E. for 3211.84 feet to the POINT OF BEGINNING; thence N.53°25'00"E. for 270.00 feet; thence S.12°06'03"E. for 212.92 feet; thence S.88°35'00"W. for 170.00 feet; thence S.84°33'57"W. for 50.00 feet; thence N.36°35'00"W. for 70.00 feet to the POINT OF BEGINNING. Containing 0.74 Acres, more or less; presently legally described as Lot 152, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 153

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 1369.86 feet; thence N.0°12'29"E. for 3211.84 feet to the POINT OF BEGINNING; thence N.36°35'00"W. for 30.00 feet to the Point of Curvature of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 440.56 feet and a central angle of 08°39'07" for 66.53 feet; thence N.44°45'53"E. for 280.00 feet; thence S.72°25'00"E. for 64.13 feet; thence S.12°06'03"E. for 94.94 feet; thence S.53°25'00"W. for 270.00 feet to the POINT OF BEGINNING. Containing 0.79 Acres, more or less; presently legally described as Lot 153, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 155

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 875.37 feet; thence N.0°12'29"E. for 3361.02 feet to the POINT OF BEGINNING; thence N.62°30'00"W. for 232.22 feet; thence N.08°09'42"E. for 90.03 feet; thence N.57°45'00"E. for 35.00 feet; thence S.68°25'00"E. for 195.00 feet; thence S.36°10'00"E. for 122.24 feet to a point on a circular curve concave to the Southeast, said point having a tangent bearing of S.76°48'36"W.; thence Southwesterly along the arc of said curve having a radius of 219.54 feet and a central angle of 26°24'57" for 101.22 feet to the POINT OF BEGINNING. Containing 0.78 Acres, more or less; presently legally described as Lot 155, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 160

A parcel of land lying in the Northwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 691.66 feet; thence N.0°12'29"E. for 2883.80 feet to the POINT OF BEGINNING; thence S.26°45'00"W. for 134.98 feet; thence N.63°15'00"W. for 40.00 feet; thence N.38°39'29"W. for 50.00 feet; thence N.50°45'59"W. for 195.00 feet; thence N.49°45'44"E. for 127.13 feet; thence S.52°00'00"E. for 230.59 feet to the POINT OF BEGINNING. Containing 0.76 Acres, more or less; presently legally described as Lot 160, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 163

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 418.12 feet; thence N.0°12'29"E. for 2483.23 feet to the POINT OF BEGINNING; thence N.18°33'40"W. for 120.81 feet; thence N.65°51'52"E. for 255.68 feet to a point on a circular curve concave to the East, said point having a tangent bearing of S.09°02'37"W; thence Southerly and Southeasterly along the arc of said curve having a radius of 204.74 feet and a central angle of 35°28'20" for 126.76 feet; thence S.65°51'52"W. for 234.20 feet to the POINT OF BEGINNING. Containing 0.66 Acres, more or less; presently legally described as Lot 163, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 164

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 418.12 feet; thence N.0°12'29"E. for 2483.23 feet to the POINT OF BEGINNING; thence N.65°51'52"E. for 234.20 feet to a point on a circular curve concave to the Northeast, said point having a tangent bearing of S.26°25'43"E.; thence Southeasterly along the arc of said curve having a radius of 204.74 feet and a central angle of 07°34'17" for 27.06 feet to the Point of Tangency; thence S.34°00'00"E. for 53.87 feet to the Point of Curvature of a circular curve concave to the Southwest; thence along the arc of said curve having a radius of 409.51 feet and a central angle of 05°33'45" for 39.76 feet; thence S.67°09'27"W. for 273.04 feet; thence N.13°14'58"W. for 115.31 feet to the POINT OF BEGINNING. Containing 0.68 Acres, more or less; presently legally described as Lot 164, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

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PARCEL 170

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 307.41 feet; thence N.0°12'29"E. for 1893.91 feet to the POINT OF BEGINNING; thence N.47°40'29"W. for 252.16 feet; thence N.55°08'10"E. for 151.32 feet; thence S.85°35'00"E. for 85.00 feet; thence S.05°08'32"W. for 250.75 feet to the POINT OF BEGINNING. Containing 0.67 Acres, more or less; presently legally described as Lot 170, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 277

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 533.30 feet; thence N.0°12'29"E. for 1466.19 feet to the POINT OF BEGINNING; thence N.16°58'42"W. for 19.77 feet to a Point of Curvature of a circular curve concave to the Northeast; thence along the arc of said curve having a radius of 498.59 feet and a central angle of 20°01'37" for 174.27 feet; thence S.70°40'00"E. for 271.34 feet; thence S.15°10'03"W. for 77.95 feet; thence S.82°55'00"W. for 210.45 feet to the POINT OF BEGINNING. Containing 0.74 Acres, more or less; presently legally described as Lot 277, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 278

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest $\frac{1}{4}$ of said Section 2 for 576.22 feet; thence N.0°12'29"E. for 1327.44 feet to the POINT OF BEGINNING; thence N.16°58'42"W. for 145.24 feet; thence N.82°55'00"E. for 210.45 feet; thence S.15°42'00"E. for 109.10 feet; thence S.73°01'18"W. for 204.89 feet to the POINT OF BEGINNING. Containing 0.60 Acres, more or less; presently legally described as Lot 278, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida; AND

PARCEL 279

A parcel of land lying in the Southwest $\frac{1}{4}$ of Section 2, Township 38 South, Range 18 East, Sarasota County, Florida, being more particularly described as follows:

COMMENCE at the Southwest corner of Section 2, Township 38 South, Range 18 East; thence S.89°47'31"E. along the South line of the Southwest ¼ of said Section 2 for 576.22 feet; thence N.0°12'29"E. for 1327.44 feet to the POINT OF BEGINNING; thence N.73°01'18"E. for 204.89 feet; thence S.15°42'00"E. for 65.00 feet; thence S.12°57'42"W. for 95.23 feet; thence S.59°50'00"W. for 90.00 feet; thence N.83°05'00"W. for 80.00 feet to a point on a circular curve concave to the Southwest, said point having a tangent bearing of N.06°41'18"W.; thence Northwesterly along the arc of said curve having a radius of 347.35 feet and a central angle of 10°17'24" for 62.38 feet to the Point of Tangency; thence N.16°58'42"W. for 73.27 feet to the POINT OF BEGINNING. Containing 0.68 Acres, more or less; presently legally described as Lot 279, Plat of OAKS II, Phase I, pursuant to the Plat thereof as recorded in Plat Book 30, Page 4, of the Public Records of Sarasota County, Florida.

MAY 17 2 15 PM '05
FILED AND RECORDED
SARASOTA COUNTY, FLORIDA

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

OAKS CLUB CORPORATION

(present name)

N01320

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

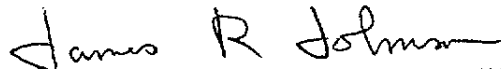
FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

The Amended and Restated Articles of Incorporation of the Oaks Club Corporation attached as Exhibit "A" and incorporated herein.

SECOND: The date of adoption of the amendment(s) was: November 20, 2003

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

James Johnson

Typed or printed name

President

Title

11/20/2003

Date