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367531
BONITA SPRINGS, FL 34136-7531

HOMEOWNERS' ASSOCIATION OF SAN CARLOSESTATES, INC.

May 16, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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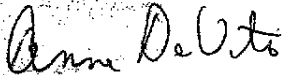
Attention: Carolyn Batten, Document Specialist

Dear Ms. Batten:

Thank you for your help over the telephone regarding correction the Articles of Incorporation to be filed. Enclosed are another transmittal letter and the Corrected Articles along with a copy.

Please advise us if any other information is needed. You may contact me at (941) 498-2105.

Sincerely,



Anne DeVito
Incorporator

P.O. Box 367531
Bonita Springs, FL 34136-7531

FILED
00 MAY 22 AM 9:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Daytime Telephone number: (941) 498-2105

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5-23-00
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 8, 2000

ANNE DEVITO
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

SUBJECT: HOMEOWNERS ASSOCIATION OF SAN CARLOS ESTATES, INC.
Ref. Number: W00000010990

We have received your document for HOMEOWNERS ASSOCIATION OF SAN CARLOS ESTATES, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Bylaws are not filed with this office. Please retain them for your records.

For your convenience I am send you a new set of Articles.As we can not accept the Articles you resubmitted.

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) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 200A00022924

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: HOMEOWNERS' ASSOCIATION OF SAN CARLOS ESTATES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: HOMEOWNERS' ASSOCIATION

- 1) TO PROVIDE FORUM FOR ALL HOMEOWNERS OF SAN CARLOS ESTATES
- 2) TO FUNCTION AS A VEHICLE TO IDENTIFY AND ADDRESS ISSUES CONCERNING THE PROTECTION AND PROMOTION OF THE HEALTH, SAFETY, ENVIRONMENT AND WELL BEING FO SAN CARLOS ESTATES AND THE RESIDENTS.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed-

- 1) APPOINTED 1ST YEAR OF OPERATION
- 2) ELECTED EACH YEAR THEREAFTER AT ANNUAL MEMBERS' MEETING
- 3) AS STATED IN THE BY-LAWS

FILED
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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

ARTICLE V INITIAL DIRECTORS/OFFICERS

The name and addresses:

PD

JEANNETTE OLDLAND
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

VD

PAUL KNAPP
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

SD

BARBARA DAVEYS
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

TD

TOM DAVIS
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

D

BEVERLY STREET
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is: JEANNETTE OLDLAND
25210 LUCI DRIVE
BONITA SPRINGS, FL 34135

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

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ANNE DEVITO
P.O. BOX 367531
BONITA SPRINGS, FL 34136-7531

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

X Jeannette Oldland
Signature/Registered Agent

X 5/17/00
Date

Anne Devito
Signature/Incorporator

5/16/2000
Date