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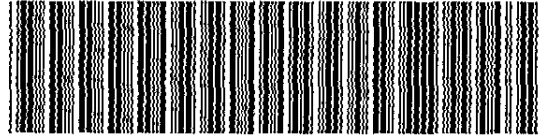
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DIVISION OF CORPORATION

08-19-03

ACCOUNT FILING COVER SHEET

Account Number: 0721-00000-307

Reference: 4386
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Date: 8-19

Requestor Name: Attorneys' Title Insurance Fund, Inc.
Address: 1965 Capital Circle NE
Tallahassee, Florida 32308
Telephone: 850-222-2785
Contact: Barbara Keys

Corporation
Name: Parkway Corporate Center Owners' Assoc. Inc.

Document
Number: _____
(If Applicable)

Authorization: _____

~~XXXX~~ Certified Copy (1-9)
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ARTICLES OF INCORPORATION
OF
PARKWAY CORPORATE CENTER
OWNERS' ASSOCIATION, INC.

2003 AUG 19 PM 1:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is PARKWAY CORPORATE CENTER OWNERS' ASSOCIATION, INC. (the "Association").

ARTICLE II

LOCATION

The principal office of the Association is located in Polk County, Florida.

ARTICLE III

PURPOSE AND POWERS

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the ownership, operation, administration, maintenance, preservation and architectural control of the Property described on Exhibit A hereto, including Lands owned by the Association, and to promote the health, safety and welfare of the Owners of the Property. In furtherance of the foregoing, the Association may engage in any activity permitted to a corporation not-for-profit under Chapter 617, Florida Statutes (2001) unless otherwise prohibited by these Articles or the Bylaws of the Association, and may, without limitation,

(a) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth directly or by implication in a Declaration of Covenants, Conditions, Easements, and Restrictions, Parkway Corporate Center, a Business Park (the "Declaration") applicable to the Property and recorded in the public records of Polk County, Florida, as the same may be amended from time to time, which is hereby incorporated by reference;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

(d) own, operate, and maintain the business park surface and storm water drainage, management, retention and control facilities and system, and entrance signs and landscaped areas in or adjacent to public roadways on the Property;

(e) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(f) dedicate, sell or transfer all or any part of its Lands to any public

agency, authority, or utility for such purposes and subject to such conditions as may be acceptable to its Board of Directors; and

(g) participate in mergers and consolidations with other not-for-profit corporations organized for the same purposes, provided that any such merger or consolidation shall be approved as required by the Declaration.

All of the Association's assets and earnings shall be used exclusively for the purposes set forth herein and no part of the assets of this Association shall inure to the benefit of any individual member or other person. The Association may, however, reimburse its members for actual expenses incurred for or on behalf of the Association, and may pay compensation in a reasonable amount to its members for actual services rendered to the Association as authorized by the Board of Directors and permitted by law.

ARTICLE IV

MEMBERSHIP

Every person or entity, including every contract seller, who is a record owner of a fee or undivided fee interest in any parcel that is subject to assessment by the Association, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any parcel which is subject to assessment by the Association.

ARTICLE V
VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all owners except Declarant. They shall be entitled to the fraction or number of votes provided for in paragraph 16 of the Declaration for each parcel owned. When more than one person or entity holds an interest in a parcel, all such persons or entities shall be members, and the vote for the parcel shall be exercised as the members collectively determine. In no event shall more than the allotted fraction or number of votes be cast with respect to any one parcel.

Class B. The Class B member is the Declarant who, for each parcel owned, shall be entitled to the fraction or number of votes provided for in paragraph 16 of the Declaration, multiplied by three (3). The Class B membership will cease and be converted to Class A when either (i) the number of votes outstanding in the Class A membership exceeds the number of votes outstanding in Class B, or (ii) on July 1, 2010, whichever occurs first.

ARTICLE VI
SUBSCRIBERS

The name and residence address of each subscriber to these Articles of Incorporation is:

William M. Moore

942 Hanover Way
Lakeland, Florida 33813

David Curry

1102 Lake Point Drive
Lakeland, Florida 33813

Gregory R. Deal

312 West Graham Park Circle
Haines City, Florida 33844

ARTICLE VII

MANAGEMENT

The affairs and business of the Association shall be managed by a Board of Directors (the "Board") and by the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the Board shall appoint. These officers shall be elected by the Board at the first meeting of the Board following the annual meeting of the Association. The President shall be a director but no other officer need be a director. The same person may hold two offices, the duties of which are not incompatible, provided however, the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE VIII

INITIAL OFFICERS

The names of the officers who are to serve until the first election of officers by the Board are:

William M. Moore
David Curry
Daniel L. Curry
Daniel L. Curry

President
Vice President
Secretary
Treasurer

ARTICLE IX
DIRECTORS

9.1 The Association shall have at least three but not more than nine directors.

9.2 The names and addresses of the persons who are to serve on the first Board

are:

William M. Moore	942 Hanover Way Lakeland, Florida 33813
David Curry	1102 Lake Point Drive Lakeland, Florida 33813
Bobby L. Moore	4860 Lake Juliana Reserve Drive Auburndale, Florida 33823

9.3 The initial directors will serve until the first annual meeting of the Association.

9.4 Until the first annual meeting, the Declarant shall appoint the three members of the Board who shall serve at the pleasure of the Declarant. At the first annual meeting, the members of the Association, including the Declarant if it is then still the owner of a parcel or an interest therein, shall elect the members of the Board by a plurality of the votes cast at such election. At the first election by the full membership of replacements for the directors appointed by the Declarant, such directors shall be elected to terms so that each year for the following three (3) years the term of one (1) of the three (3) directors shall expire. Thereafter all directors shall serve for terms of three (3) years. It is the intent of this paragraph that following the expiration of the power of appointment by the Declarant and the election of a full Board, each year one (1) director's

term will expire.

9.5 If there is a removal, resignation, death, or other vacancy of a director, the vacancy shall be filled by the Declarant if such director had been appointed by the Declarant, otherwise it shall be filled by the Board. A replacement director shall serve the remainder of the term of his predecessor.

9.6 No member of the Board or any committee of the Association or any officer of the Association, or the Declarant, or any employee of the Association, shall be personally liable to any member of the Association, or to any other party, including the Association, for any damage, loss or prejudice suffered or claimed on account of any act, omission, error, or negligence of such person or group, provided that such person or group has, upon the basis of such information as may be provided to him, acted in good faith, without willful or intentional misconduct.

9.7 The Board of Directors shall determine the amounts of annual and special assessments in accordance with the provisions of the Declaration. Where there are multiple owners of a parcel such owners shall be jointly and severally liable for the payment of the assessments. In establishing the amount of the assessments, the Board may not provide that a member shall pay no assessments. The assessments shall be fixed by the Board annually and shall be based upon the costs and expenses expected to be incurred in owning, operating, maintaining, and improving Association properties in the coming year and on the establishment of reasonable reserves for future use as deemed advisable by the Board. The normal assessments may include any amounts to cover deficiencies from the previous year; or, at the end of each year the Board, as an

alternate to increasing the coming year's assessments, may make a special assessment above and beyond the annual assessment if the costs and expenses of owning, operating, maintaining, and improving Association properties in that year exceeded the amount of the normal assessments and other income received by the Association. Special assessments for matters or activities deemed appropriate by the Board may be made at any time in accordance with the provisions of the Declaration.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be conveyed or dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If a suitable public agency refuses to accept the dedication, the assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization formed and operated for similar purposes.

ARTICLE XI

DURATION

The corporation shall have perpetual existence.

ARTICLE XII

BY-LAWS

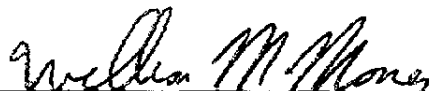
The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the By-Laws.

ARTICLE XIII

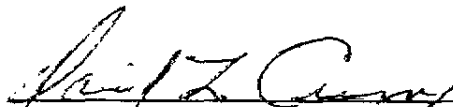
AMENDMENTS

Amendments to these Articles of Incorporation shall be approved by the Board of Directors, proposed by them to the members and approved at any meeting by a two-thirds (2/3rds) vote of the members present, provided that not less than thirty (30) days notice by mail shall have been given to all of the members, setting forth the proposed amendment.

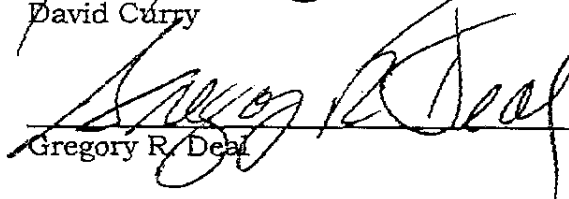
IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals at Lakeland, Florida, as of the 15th day of August, 2003.



William M. Moore



David Curry



Gregory R. Deal

Articles of Incorporation of
Parkway Corporate Center
Owners' Association, Inc.
Page 10

STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledged before me this 18th day of
August, 2003, by William M. Moore.

Joann Lanier
Notary Public, State of Florida

(Affix notarial seal)



My commission expires: May 2, 2004

STATE OF FLORIDA

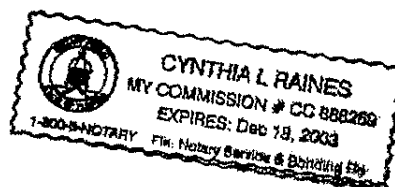
COUNTY OF POLK

The foregoing instrument was acknowledge before me this 15th day of
August, 2003, by David Curry.

Cynthia L Raines
Notary Public, State of Florida

(Affix notarial deal)

My commission expires:



STATE OF FLORIDA

COUNTY OF POLK

The foregoing instrument was acknowledge before me this 15th day of
August, 2003, by Gregory R. Deal.

Cynthia L. Raines
Notary Public, State of Florida

{Affix notarial deal}

My commission expires:



Exhibit A
Articles of Incorporation of
Parkway Corporate Center
Owners' Association, Inc.

PROPERTY

That part of Section 3, Township 29 South, Range 23 East, Polk County, Florida, described as follows:

All lands of PARKWAY CORPORATE CENTER, a business park, as depicted on the Plat thereof, recorded in Plat Book 120, pages 22, 23, and 24, public records of Polk County, Florida.

FILED

2003 AUG 19 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**DESIGNATION OF
REGISTERED OFFICE AND AGENT**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Parkway Corporate Center Owners' Association, Inc., desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 3706 DMG Drive, City of Lakeland, County of Polk, State of Florida 33811, has named William M. Moore located at 3706 DMG Drive, City of Lakeland, County of Polk, State of Florida 33811, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida General Corporation Act relative to keeping open the registered office.



William M. Moore

Date: 8/15/03