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September 9, 2003

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

Re: PINEBROOK PRESERVE OWNERS ASSOCIATION, INC.

Dear Sir/Madam:

We enclose original and one copy of Articles of Incorporation for the above non-profit corporation. Also enclosed is our check in the amount of \$78.75 to cover the cost of this filing.

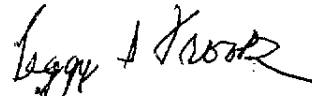
Filing Fee	\$ 35.00
Registered Agent Designation	35.00
Certified Copy of Articles	<u>8.75</u>
Total Filing Fee	\$ 78.75

The corporation's beginning date is upon filing with the Secretary of State.

Please return a certified copy of the Articles of Incorporation to our office at the post office box listed above.

Thank you for your attention to this matter.

Very truly yours,


Peggy S. Frook

bjs
enclosures

f:\client\9750\AuburnHammocks
L27-10130

**ARTICLES OF INCORPORATION
OF
PINEBROOK PRESERVE OWNERS ASSOCIATION, INC.**

FILED
03 SEP 10 PM 4:35
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE ONE
NAME**

The name of the Corporation is PINEBROOK PRESERVE OWNERS ASSOCIATION, INC.

**ARTICLE TWO
PRINCIPAL OFFICE**

The street address of the principal office of the Corporation is 333 South Tamiami Trail, Suite 101, Venice, Florida 34285. The mailing address is the same.

**ARTICLE THREE
PURPOSE AND POWERS**

(A) The specific primary purposes for which the Corporation is organized is to provide an entity pursuant to Chapters 617 and 720, F.S., for the maintenance, preservation and architectural control of the residence lots and common areas within Pinebrook Preserve, a subdivision to be located in Sarasota County, Florida, and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

(B) The activities of the Association shall be financed by assessments on members as provided in the Declaration of Covenants, Conditions and Restrictions applicable to the subdivision, to be recorded in the public records of Sarasota County, Florida.

(C) The Corporation shall have all of the common-law and statutory powers of a corporation not in conflict with the terms of these Articles of Incorporation or Chapters 617 and 720, F.S.

(D) The Corporation shall have all of the powers and duties set forth in Chapters 617 and 720, F.S., and all of the powers and duties reasonably necessary to maintain, manage and operate the surface water management system facilities and the subdivision common property pursuant to these Articles, the Corporation's Bylaws and the Declaration of Covenants, Conditions and Restrictions (the Declaration), as they may be amended from time to time.

The Corporation shall have and exercise any and all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

ARTICLE FOUR EXISTENCE OF THE CORPORATION

This corporation shall have perpetual existence. If, however, the corporation ceases to exist, any controlling governmental authority may assume the duties of the corporation to maintain the surface water management system and other subdivision common property.

ARTICLE FOUR DIRECTORS

The directors of the Corporation shall be elected in the manner set forth in the Bylaws of the Corporation.

**ARTICLE FIVE
INITIAL REGISTERED AGENT AND ADDRESS**

FILED

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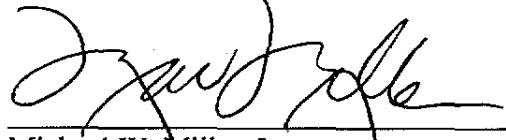
SECRETARY OF STATE
TALLAHASSEE FLORIDA

As set forth in the registered agent's written acceptance of appointment with these Articles of Incorporation, the name and address of the initial registered agent for the Corporation are Michael W. Miller, 333 South Tamiami Trail, Suite 101, Venice, Florida 34285.

**ARTICLE SIX
INCORPORATOR**

The name and street address of the incorporator are Michael W. Miller, 333 South Tamiami Trail, Suite 101, Venice, Florida 34285.

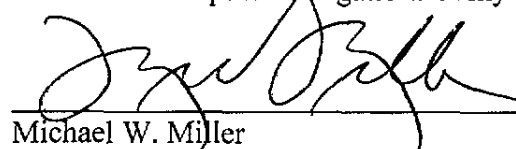
The undersigned has executed these Articles of Incorporation this 8th day of Sept., 2003.



Michael W. Miller, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is Michael W. Miller, and the address for the registered office of the corporation is 333 South Tamiami Trail, Suite 101, Venice, Florida 34285. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Michael W. Miller

Date September 8, 2003