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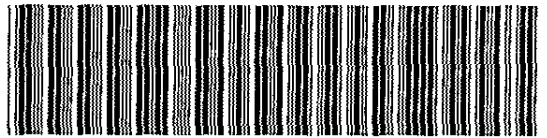
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2004 APR 22 P 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2004 APR 22 PM 4:40

TRANSMITTAL LETTER

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

SUBJECT: Southshore Townhomes Homeowners' Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jeanne B. Curtin
Name (Printed or typed)

207 West Park Avenue, Suite B
Address

Tallahassee, Florida 32301
City, State & Zip

(850) 577-6500
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

Southshore Townhomes Homeowners' Association, Inc.

A Florida Nonprofit Corporation

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2004 APR 22 P 1:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a corporation pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the Corporation shall be: Southshore Townhomes Homeowners' Association, Inc.

ARTICLE II

Principal place of business and mailing address

The street and mailing address of the Corporation shall be:
61 Cullman Avenue
Santa Rosa Beach, Florida 32459

ARTICLE III

Purpose

1. The purpose of the Corporation is to enable and aid the establishment and maintenance of an exclusive residential community of the highest quality for the maximum benefit and enjoyment of the owners of property in the Southshore Townhomes community and their guests, and also to protect and enhance the values of said property.
2. The Corporation is organized to be a not-for-profit corporation organized pursuant to Chapter 617, Florida Statutes, and may engage only in activities that may be carried on by a corporation exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code or any section of any statute adopted in succession thereof. No part of the net earnings of the Corporation shall inure to the benefit of any director or officer, except that the Corporation may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of the purposes set forth herein.
3. The Corporation is organized to exercise and enjoy all other powers, rights, and privileges granted by the laws of this State, and all the powers conferred by all acts heretofore or hereafter amendatory of or supplemental to the statute, and the enumeration of certain powers as herein specified is not intended as exclusive of or as a waiver of any of the powers, rights,

or privileges granted or conferred by that statute now or hereafter in force; provided, however, that nothing herein contained shall be deemed to authorize or permit this Corporation to carry on any business, to exercise any power, or to do any act which a company formed under that statute may not at the time lawfully carry on or do.

ARTICLE IV
Manner of Election of Directors

The manner in which the directors are elected or appointed is by election at the annual meeting of the Board of Directors of Southshore Townhomes Homeowners' Association, Inc., or as otherwise stated in the Bylaws.

ARTICLE V
Limitation of Corporate Powers

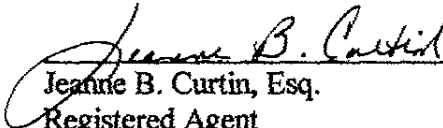
There are no provisions which limit the corporate powers authorized under Section 617.0302, Florida Statutes.

ARTICLE VI
Initial Registered Agent and Street Address

The name and address of the initial Registered Agent is:

Ms. Jeanne B. Curtin
Ard, Shirley & Hartman, P.A.
207 West Park Avenue, Suite B
Tallahassee, Florida 32301

Having been named to accept service of process for Southshore Townhomes Homeowners' Association, Inc., at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida law.



Jeanne B. Curtin, Esq.
Registered Agent



Date

ARTICLE VII
Dissolution

Upon the dissolution of the Southshore Townhomes Homeowners' Association, Inc., assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be

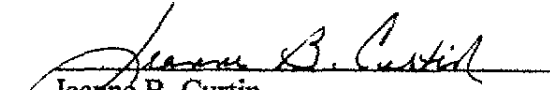
distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII
Incorporator

The name and street address of the person signing these articles of incorporation is:

Ms. Jeanne B. Curtin
207 West Park Avenue, Suite B
Tallahassee, Florida 32301

The undersigned incorporator has executed these articles of incorporation this 22nd day of April, 2004.


Jeanne B. Curtin
Incorporator

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA