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FILED
JUL 22 12 52 PM '85
CLERK OF THE COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SHERWOOD FOREST HOMEOWNERS' ASSOCIATION OF
ORLANDO, INC.

600263557056

KNOW ALL MEN BY THESE PRESENTS that the undersigned have associated themselves together and do hereby certify that they associate themselves together for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida and especially under and by virtue of Chapter 617, Florida Statutes, 1973, and do hereby adopt the following Articles of Incorporation of such corporation:

ARTICLE I.

The name of the corporation shall be SHERWOOD FOREST HOMEOWNERS' ASSOCIATION OF ORLANDO, INC.

ARTICLE II.

The general powers, objects, purposes and nature of the corporation shall be as follows:

1. To create, maintain and encourage community spirit and interest, to promote civic affairs and improvements and to aid in maintaining the appearances of the community;
2. To initiate, maintain, improve and equip community properties for the mutual benefit and exclusive enjoyment of the members of the corporation;
3. To promote activities of a social, civic and recreational nature;
4. To use buildings and property for the benefit of the members;
5. To engage in any and all types of activities not prohibited by law which shall promote and foster civic, recreational, social, educational and physical activities among the members of the corporation and which shall make the community known as SHERWOOD FOREST a better place to reside;

6. To maintain the entrances to the above mentioned community, including but not limited to the grounds, walls and signs appurtenant thereto in a neat, clean and attractive manner so as to constitute the same as an asset to the area in which the members of the corporation reside;

7. To do all and everything necessary, suitable or proper for the accomplishments of any of the purposes, the attainment of any of the objects or the furtherance of any of the powers hereinabove set forth, either alone or in connection with any other corporation, firm or individual either as principal or as agent.

ARTICLE III.

The corporation shall have perpetual existence.

ARTICLE IV.

Section 1: The membership of the corporation shall consist of all fee title owners of any of the lots or dwelling units in SHERWOOD FOREST according to the plat thereof as recorded in Plat Book 15, page 46 of the Public Records of Orange County, Florida, together with any additional sections which may be added from time to time under the name of SHERWOOD FOREST. Upon the vesting of fee simple title to any of said real property, such owner or owners shall automatically become a member or members of the corporation. Likewise, upon the divesting of the fee simple title to any of said real property, the membership of such owner or owners shall automatically terminate.

Section 2: Each and every dwelling unit set forth in the plat of SHERWOOD FOREST as referred to above, shall be entitled to one (1) vote in any matter which may be submitted to the membership of the corporation for decision, except that those of such lots, title to which may be held by the corporation itself, shall not be entitled to any votes in any matter. The right or privilege of casting said votes or abstaining therefrom shall be exercised by the record owner or owners of each such lot. Votes may be cast either in person or by proxy; provided, however, that in the event votes are cast by proxy, before such votes are

allowed, proxy statements in form satisfactory to the corporation must be furnished to the corporation, except that in the event such proxies are exercised by the spouse of the person entitled to cast such vote, no such proxy statement need be furnished to the corporation when the voting spouse is present.

Section 3: Annual assessments shall be levied upon each dwelling unit in said subdivision in accordance with the By-Laws and the Declaration of Covenants and Restrictions filed of record for SHERWOOD FOREST.

ARTICLE V.

Section 1: The affairs of the corporation shall be managed and conducted by a Board of Directors as the governing body. The Board of Directors shall be composed of not less than three (3) nor more than five (5) directors. The initial Board of Directors shall be composed of three (3) directors until the first annual meeting.

Section 2: The name and address of the initial Board of Directors of the corporation are as follows:

SURESH GUPTA	7346 Moss Grove Circle Orlando, Florida 32807
ROHINI GUPTA, his wife	7346 Moss Grove Circle Orlando, Florida 32807
ANIL DESHPANDE	4226 Ilene Court Orlando, Florida 32806

ARTICLE VI.

The street address of the initial registered office of the corporation in the State of Florida shall be 7346 Moss Grove Circle, Orlando, Florida 32807, and the name of the initial registered agent of this corporation at that address is Suresh Gupta.

ARTICLE VII.

The name and address of each subscriber to these Articles of Incorporation and the initial officers is as follows:

SURESH GUPTA	7346 Moss Grove Circle Orlando, Florida 32807	President
ROHINI GUPTA	7346 Moss Grove Circle Orlando, Florida 32807	Secretary
ANIL DESHPANDE	4226 Ilene Court Orlando, Florida 32806	Vice President
CHITRA DESHPANDE	4226 Ilene Court Orlando, Florida 32806	Treasurer

ARTICLE VIII.

Section 1: The annual meeting of the members of the corporation shall be as fixed by the By-Laws of the corporation at which time the Board of Directors and Officers shall be elected and such other business as may properly come before the meeting shall be considered and transacted.

Section 2: The time, place and manner of calling meetings of the members of the corporation or the Board of Directors shall be fixed by the By-Laws of the corporation. The Board of Directors may provide for the election of and prescribe the duties of such other officers and agents as the Board of Directors may deem advisable and proper. The Board of Directors may also take action which the Board of Directors deems advisable and proper for the conduct and operation of the corporation provided such action is not inconsistent with these Articles of Incorporation, the By-Laws of the corporation or the laws of the State of Florida.

ARTICLE IX.

These articles may be amended by a vote of two-thirds (2/3) of the members of the corporation present at any duly called meeting.

ARTICLE X.

The power to amend the By-Laws of this corporation is reserved to the members.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Orlando, Orange County, Florida, this 26 day of April, 1985.

Suresh Gupta
SURESH GUPTA

Rohini Gupta
ROHINI GUPTA, his wife

Anil Deshpande
ANIL DESHPANDE

Chitra A. Deshpande
CHITRA DESHPANDE

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared SURESH GUPTA, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 17 day of April, 1985, at Orlando, Orange County, Florida.

Randall C. May
Notary Public
My Commission Expires:
MARCH 17, 1987

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ROHINI GUPTA, to me well known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 17 day of April, 1985, at Orlando, Orange County, Florida.

Randall C. May
Notary Public
My Commission Expires:
MARCH 17, 1987

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ANIL DESHPANDE, to me well known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

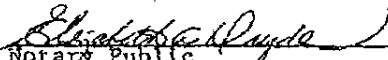
WITNESS my hand and official seal this 13 day of April, 1985, at Orlando, Orange County, Florida.

Richard A. May
Notary Public
My Commission Expires: 4/6/87

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared CHITRA DESHPANDE, to me well known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal this 26 day of April, 1985. at Orlando, Orange County, Florida

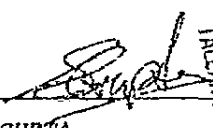

Notary Public
My Commission Expires:

4/6/89

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

First -- that SHERWOOD FOREST HOMEOWNERS' ASSOCIATION, INC.,
desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at 7346 Moss Grove
Circle, Orlando, Florida 32807, has named SURESH GUPTA
located at said address, as its agent to accept service of
process within Florida.


SURESH GUPTA

FILED
APR 22 12 50 PM '85
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TITLE: President

DATE: April 17, 1985

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

SURESH GUPTA

N10344

**AMENDMENT FILED FOR SHERWOOD
FOREST HOMEOWNERS' ASSOCIATION OF
ORLANDO, INC. DATED NOVEMBER 18,
1988, IS MISSING FROM MICROFILM.**

**MARGARET V. FREEMAN
CERTIFICATION SECTION**