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TALLAHASSEE, FLORIDA

**LAW OFFICE OF
ROBERT G. FEGERS, P.L.**
a professional limited liability company

Time Square Building
340 West Central Avenue, Suite 330
Winter Haven, Florida 33880

Mailing Address:
Post Office Box 7692
Winter Haven, Florida 33883-7692
Telephone (863) 294-3600

January 24, 2006

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Via UPS 1ZF2317V2210005492

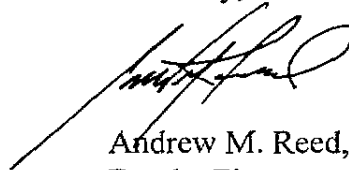
RE: Articles of Incorporation:
WINTER HAVEN HOUSING DEVELOPERS, INC. (not-for-profit)
LAKESIDE TERRACE WHHA PARTNERS, INC. (for profit)
LUCERNE TERRACE WHHA PARTNERS, INC. (for profit)

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation and Acceptance of Registered Agent for each of the three referenced corporations to be filed with the Secretary of State. Also enclosed is firm check No. 2213 in the amount of \$262.50 to cover the filing fees for all three corporations (\$35 filing fee; \$35 designation of registered agent; \$8.75 certified copy; \$8.75 certificate of status; totaling \$87.50 each). Please return all correspondence concerning this matter to Andrew M. Reed, Esquire, Robert G. Fegers, P.L., Post Office Box 7692, Winter Haven, Florida 33883-7692.

Should you have any questions, or need additional information, please feel free to call me at 863-294-3600.

Sincerely,



Andrew M. Reed, Esq.
For the Firm

Encls.

cc: Mack Horne, Executive Director WHHA (w/encls.)
AMR/pc

ARTICLES OF INCORPORATION

These Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States and the State of Florida, desiring to form a for-profit corporation, in compliance with Chapter 607, Florida Statutes, governing the formation of For Profit Corporations in the State of Florida, do hereby certify:

ARTICLE I NAME

The name of the Corporation shall be Lakeside Terrace WHHA Partners, Inc., a Florida for profit corporation (the "Corporation")

ARTICLE II PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Corporation shall be:

Mailing Address

2670 Avenue C SW
Winter Haven, FL 33880

Street Address

2670 Avenue C SW
Winter Haven, FL 33880

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TALLAHASSEE, FLORIDA

ARTICLE III AUTHORIZED SHARES

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 1,000 voting shares of common stock having a par value of \$1.00 per share.

ARTICLE IV INCORPORATOR

The name and Florida street address of the Incorporator is:

Executive Director, Winter Haven Housing Authority
Mack Horne
2670 Avenue C SW
Winter Haven, Florida 33880

ARTICLE V INITIAL BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors, which shall consist of the following five (5) members.

| Name | Address |
|---------------------------------|---|
| Perry Burnham President | 1109 11 th Court, NE Winter Haven, FL 33881 |
| John Corbett, Vice President | 1101 1 st Street South Winter Haven, FL 33880 |
| Sidney Bell Director | 2204 Second Street, NE Winter Haven, FL 33881 |
| Jimmie Lee Hudson Director | 1905 Brown Street, NE Winter Haven, FL 33881 |
| Judy Hudson Director | 398 Orrin Circle, NE Winter Haven, FL 33881 |

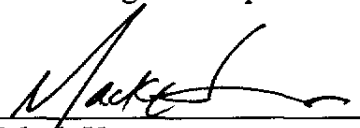
ARTICLE VI REGISTERED AGENT

The name and Florida street address of the initial registered agent of the Corporation in the State of Florida is:

Executive Director, Winter Haven Housing Authority
Mack Horne
2670 Avenue C SW
Winter Haven, Florida 33880

Statement Accepting Appointment

Having been named as the registered agent and to accept service of process for the above stated for-profit corporation at the place designated in this certificate, 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 as provided for in Chapter 607, Florida Statutes.


Mack Horne,
Registered Agent

ARTICLE VII EFFECTIVE DATE

The Effective Date of these Articles of Incorporation shall be the date of its filing.

IN WITNESS WHEREOF, the undersigned Incorporator has made and subscribed these Articles of Incorporation, at Winter Haven, Florida, on this 24th day of January, 2006.

Mack Horne
Mack Horne,
Incorporator

STATE OF FLORIDA
COUNTY OF POLK

Sworn to and subscribed before me this 24th day of January, 2006,
by Mack Horne, personally known to me, or having
provided the following proof of identification
, I.D. No. _____.

Patricia A. Christman
Notary Public – State of Florida

(SEAL)



Patricia A. Christman
My Commission DD204460
Expires May 12, 2007

FILED
06 JAN 25 PM 4: 04
COUNTY OF STATE
TALLAHASSEE, FLORIDA