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MENERAL MICHAEL ACCOUNT NO. : 072100000032

REFERENCE : 060911 128513A

AUTHORIZATION:

COST LIMIT : \$ 70.00

ORDER DATE : August 21, 1996

ORDER TIME : 1:21 PM

ORDER NO. : 060911

CUSTOMER NO: 128513A

CUSTOMER: Larry C. Schalles, Cpa

Larry C. Schalles, Cpa LARRY C. SCHALLES, CPA

5918 Main Street

Newport Richey, FL 34652

DOMESTIC FILING

NAME: OSTEEN ESTATES HOMEOWNERS

ASSOCIATION, INC.

EFFECTIVE DATE:

XX____ ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY

XX PLAIN STAMPED COPY

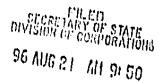
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned Wichelle Baily

EXAMINER'S INITIALS:

(1<u>8/22</u>/94

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ARTICLES OF INCORPORATION

OF

OSTEEN ESTATES HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

OSTEEN ESTATES HOMEOWNERS ASSOCIATION, INC.
The address of the principal office of this corporation shall be 7310 State Road 52, Hudson, Florida 34667, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

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

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Dave Smith Dir.

7310 State Road 52 Hudson, Florida 34667

Diane Smith Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Dave Smith Pros.

7310 State Road 52 Hudson, Florida 34667

Diane Smith V. Pros./Sec./Treas.

Same

ARTICLE VIII. INCORPORATOR

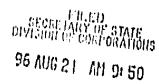
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company 1201 Hays Street Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on August 21, 1996.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. R



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

Its Agent, Karen B. Rozar

ACG/MEB