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Russell & Hull
Professional Association
Attorneys At Law
537 N. Magnolia Avenue
Post Office Box 2751
Orlando, Florida 32801

July 15, 1996

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JUL 22 1996

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

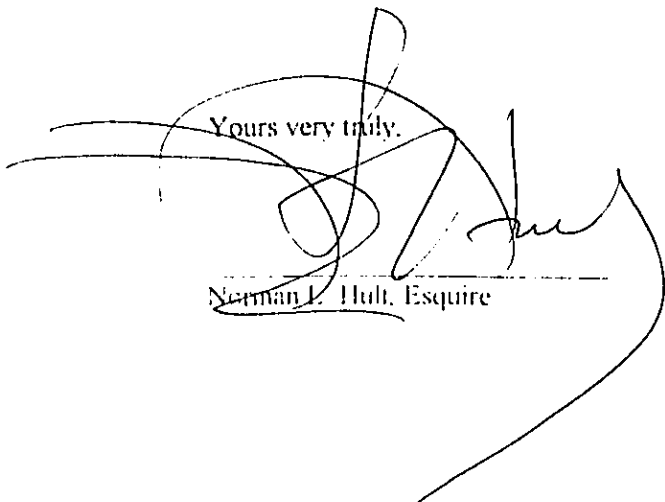
56 JUL 22 AM 11:06
RECEIVED
TALLAHASSEE
FLORIDA

Re: Incorporation of Win-Gate Village Club Association, Inc

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for Win-Gate Village Club Association, Inc., a Florida not-for-profit corporation. Please file the original and return a certified copy to me. I enclosed this firm's check for \$122.50 for the filing and certified copy.

Yours very truly,


Norman L. Hull, Esquire

REGISTER JUL 24 1996

ARTICLES OF INCORPORATION FOR
WIN-GATE VILLAGE CLUB ASSOCIATION, INC.
A NOT-FOR-PROFIT CORPORATION

95 JUL 22 11:06
SEC.
CLL
FLORIDA

The undersigned incorporator, for the purposes hereinafter expressed, do hereby incorporate and form a not for profit corporation under Chapter 617, Florida Statutes.

Article I: Name

The name of this not-for-profit corporation is Win-Gate Village Club Association, Inc

Article II: Commencement of Corporate Existence and Duration

The corporate existence shall commence upon the filing of these Articles with the Department of State of Florida. The duration of the corporation shall be perpetual.

Article III: Purpose and Powers

The purpose of this not-for-profit corporation is to own and maintain certain real property in Orange County, Florida, together with certain improvements thereon, for the benefit of its members, and to do all things necessary and convenient to those ends. The purpose of the corporation is further to provide such services for its members as its members may decide in the manner set forth in the bylaws of the corporation. The corporation shall have all powers set forth under Chapter 617, Florida Statutes, except to the extent limited by the bylaws.

Article IV: Members

Members may be any owners of residential real property within that certain subdivision known as Windmill Pointe Village, in Orange County, Florida. Members may be also any individuals permitted to be members under the bylaws of the corporation. Membership shall be voluntary and shall be subject to the conditions set forth in the bylaws.

Article V: Directors

The initial directors of the corporation and their addresses are

Joe Manoes
10714 William Tell Drive
Orlando, Florida 32821

Frank Arpaia
10660 Windsor Court
Orlando, Florida 32821

Cecille Kaden
10650 Windsor Court
Orlando, Florida 32821

The above named directors shall serve until the election of replacement directors at a general meeting of the members called for that purpose in accordance with the bylaws


Article VI: Incorporator; Initial Principal Office; Initial Registered Agent

The incorporator of this corporation is Joseph Manoes, whose address is 10714 William Tell Drive, Orlando, Florida 32821. The street address of the corporation's initial principal office is 10722 Gateway, Orlando, Florida 32821. The street address of the corporation's initial registered office is 10722 Gateway, Orlando, Florida, and the name of the initial registered agent at that address is Joseph Manoes.

Article VII: Amendment

These Articles may be amended in the manner provided by the bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has subscribed to these Articles of Incorporation this 2 day of July, 1996.

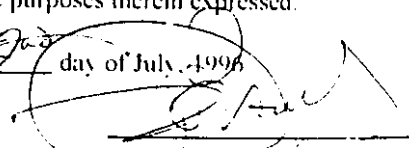



Joe Manoes, Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared Joe Manoes, who is personally known to me to be the person described in the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles for the purposes therein expressed.

WITNESS my hand and signature this 2 day of July, 1996.



Notary Public Norman L. Hull
My commission expires
 NORMAN L. HULL
My Commission CC537968
Expires Mar. 06, 2000

ACCEPTANCE OF REGISTERED AGENT

The undersigned Joseph Manoes hereby accepts the appointment as registered agent for Win-Gate Club Villiage Association, Inc , a Florida not-for-profit corporation incorporated under Chapter 617, Florida Statutes, and further states that he is familiar with, and accepts, the obligations of this position

Dated this 2 day of July, 1996


Joe Manoes, Registered Agent

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