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LAW OFFICES
BECKER & POLIAKOFF, P.A.

5999 Central Avenue, Suite 104
St. Petersburg, Florida 33710
Phone: (727) 345-3420 Fax: (727) 343-3293
FL Toll Free: (800) 535-3318
Internet: <http://www.becker-poliakoff.com>

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Reply To:

ST. PETERSBURG
bp@becker-poliakoff.com

February 25, 2000

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

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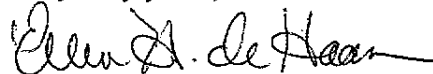
Re: Andalusian Condominium Association, Inc.

Dear Sir/Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for Andalusian Condominium Association, and a check in the amount of \$131.25. Please file the original document, and forward a certified copy of the document and a Certificate of Incorporation to this office in the enclosed envelope.

Thank you in advance for your assistance.

Very truly yours,



Ellen Hirsch de Haan
For the Firm

EGH:sdk
Enclosure

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**ARTICLES OF INCORPORATION
OF
ANDALUSIAN CONDOMINIUM ASSOCIATION, INC.**

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

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be Andalusian Condominium Association, Inc..

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation shall be c/o Resop, Inc. Realtors, 8041 Blind Pass Road, St. Pete Beach, Florida 33706.

ARTICLE III

PURPOSE

This Corporation is organized for the purpose of operating the twenty unit apartment building known as the Andalusian Condominium, in Pinellas County, Florida, pursuant to the Declaration of Condominium thereof, and pursuant to the Condominium Act of the State of Florida; and for transacting any and all lawful business for which corporations may be formed under Chapter 617, Florida Statutes. In furtherance, of any and all of the objects and purposes herein mentioned or of any other lawful power or purposes; to have all rights, powers, privileges and immunities commonly held and enjoyed by corporations of this character, organized and existing under the laws of the State of Florida.

ARTICLE IV

NUMBER AND METHOD OF ELECTION OF DIRECTORS

The rules and method for election of directors and the number of directors shall be as provided in the By-Laws. The number of the directors constituting the initial Board of Directors of the corporation is three, and the names and addresses of the persons who are to serve as the initial directors are:

Brian Beery - President
Diane Cornett - Vice President
Louis Maleski - Secretary

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ARTICLE V

POWERS

The corporate powers of this corporation are as provided in the By-Laws of the corporation, Chapter 718 and Chapter 617, Florida Statutes.

ARTICLE VI

NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name and the street address of the initial registered agent is Judith A. Resop, Resop, Inc. Realtors, 8041 Blind Pass Road, St. Pete Beach, FL 33706.

ARTICLE VII

NAME AND STREET ADDRESS OF INCORPORATOR

The name and street address of the incorporator for these articles of incorporation is:

Brian Beery, 8041 Blind Pass Road, St. Pete Beach, FL 33706.

ARTICLE VIII

INDEMNIFICATION

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

ARTICLE IX

PERPETUAL EXISTENCE

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE X

QUALIFICATION AND MANNER OF ADMISSION

The qualifications of the members of this corporation shall be as provided in the By-Laws. The manner of admission of members shall be as prescribed in the By-Laws of the corporation.

ARTICLE XI

OFFICERS

This corporation shall have those officers designated in the By-Laws from time to time.

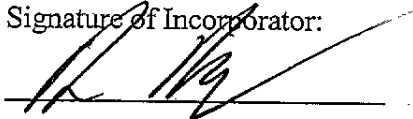
ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation of the Corporation may be amendment by a simple majority vote of the Board of Directors of the Corporation, at a duly-called and constituted meeting of the Board of Directors; or by a two-thirds (2/3rds) vote of the members at a membership meeting called for that purpose.

The undersigned incorporator has executed these Articles of Incorporation this 21ST day of FEBRUARY, 2000.

Signature of Incorporator:



BRIAN BEERY

Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:


ANDALUSIAN CONDOMINIUM ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

Name: JUDITH RESOP

Physical Address: 8041 BLIND PASS RD., S.P.B., FL 33706

Having been named as registered agent and to accept service of process for the above stated 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.


Signature

2/21/2000
Date

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