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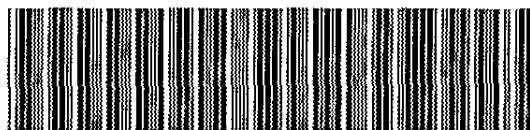
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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November 12, 2003

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

RE: Resident Owned Communities Forum, Inc.


To Whom it May Concern:

Enclosed herewith is the original and one (1) copy of the above-referenced Articles of Incorporation and a check in the amount of \$70.00 to cover the filing fee. Please file the original and please return the stamped duplicate copy to me at your earliest convenience in the self addressed, stamped envelope provided herewith.

If you have any questions with regard to this matter, please feel free to contact me at the above listed telephone number.

Sincerely yours,

ROBERT L. TANKEL, P.A.



Robert L. Tankel

RLT/wb
Enclosure(s)

ARTICLES OF INCORPORATION
OF
RESIDENT OWNED COMMUNITIES FORUM, INC.

FILED

03 DEC 12 PM 1:20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of Florida Statute 617, the undersigned, who is a resident of the State of Florida, and of full age, this day voluntarily executes these presents for the purpose of forming a corporation not for profit and hereby certifies:

ARTICLE I

NAME

The name of the corporation is RESIDENT OWNED COMMUNITIES FORUM, INC., hereafter called the "Corporation" or the "ROC".

ARTICLE II

ADDRESS

The principal office of the Corporation is located at 980 7th Street NW, #22, Largo, Florida 33770, and may be changed by the Board of Directors from time to time.

ARTICLE III

REGISTERED AGENT

Robert L. Tankel, whose address is 1022 Main Street, Suite D, Dunedin, Florida 34698, is hereby appointed the initial registered agent of this Corporation.

Agency Accepted:

By: _____

Robert L. Tankel

ARTICLE IV

PURPOSE AND POWERS OF THE CORPORATION

The Corporation does not contemplate pecuniary gain or profit to the members thereof. The ROC will provide educational opportunities for Boards of Directors and residents to enhance the function of resident owned communities thereby ensuring the continuation of the past 17 years of progress in programming. The goals of the ROC are to :

- 1 - Provide informational meetings and 1 annual meeting per year.
- 2 - Assist the members in developing effective, informed Boards of Directors.
- 3 - Offer residents of the members an opportunity to explore the legal, ethical and social aspects of communal life.
- 4 - Develop a network of communication for information sharing including: a data base of potential members (local and state wide); A ROC forum web site, Listing of available lots and homes for sale, List of contractors and service providers serving ROCs, and a news letter.
- 5 - Offer new member training to ROC Boards of Directors.
- 6 - Create a Speakers Bureau to serve member communities and Homeowners Associations exploring resident ownership.
- 7 - Liaise with local, county and state government.
- 8 - Develop a financial base for operation.

Additionally, the Corporation shall have the power to:

- (a) fix, levy, collect and enforce payment by any lawful means, all charges or

assessments incident to membership; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(b) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

(c) qualify as an exempt organization under Section 501 of the Internal Revenue Code as a charitable, educational or other recognized tax-exempt organization formed for a proper purpose thereunder.

ARTICLE V

MEMBERSHIP

There shall be such classes of membership as may be set forth in the Bylaws.

ARTICLE VI

VOTING RIGHTS

Voting rights shall be as set forth in the Bylaws.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors initially composed of seven (7) Directors, who must be members of the Corporation. The number of Directors may be changed by the members, but shall never be less than three (3) nor more than nine (9). The names

and addresses of the persons who are to act in the capacity of Directors until their successors are elected and qualify, unless they sooner shall die, resign, or are removed, are:

<u>Name</u>	<u>Address</u>
Bruce McCullough	980 7th Street NW, #22 Largo, Florida 33770
Gladys Favata	1100 Belcher Road South, #101 Largo, Florida 33705
Loretta R. Barker	2900 Gulf to Bay Blvd., #225 Clearwater, Florida 33759
Peg Thayer	980 7th Street NW, #16 Largo, Florida 33770
George Krause	18675 U.S. Hwy. 19 N., #149 Clearwater, Florida 33764
William Hannerford	6847 Lum Drive, #28 Zephyrhills, Florida 33541
Ed Bajenski	10399 67th Avenue North, #125 Seminole, Florida 33772

ARTICLE VIII

OFFICERS

The affairs of the Corporation shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the members of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Bruce McCullough <i>President</i>	980 7th Street NW, #22 Largo, Florida 33770
Gladys Favata <i>Vice President</i>	1100 Belcher Road South, #101 Largo, Florida 33705
Loretta R. Barker <i>Secretary/Treasurer</i>	2900 Gulf to Bay Blvd., #225 Clearwater, Florida 33759

ARTICLE IX

BYLAWS

The first Bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE X

INDEMNIFICATION

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or to which he may become involved by reason of his being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XI
DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate not for profit corporation to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, trust or other organization to be devoted to such similar purposes.

ARTICLE XII
DURATION

The corporation shall exist perpetually.

ARTICLE XIII
AMENDMENTS

Amendment of these Articles shall require the assent of the Board of Directors, until the adoption of the Bylaws, and thereafter by a vote of a majority of the membership, present in person or by proxy at a duly called meeting at which a quorum is present.

ARTICLE XIV
SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation are as follows:

Name

Address

Robert L. Tankel

1022 Main Street, Suite D
Dunedin, Florida 34698

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Corporation, has caused these Articles of Incorporation to be executed this 12 day of November, 2003.

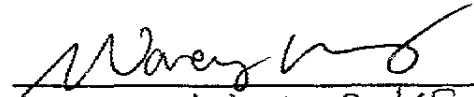
ROBERT L. TANKEL

By: 

ROBERT L. TANKEL
1022 Main Street, Suite D
Dunedin, Florida 34698

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 12th day of November, 2003, by ROBERT L. TANKEL. He is personally known to me and did not take an oath.


Print Name: Wavey Bates
Notary Public
My Commission Expires:



Wavey Bates
Commission # DD 021461
Expires June 9, 2005
Bonded Thru
Atlantic Bonding Co., Inc.