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PEACOCK & GAFFNEY

PROFESSIONAL ASSOCIATION
2348 SUNSET POINT ROAD
CLEARWATER, FLORIDA 33765

RAY PEACOCK
PATRICK F. GAFFNEY+

PEGGY BURKE BEVILLE

+ BOARD CERTIFIED
MARITAL & FAMILY LAWYER

March 16, 2000

(727) 796-7774
FAX (727) 797-6317

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-03/20/00-01082-006
*****78.75 *****78.75

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

Re: Pasco Quail Woods Homeowners' Association, Inc.

Gentlemen:

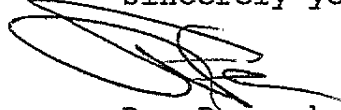
Enclosed herewith please find the Charter for the above-referenced corporation, which we request that you file in your office. Also enclosed is a copy of the same, which we request that you certify and return to us.

Our check in the amount of \$78.75 is enclosed to cover your charges as follows:

Filing Fee	\$35.00
Certified copy	8.75
Resident Agent	<u>35.00</u>
	\$ 78.75

If anything further is required, please do not hesitate to contact me.

Sincerely yours,


Ray Peacock

RP:jm
Enclosures

FILED
00 APR - 6 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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~~100-8009~~

T BROWN APR - 6 2000



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 24, 2000

RAY PEACOCK
PEACOCK & GAFFNEY
2347 SUNSET POINT ROAD
CLEARWATER, FL 33765

SUBJECT: PASCO QUAIL WOODS HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W00000008009

We have received your document for PASCO QUAIL WOODS HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VI states there will be three director(s), whereas one is/are listed.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 800A00016560

LAW OFFICE
PEACOCK & GAFFNEY
PROFESSIONAL ASSOCIATION
2348 SUNSET POINT ROAD
CLEARWATER, FLORIDA 33765

RAY PEACOCK
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(727) 796-7774
FAX (727) 797-6317

March 31, 2000

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

Attn: Teresa Brown, Corporate Specialist

Re: Pasco Quail Woods Homeowners' Association, Inc.

Dear Ms. Brown:

Enclosed you will find the Charter for the above-referenced corporation with the correction made in Article VI. Please file the Articles with the Secretary of State.

If anything further is required, please do not hesitate to contact me.

Sincerely yours,



Ray Peacock

RP:jm
Enclosures

ARTICLES OF INCORPORATION
OF

PASCO QUAIL WOODS HOMEOWNERS' ASSOCIATION, INC.

The undersigned, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is PASCO QUAIL WOODS HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 211 Hedden Court, P.O. Box 838, Ozona, Florida 34660.

ARTICLE III: PURPOSE

The purpose of the corporation is a Homeowners' Association.

ARTICLE IV: QUALIFICATION

The qualification for members and the manner of their admission are stated in the bylaws of the corporation.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered office and agent of the corporation is Onorio Carlesimo, 211 Hedden Court, Ozona, Florida 34660.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The number of persons constituting the Board of Directors of the corporation is initially Three. The manner in which the directors are elected is stated in the corporate bylaws.

ARTICLE VII: NON-STOCK BASIS

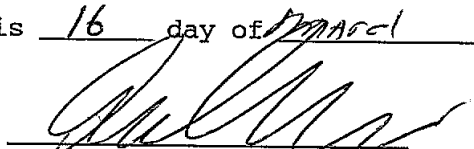
The corporation is organized under a non-stock basis.

FILED
00 APR -6 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII: DISSOLUTION

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in sections 501(c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purpose.

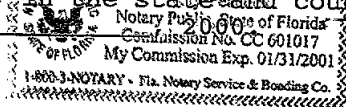
IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 16 day of March 2000.

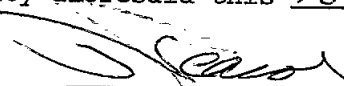

ONORIO CARLESIMO
"Subscriber"

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared ONORIO CARLESIMO who is personally known to me or produced driver's license as identification, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid this 16 day of March 2000.

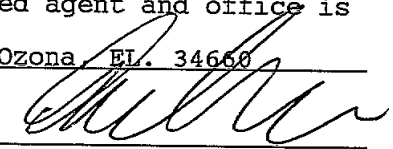



Notary Public

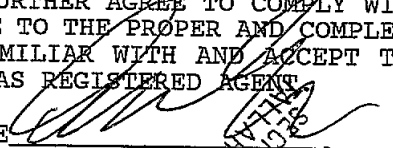
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, 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: PASCO QUAIL WOODS HOMEOWNERS' ASSOCIATION, INC.
2. The name and address of the registered agent and office is ONORIO CARLESIMO, 211 Hedden Court, Ozona, FL 34660

SIGNATURE: 
(corporate officer)
TITLE PRO
DATE 3/16/00

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE 
ONORIO CARLESIMO
DATE 3/16/00

