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Jefferson F. Riddell, P.A.

SunTrust Bank Building
3400 South Tamiami Trail
Sarasota, Florida 34239

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Jefferson F. Riddell
Thomas B. Luzier

Telephone: (941) 366-1300
Fax: (941) 366-6973

April 17, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32301

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*****78.75 *****78.75

RE: Pinecraft Subdivision Association, Inc.


Dear Sir/Madame:

Enclosed please find a check in the amount of \$78.75 in addition to one signed original and copy of the Articles of Incorporation for the above corporation. Please file these Articles of Incorporation at your earliest opportunity and return a copy to me along with the usual confirmation of filing.

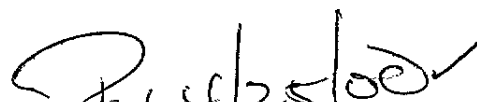
Please note in your records that the Annual Report is to be sent to JEFFERSON F. RIDDELL, P.A., 3400 S. TAMIAMI TRAIL, SARASOTA, FL 34239.

Thank you.

Yours truly,


Karen E. Seiberlich

Enclosures



**ARTICLES OF INCORPORATION
Of
Pinecraft Subdivision Association, Inc.**

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

Article One: That the name of this corporation shall be "Pinecraft Subdivision Association, Inc."

Article Two: The principal place of business and the mailing address of the corporation is:

1552 Good Avenue
Sarasota, Florida 34239

Article Three: The general nature and object of this corporation shall be:

(a) To create an organization under the Laws of Florida, not for profit, composed of real property owners, as hereinafter defined, of Pinecraft, a subdivision in Sarasota County, Florida, in order that said real property owners may coordinate their efforts at all times in matters affecting said subdivision as a separate community and toward maintaining and beautifying said Pinecraft Subdivision, and for the purpose of promoting social and recreational gatherings for its members, their families and friends, toward the end of assuring a good fellowship and a social cooperative spirit in Pinecraft Subdivision.

(b) To establish rules and regulations governing qualifications of members, to fix rules and regulations for the admission, suspension and expulsion of its members, to fix the amount of membership fees, if any, to provide for the making and adoption of Bylaws, and the adoption and use of a corporate seal.

(c) To buy, own, hold, lease, sell, convey, mortgage or otherwise acquire and dispose of any and all kinds of real and personal property which may be necessary or appropriate for the foregoing uses.

(d) To foster proper zoning and to do and perform such other acts as shall be from time to time deemed necessary and expedient to carry out the general purpose of this corporation.

(e) The foregoing objects and powers shall not be construed as limitations, but this corporation shall have such other powers as are provided by the laws under which this corporation is organized.

Article Four: The terms "real property owners" shall include any person or legal entity who is an owner of a fee simple interest in real property in Pinecraft Subdivision, and where the fee simple interest in any such property is owned by more than one person, same shall have but one vote relative to matters affecting the subdivision and this corporation, and multiple members shall designate in writing their representative relative to any vote of property owners.

Article Five: In addition to being a real property owner as herein defined, the qualifications of members, their manner of admission, the dues, if any, which they shall pay, their suspension and expulsion shall be governed by the Bylaws of this corporation, as the same are adopted, changed or amended from time to time.

Article Six: This corporation shall have perpetual existence, or until it is legally dissolved.

Article Seven: The affairs of this corporation shall be conducted and managed by a President, First and Second Vice-President, Secretary and Treasurer, and a Board of not less than five (5) nor more than fifteen (15) Directors, who shall be elected, qualified and hold office in accordance with the provisions of the Bylaws of this corporation, as the same are adopted, changed or amended from time to time.

Article Eight: The names of the Officers who shall conduct the affairs of this corporation until their respective successors are elected and qualified, shall be:

Benjamin K. Smoker, President	Sarasota, Florida
Sam Smucker, First Vice President	Sarasota, Florida
John Farmwald, Second Vice President	Sarasota, Florida
Elmer Glick, Secretary	Sarasota, Florida
Mose Gingerich, Assistant Secretary	Sarasota, Florida
Jerry Yoder, Treasurer	Sarasota, Florida

Article Nine: The names of the Directors of this corporation who shall serve until their respective successors are elected and qualified shall be:

Benjamin K. Smoker	Mose Gingerich
Sam Smucker	Abe J. Weaver
John Farmwald	
Elmer Glick	
Jerry Yoder	

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Article Ten: The Bylaws of this corporation shall be made, altered or amended by a majority vote, of the members of the organization having the right to vote and voting at any regular, adjourned or special meeting where there is a quorum; provided, however, that if such Bylaws are to be made, altered or amended at any special meeting, then a written notice setting forth such Bylaws or amendments as are to be voted on, shall be mailed to the members at least ten (10) days before the date of such special meeting.

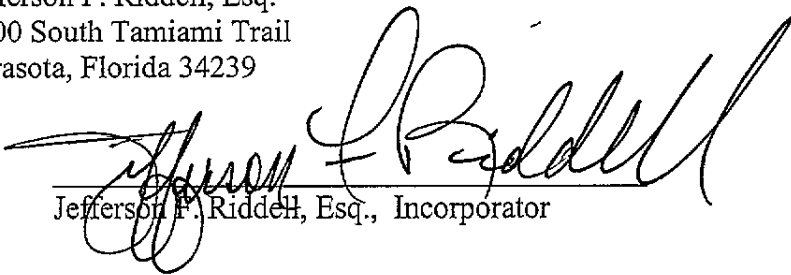
Article Eleven: The name and address of the initial Registered Agent is:

Jefferson F. Riddell, Esq.
3400 South Tamiami Trail
Sarasota, Florida 34239

Article Twelve: The name and address of the Incorporator to these Articles of Incorporation is:

Jefferson F. Riddell, Esq.
3400 South Tamiami Trail
Sarasota, Florida 34239

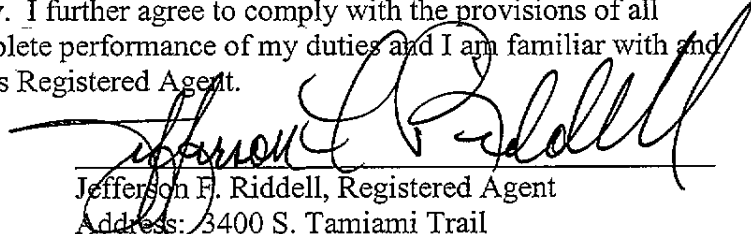
Date: April 17, 2000


Jefferson F. Riddell, Esq., Incorporator

ACCEPTANCE BY REGISTERED AGENT

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 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.

Date: April 17, 2000


Jefferson F. Riddell, Registered Agent
Address: 3400 S. Tamiami Trail
Sarasota, Florida 34239