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TRANSMITTAL LETTER

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****122.50 *****78.75

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

SUBJECT: Northridge Gardens Owner's Association, Inc.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for \$ 122.50 .

FILED
00 MAY - 8 PM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM:

Jimmy Henderson II

Name (Printed or typed)

714 B Bob Sikes Blvd.

Address

Fort Walton Beach, FL 32547

City, State & Zip

850-864-5426

Telephone number

NOTE: Please provide the original and one copy of the articles.

gjs/11

**ARTICLES OF INCORPORATION
OF
NORTHRIDGE GARDENS OWNER'S ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617 of the Laws of the State of Florida, the undersigned, all of whom are residents of Okaloosa County, Florida and all of whom are of full age, have this day voluntarily associated together for the purposes of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Northridge Gardens Owner's Association, Inc. hereafter called the "Association".

ARTICLE II

The principal office of the Association is located at Henderson General Contractors, Inc., 714-B Bob Sikes Blvd., Ft. Walton Beach, Florida.

ARTICLE III

Jimmy H. Henderson II, whose address is 714-B Bob Sikes Blvd., Ft. Walton Beach, Florida, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Units and Common Area within that certain tract of property described as:

NORTHRIDGE GARDEN TOWNHOMES

and to promote the health, safety and welfare of the residents within the above-described property and any addition thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of Circuit Court and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

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(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale, or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the consent of two-thirds (2/3) of each class of members,

(g) Have and to 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.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest of any Unit which is subject by covenants or record to assessment by the Association, including contract sellers shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendments of the By-laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
<u>Jimmy H. Henderson II</u>	<u>714-B Bob Sikes Blvd., Ft. Walton Bch., FL</u>
<u>Linda Randes</u>	<u>1270 N. Eglin Pkwy., Shalimar, FL</u>
<u>Laura Tewell</u>	<u>714-B Bob Sikes Blvd., Ft. Walton Bch., FL</u>

At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years.

ARTICLE VII
DISSOLUTION

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

ARTICLE VIII
DURATION

The corporation shall exist perpetually.

ARTICLE IX
AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

IN WITNESS WHEREOF, the undersigned have made and subscribed of these Articles of Incorporation at Fort Walton Beach, Florida, on the 17 day of April, 2000.


JIMMY H. HENDERSON II

STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, personally appeared JIMMY H. HENDERSON II, who is to me known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Fort Walton Beach, Florida in said County and State this 17 day of April, 2000.

STATE OF FLORIDA

COUNTY OF OKALOOSA

I, JIMMY H. HENDERSON II having been named to accept service of process for Northridge Gardens Owner's Association, Inc., at 714-B Bob Sikes Blvd., Ft. Walton Beach, FL 32547, hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

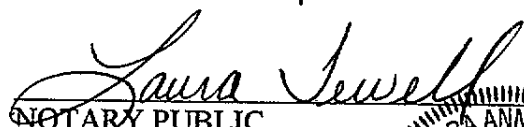

JIMMY H. HENDERSON II
Registered Agent

STATE OF FLORIDA

COUNTY OF OKALOOSA

BEFORE ME, the undersigned authority, personally appeared JIMMY H. HENDERSON II, who is known to be the person described in and who subscribed the above as Registered Agent, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal, at Fort Walton Beach, Florida in said County and State this 17 day of April, 2000.


NOTARY PUBLIC

My Commission Expires:



**CERTIFICATE OF DESIGNATION OF
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: Northridge Gardens Owner's Association, Inc.

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

Jimmy Henderson II (Name)

714-B Bob Sikes Blvd. (P.O. Box NOT acceptable)

Fort Walton Beach, FL 32547 (City/State/Zip)

FILED
00 MAY - 8 AM 10:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 _____

DATE 04-17-2000

REGISTERED AGENT FILING FEE: \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314