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ATTORNEY AT LAW
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2000 JUN -2 PM 12:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAILING ADDRESS
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LAKE CITY, FLORIDA 32056-1328

May 31, 2000

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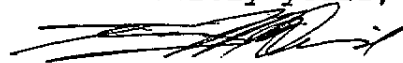
Secretary of State
State of Florida
Corporation Division
Post Office Box 6327
Tallahassee, FL 32314

Re: Blaine Estates Homeowners Association, Inc.

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation with respect to the above-referenced matter. Please file the original and certify the copy to be returned to me. My check in the amount of \$78.75 is enclosed in payment of the filing fee.

Sincerely yours,



Terry McDavid

TM/db

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

BLAINE ESTATES HOMEOWNERS ASSOCIATION, INC.
(a non-profit corporation)

The undersigned, desiring to form a corporation not for profit under the laws of the State of Florida, hereby adopts the following articles of incorporation:

ARTICLE I - NAME

The name of the corporation is BLAINE ESTATES HOMEOWNERS ASSOCIATION, INC.

ARTICLE II - TERM OF EXISTENCE

The period of the duration of the corporation is perpetual, unless dissolved according to law.

ARTICLE III - PURPOSE

The association is organized for the purposes identified below and for the management, maintenance, operation and care of real property, including but without limitation, all roads, parks, common areas, lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands and wetland mitigation areas which are owned by the association or the owners in common:

A. The purchase, ownership, maintenance, control, sale, lease, mortgaging, encumbering or otherwise dealing in any manner with real and personal property of every type, kind and nature.

B. The employment, direction and discharge of personnel necessary to carry out the purposes herein stated.

C. To do any and all things necessary, incidental, or desirable to accomplish any and all of the purposes and objectives for which the corporation is organized, either alone or in

association with other corporations, firms or individuals and to carry on any lawful activity necessary or incidental to the accomplishment of the purposes and objectives of the corporation.

D. To make and collect assessments against property owners in the Development and use the proceeds thereof in the exercise of its powers and duties, including but not limited to the defraying of costs and expenses of carrying out its purposes.

E. To maintain, repair, replace operate and care for real and personal property, including but without limitation, all roads, parks, common areas, lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works and preservation or conservation areas, wetlands and wetland mitigation areas, which are owned by the association or the owners in common.

F. Establish and maintain an entrance and provide street lighting in Blaine Estates Subdivision, a subdivision.

ARTICLE IV - POWERS

In carrying out its purposes, the corporation shall have all corporate powers now or hereafter provided by the laws of the State of Florida, including, but not limited to:

A. The purchase, ownership, maintenance, control, sale, lease, mortgaging, encumbering or otherwise dealing in any manner with real and personal property of every type, kind and nature.

B. The employment, direction and discharge of personnel necessary to carry out the purposes herein stated.

C. To do any and all things necessary, incidental, or desirable to accomplish any and all of the purposes and objectives for which the corporation is organized, either alone or in association with other corporations, firms or individuals and to

carry on any lawful activity necessary or incidental to the accomplishment of the purposes and objectives of the corporation.

D. To make and collect assessments against property owners in the Development and use the proceeds thereof in the exercise of its powers and duties, including, but not limited to the defraying of costs and expense of carrying out its purposes.

E. To maintain, repair, replace and operate property owned by it, purchase insurance thereon, and to make and adopt reasonable regulations respecting the use and appearance of the Road System and other property owned or controlled by the corporation, and to enforce by all legal means the provisions of these articles of incorporation and any by-laws or regulations adopted pursuant hereto.

The foregoing enumeration of powers shall in no way be construed to limit or restrict in any manner the powers of the corporation as may be otherwise provided or granted by law.

ARTICLE V - MEMBERSHIP

Membership in the corporation shall consist of those persons who from time to time own property in the Development, and who shall pay annual dues and are otherwise in good standing pursuant to the by-laws. Membership shall be an appurtenance to ownership of property in the Development.

ARTICLE VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The initial principal office and registered office of the corporation is 4400 US Highway 90 West, Lake City, FL 32055. The name of its initial Registered Agent at such address is Daniel Crapps.

ARTICLE VII - BOARD OF DIRECTORS

The corporation shall have a Board of Directors which shall consist of not less than four (4) nor more than nine (9) persons, who shall be elected as provided in the Corporation Bylaws. The number of persons constituting the initial Board of Directors of the corporation shall consist of four (4) and the names and addresses of the persons who shall serve as initial members are:

<u>NAMES</u>	<u>ADDRESSES</u>
Daniel Crapps	4400 US Highway 90 West Lake City, FL 32055
L. James Cherry	4400 US Highway 90 West Lake City, FL 32055
Scott Collins	P.O. Box 2736 Lake City, FL 32056
Michael Collins, Sr.	Rt. 8, Box 875 Lake City, FL 32055

ARTICLE VIII - ORGANIZATION FORM

The corporation is organized upon a non-stock basis.

ARTICLE IX - DISPOSITION OF ASSETS UPON DISSOLUTION

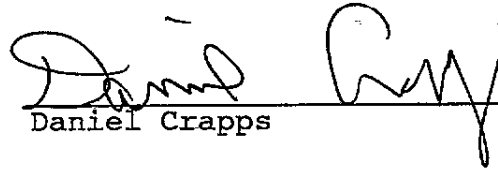
No part of the income of the corporation shall be distributable to its members, directors or officers either during the existence of the corporation or upon its dissolution; provided, however, that upon dissolution the assets of the corporation shall be transferred to a successor entity, or to the then property owners in the Development in such manner as to assure that the Road System and all other property owned by the corporation for the several property owners in the Development.

ARTICLE X - NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Daniel Crapps	4400 US Highway 90 West Lake City, FL 32055

IN WITNESS WHEREOF, the undersigned incorporator has caused these Articles of Incorporation to be executed, in duplicate, by its duly authorized undersigned officer, this 24th day of May 2000.


Daniel Crapps

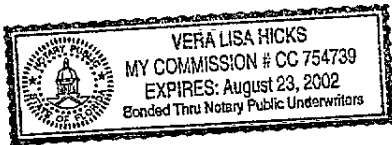
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TALLAHASSEE, FLORIDA


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STATE OF FLORIDA
COUNTY OF COLUMBIA

The foregoing Articles of Incorporation were acknowledged before me by Daniel Crapps, the incorporator named in the foregoing Articles of Incorporation, this 24th day of May, 2000.




Notary Public
My Commission Expires: 8-23-02

ACKNOWLEDGMENT BY RESIDENT AGENT

Having been named to accept service of process for BLAINE ESTATES HOMEOWNERS ASSOCIATION, INC., at 4400 US Highway 90 West, Lake City, FL 32055, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Statute relative to keeping open said office.


Daniel Crapps