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RISH, GIBSON & SCHOLZ, P.A.
ATTORNEYS AT LAW
206 E. FOURTH STREET
POST OFFICE BOX 39
PORT ST. JOE, FLORIDA 32457

FILED

00 OCT 16 AM 8:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
TELEPHONE (850) 229-8211
FAX (850) 227-1619

WILLIAM J. RISH
THOMAS S. GIBSON
S. RUSSELL SCHOLZ

October 4, 2000

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****122.50 ****78.75

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

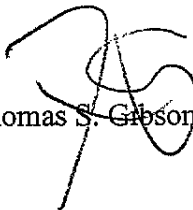
Re: Owners' Association of Eventide, Inc.

Dear Sir or Madam:

I have enclosed the original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the filing fee and the cost of receiving a certified copy of the Articles of Incorporation. Please forward your certificate of incorporation and certified copy to me as soon as possible.

Thank you for your assistance in this matter.

Sincerely,


Thomas S. Gibson

TSG/pwr

Enclosure: as stated

Thomas Gibson, Esq. GAVE

AUTHORIZATION BY PHONE TO

CONTACT SENT CONNECTED Pg 2-A, VI
Purpose OK Tek KB 10/10/00

DATE

ea. 10/14 10/17/00 ✓

11-24760

RISH, GIBSON & SCHOLZ, P.A.

ATTORNEYS AT LAW

206 E. FOURTH STREET
POST OFFICE BOX 39
PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH
THOMAS S. GIBSON
S. RUSSELL SCHOLZ

TELEPHONE (850) 229-8211
FAX (850) 227-1619

October 12, 2000

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

ATTENTION: Kim

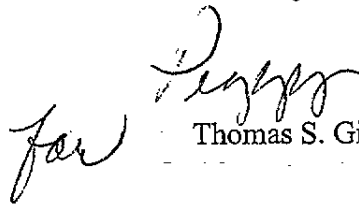
Re: Owners' Association of Eventide, Inc.

Dear Kim:

Enclosed is the original and one copy of the amended second page of the articles of incorporation for Owners' Association of Eventide, Inc. We tried to fax this page to you, but it would never go through.

Thank you for your assistance in this matter.

Sincerely,


Thomas S. Gibson

TSG/pwr

Enclosure: as stated

ARTICLES OF INCORPORATION

OF

OWNERS' ASSOCIATION OF EVENTIDE, INC.

FILED

00 OCT 16 AM 8: 33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation is **OWNERS' ASSOCIATION OF EVENTIDE, INC.** The principal office for the corporation shall be 5050 Poplar Avenue, 24th Floor, Memphis, TN 38157.

**ARTICLE II
DURATION**

The duration of the Corporation is perpetual. Corporate existence shall commence upon the proper filing of these Articles in the Office of the Secretary of State of the State of Florida.

**ARTICLE III
PURPOSE**

The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of Florida, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

**ARTICLE IV
MEMBERSHIP**

The members of the corporation shall be the owners of lots within the Eventide Subdivision as described in the Public Records of Gulf County, Florida and the Bylaws.

ARTICLE V

REGISTERED AGENT

The initial registered agent for this corporation is THOMAS S. GIBSON, and the initial registered office is located at 206 East Fourth Street, Port St. Joe, FL 32456.

ARTICLE VI DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is three (3). The name and address of each person who is to serve as a member of the initial Board of Directors are:

Richard Parvey
5050 Poplar Ave, 24th Floor
Memphis, TN 38157

Elizabeth Parvey
5050 Poplar Ave, 24th Floor
Memphis, TN 38157

Thomas S. Gibson
206 E. 4th Street
Port St. Joe, FL 32456

The number of directors and manner of their election shall be fixed by the Bylaws and may be changed from time to time, but shall never be less than three (3) nor more than five (5) .

ARTICLE VII OFFICERS

The number of officers constituting the initial officers of the Corporation is one (1). The name and address of each person who is to serve as an initial officer is:

Richard Parvey, *President*
5050 Poplar Ave, 24th Floor
Memphis, TN 38157

The number of officers for the Corporation shall be fixed by the Bylaws and may be changed from time to time.

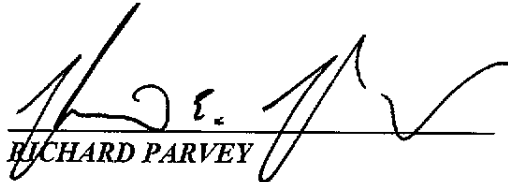
ARTICLE VIII BYLAWS

The Board of Directors shall have the authority to adopt, alter or amend the Bylaws for the Corporation by a majority vote at any directors' meeting.

ARTICLE IX INCORPORATORS

The name and address of the incorporator is as follows:

Richard Parvey
5050 Poplar Ave, 24th Floor
Memphis, TN 38157


RICHARD PARVEY

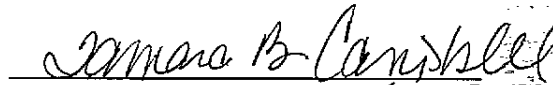
DATED this 2nd day of OCTOBER, 2000.

STATE OF FLORIDA
COUNTY OF GULF

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared RICHARD PARVEY, known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification of the above-named person(s):

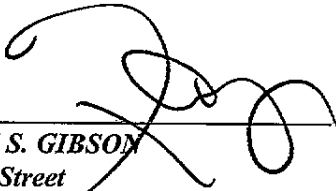
Personally known to me

~~OCTOBER~~ WITNESS my hand and official seal in the County and State last aforesaid this 2nd day of ~~September~~, 2000.


Notary Public State of ~~Florida~~ TENNESSEE
My Commission Expires: 3-12-2002

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



THOMAS S. GIBSON
206 E. 4th Street
Port St. Joe, FL 32456

FILED
00 OCT 16 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA