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FLORIDA NON-PROFIT CORPORATION

Friends of Sterling Oaks, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
FRIENDS OF STERLING OAKS, INC.**

The undersigned, for the purpose of forming a nonprofit corporation under Chapter 617 of the laws of the State of Florida, does hereby make and adopt the following Articles of Incorporation:

**ARTICLE I
Name and Address**

The name of the Corporation is Friends of Sterling Oaks, Inc.

The principal address and the mailing address of the Corporation is 4501 Tamiami Trail N., Suite 300, Naples, Florida 34103.

**ARTICLE II
Not For Profit**

This Corporation is a corporation not for profit under the laws of the State of Florida.

**ARTICLE III
Duration**

The duration of the Corporation shall be perpetual.

**ARTICLE IV
Purposes**

The purposes and objects of the Corporation are to prepare for the turnover of Sterling Oaks Community Association and Club, Inc., a Florida not for profit corporation, that manages and operates the Sterling Oaks Community, a residential community located in Collier County, Florida, and such other purposes as are authorized under Chapter 617 of the Florida Statutes. The Corporation is organized and operated solely for administrative purposes. It is not intended that the Corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member.

**ARTICLE V
Directors**

The affairs of the Corporation shall be managed by a Board of Directors whose number and qualifications shall be fixed by the Bylaws. The initial Directors are:

Jean Nikovits
1526 Serenity Circle
Naples, Florida 34110

Robert Lester
15116 Sterling Oaks Drive
Naples, Florida 34110

William Pfau
1084 Silverstrand Drive
Naples, Florida 34110

John Schlegel
15015 Sterling Oaks Drive
Naples, Florida 34110

ARTICLE VI
Registered Office and Agent

The address of the initial registered office of the Corporation is, 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, and the name of its initial registered agent at such address is Naples-Lawdock, Inc.

ARTICLE VII
Incorporator

The name and address of the incorporator is John D. Humphreville, 4501 Tamiami Trail North, Suite 300, Naples, Florida 34103-3060.

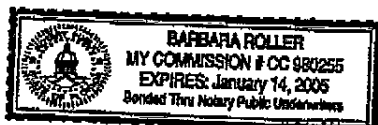
Executed this 16 day of February, 2001.



John D. Humphreville, Incorporator

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 16 day of February, 2001 by John D. Humphreville, who is personally known to me and who did not take an oath.

My Commission Expires:




NOTARY PUBLIC (SEAL)
(Print name below)
BARBARA ROLLER
Notary Public

CERTIFICATE OF ACCEPTANCE OF DESIGNATED REGISTERED AGENT AND REGISTERED OFFICE.

In compliance with Section 48.091, Florida Statutes and Section 617.0501, Florida Statutes, the following is submitted:

1. That Friends of Sterling Oaks, Inc., desiring to organize under the laws of the State of Florida, has named Naples-Lawdock, Inc., located at 4501 Tamiami Trail North, Suite 300, Naples, Collier County, Florida 34103-3060, as its agent to accept service of process within Florida.


Dated: February 16, 2001


John D. Humphreville, Incorporator

2. That, 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; I am familiar with and hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Naples-Lawdock, Inc.

Dated: February 16, 2001

By: 
John D. Humphreville, as
Vice President


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TALLAHASSEE, FLORIDA

COUNTY OF COLLIER
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 16 day of February, 2001 by John D. Humphreville, as Vice President of Naples-Lawdock, Inc., who is personally known to me and who did not take an oath.

My Commission Expires:




NOTARY PUBLIC (SEAL)
(Print name below)
BARBARA ROLLER
Notary Public