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Legal Assistant

July 10, 2002

NO2000005237

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

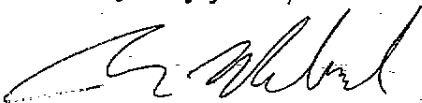
Re: **Articles of Incorporation of Chau Subdivision Home Owners Association, Inc.**
Our File No. 3844

Dear Sir/Madam:

Enclosed is the original and one copy of the Articles of Incorporation of Chau Subdivision Home Owners Association, Inc. to be filed and a check for the filing fee in the amount of \$70.00. Please return a copy of the filed articles in the enclosed envelope.

Thank you for your assistance.

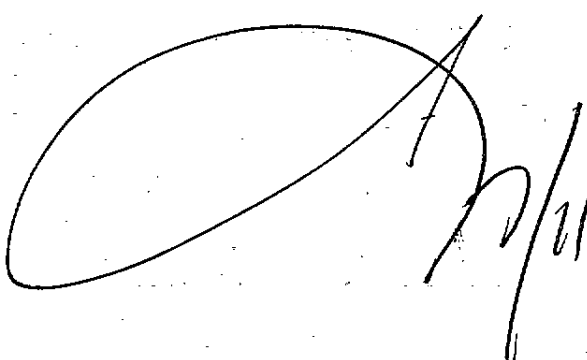
Very truly yours,



Robin G. McCormick
Legal Assistant

Enclosures

FILED
02 JUL 10 AM 9:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA



ARTICLES OF INCORPORATION
OF
CHAU SUBDIVISION HOME OWNERS ASSOCIATION, INC.

FILED
02 JUL 10 AM 9:52
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned hereby associate for the purpose of becoming a not-for-profit corporation under the laws of the State of Florida in compliance with Florida Statute §617.01011.

Article I - Name

The name of the corporation shall be Chau Subdivision Home Owners Association, Inc. hereinafter referred to as "The Association".

Article II - Purpose

The Association is organized as a not-for-profit corporation under the provision of Florida Statute §617.01011, et seq. and is a home owners association as referred to and authorized by Florida Statute §720.301, et. seq. The specific purpose for which The Association is organized is to provide an entity responsible for the operation of a home owners association in Pinellas County, Florida.

Article III - Powers and Duties

Section 1 The Association shall have all of the common laws and statutory powers of a not-for-profit corporation which are not in conflict with Chapter 720.301, et. seq., Florida Statutes.

Section 2 The Association shall have all the powers and duties set forth in Florida Statute §720.301, et. seq. as lawfully modified by these Articles of Incorporation or the Bylaws of The Association.

Article IV - Limitations of Activities

No part of the net earnings of The Association shall inure to the benefit of, or be distributable to, any member, director or officer of The Association; provided, however, The Association may pay compensation in a reasonable amount for services rendered, may confer benefits on its members in conformity with its purposes, and may make rebates of excess membership dues, fees or assessments. The amount of earnings, if any, is not to be taken into account in any manner for the purpose of determining whether there shall be a rebate or the amount of any rebate.

Article V - Term of Existence

The Association shall be perpetual existence, unless dissolved according to law.

Article VI - Members

The Association shall have members. The sole qualification for membership is the ownership of a lot in the Chau Subdivision. Each owner designated in a deed or other instrument establishing title to a lot in the Chau Subdivision, duly recorded in the Public Records of Pinellas County, Florida shall automatically become a member upon delivery to The Association of a copy of such instrument and receipt of acknowledgment of said delivery signed by the president or secretary. Membership in The Association shall be terminated automatically when title to the lot vests in another legal entity.

Article VII - Board of Directors

Section 1 The business affairs of The Association shall be managed by the Board of Directors.

Section 2 The Association shall have five (5) directors initially who are to serve as directors until the first election by the members. The names and addresses of the initial

directors are as follows:

<u>Name</u>	<u>Address</u>
Tuyet T. Chau ✓	5944 34th Street North, Suite 17 St. Petersburg, FL 33714
Quang Chau	5944 34th Street North, Suite 17 St. Petersburg, FL 33714
Mai V. Vo	5944 34th Street North, Suite 17 St. Petersburg, FL 33714
Dinh Chau	5944 34th Street North, Suite 17 St. Petersburg, FL 33714
Hai T. Chau ✓	5944 34th Street North, Suite 17 St. Petersburg, FL 33714

Section 3 The number of directors may be changed from time to time as provided by the Bylaws, but their number shall never be less than five (5).

Article VIII - Officers

Section 1 The officers of The Association shall be a President, one or more Vice Presidents (if determined to be necessary by the Board of Directors), a Secretary and a Treasurer. Such other officers, assistant officers and agents as may be deemed necessary may be elected or appointed from time to time as provided by the Bylaws.

Section 2 The names of the persons who are to serve as officers of The Association until the first meeting of the Board of Directors are:

<u>Office</u>	<u>Name</u>
President:	Quang Chau
Vice President:	Mai V. Vo
Treasurer:	Dinh Chau

Secretary:

Dinh Chau

Section 3 The officers shall be elected at each annual meeting of the Board of Directors or as provided in the Bylaws, and each shall serve until his successor is chosen and qualified, or until his earlier resignation, removal from office or death.

Section 4 The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

Article IX - Bylaws

The initial Board of Directors shall adopt Bylaws of The Association at the organizational meeting of The Association after the approval of these Articles of Incorporation of by the Secretary of State. The conduct of the affairs of The Association shall be limited by the various provisions of the Bylaws, including but not limited to, provisions creating, dividing, limiting and regulating the powers of The Association, the directors and the members. The power to adopt, amend or repeal Bylaws of The Association shall be vested in the Board of Directors or the membership as provided in the Bylaws.

Article X - Amendments

These Articles of Incorporation may be amended at any regular or special meeting at which a quorum is present by approval of not less the two-thirds (2/3) of the entire membership of the Board of Directors and two-thirds (2/3) of the voting representatives of The Association who cast their vote, or by not less than seventy percent (70%) of the voting representatives of The Association who cast their vote. Notwithstanding the above, prior to the date Developer relinquishes control of The Association to the other unit owners, Developer may amend these Articles of Incorporation. No amendment to said

Articles of Incorporation shall be valid unless certified by the Secretary of State of Florida.

Article XI - Initial Registered Office and Agent

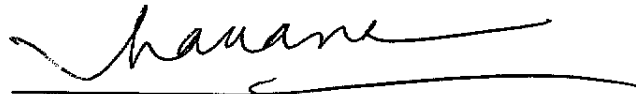
The street address of the initial registered office of The Association is 120 S. Willow Avenue, Tampa, Florida 33606, and the name of the initial registered agent of The Association located at that address is Brian A. Burden.

Article XII - Incorporator

The name and post office address of the incorporator of these Articles of Incorporation is as follows:

Quang Chau
5944 34th Street North, Suite 17
St. Petersburg, FL 33714

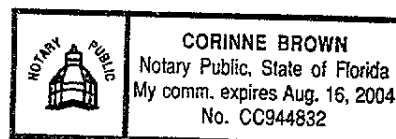
IN WITNESS WHEREOF, I have made, signed and acknowledged these Articles of Incorporation of Chau Subdivision Home Owners Association, Inc. on July 5th, 2002.


Quang Chau

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

Quang Chau appeared before me, the undersigned authority, and acknowledged that he executed these Articles of Incorporation for Chau Subdivision Home Owners Association, Inc. on July 5th, 2002.


Notary Public



**Certificate Designating Place Of Business or
Domicile for the Service of Process Within This
State Naming Agent Upon Whom Service May Be Served**

In pursuance of Florida Statutes §48.091, the following is submitted in compliance with the Act:

Chau Subdivision Home Owners Association, Inc. desiring to organize under the laws of the State of Florida with its principal office at 5944 34th Street North, Suite 17, St. Petersburg, FL 33714, has named Brian A. Burden, 120 S. Willow Avenue, Tampa, Florida 33606, as its agent to accept service of process within this state.

**Acknowledgment of Registered Agent and
Duties Pursuant to Florida Statute §607.0505**

Having been named to accept service of process for Chau Subdivision Home Owners Association, Inc. at 120 S. Willow Avenue, Tampa, Florida, 33606, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, relative to keeping open my office.



Brian A. Burden

FILED
02 JUL 10 AM 9:58
SECRETARY OF STATE
TALLAHASSEE FLORIDA