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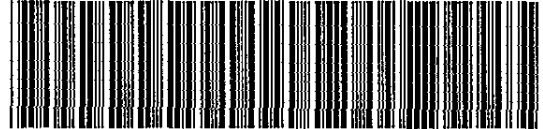
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11-07-02
T.B.

OVERSTREET, MILES, RITCH & CUMBIE, P.A.
ATTORNEYS AT LAW

100 Church Street
Kissimmee, Florida 34741

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Fred H. Cumbie, Jr.
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November 1, 2002

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

RE: Trail's End of Osceola Homeowners Association, Inc.

Gentlemen:

Enclosed you will find original and one copy of Articles of Incorporation, together with our firm check in the amount of \$78.75 for filing fee and a certified copy.

Please forward confirmation in care of this office.

If you have any questions or need any further information, please let me know.

Sincerely,



JOHN B. RITCH, ESQUIRE

JBR/ma

Enclosures

FILED
2002 NOV -5 AM 10:24
CLERK OF COURT
OSCEOLA COUNTY
FLORIDA

ARTICLES OF INCORPORATION
OF
TRAIL'S END OF OSCEOLA HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporators, for the purposes of forming a not-for-profit corporation under Chapters 617 and 720 of Florida Statutes, adopts the following articles of incorporation:

ARTICLE ONE
NAME

The name of the corporation is Trail's End of Osceola Homeowners Association, Inc.

ARTICLE TWO
REGISTERED OFFICE; REGISTERED AGENT

The address of the corporation's initial registered office is 5160 Moore Street, St. Cloud, Osceola County, Florida 34771. The name of the corporation's initial registered agent at that address is John Robinson.

ARTICLE THREE
PURPOSES

This corporation is organized not-for-profit and for the following objects and purposes:

1. To serve as the homeowners Association for Trail's End, a subdivision in Osceola County, Florida.
2. To engage in any lawful act or activity for which not-for-profit corporations may be organized under the laws of the State of Florida.

ARTICLE FOUR
NO CAPITAL STOCK

This corporation shall not have authority to issue capital stock.

ARTICLE FIVE

MEMBERSHIP

Membership will consist of all the owners of lots in Trail's End subdivision, Osceola County, Florida.

Voting Rights. The Association shall have two classes of voting membership:

Class A. Class A Members shall be every person or entity who is a record owner of a fee simple or undivided fee simple title in any Lot and/or Living Unit with the exception of the Developer; Class A Members shall be entitled to one vote for each Lot and/or Living Unit; but, in no event shall more than one vote be cast with respect to any such Lot and/or Living Unit.

Class B. Class B Members shall be the Developer and the Class B Members shall have five (5) votes for each Lot and/or Living Unit owned by said Member until the 1st day of January, 2007, whereupon the Developer shall only have one (1) vote per Lot owned.

For the purposes of determining the votes allowed under this Section, when a Living Unit is counted, the Lot upon which such Living Unit is situated shall not be counted; and, notwithstanding anything to be contrary set forth herein, no tenant or lessees of a Lot or Living Unit shall be entitled to any voting rights in the Association; but said tenant or lessee shall, under Section 1 hereof, be a Member of the Association.

ARTICLE SIX

POWERS OF BOARD

The board of directors shall have all powers granted by Florida law, including, but not limited to, the power to make, alter, amend, or repeal the bylaws of the corporation from time to time.

ARTICLE SEVEN

DIRECTORS

The names and mailing addresses of the persons who are to serve as the first board of directors until their successors are elected and qualified are as follows:

John Robinson	5160 Moore Street, St. Cloud, Florida 34771
Michael Bast	1720 Rachel Lane, Kissimmee, Florida 34744
Rann Robinson	2001 Settler Avenue, St. Cloud, Florida 34771

The method of election of Directors for the corporation shall be as provided for in the By-Laws of the corporation.

ARTICLE EIGHT MERGER AND ANNEXATION

The corporation maybe merged with or consolidated into another surviving or consolidated association or, alternatively, the properties, rights and obligations of another association may, by operation of law, be added to the properties, rights and obligations of this association as a surviving corporation pursuant to a merger. The surviving or consolidated association shall administer the covenants and restrictions established by the Declaration of Covenants and Restrictions for Trail's End of Osceola Homeowners Association, Inc. together with the covenants and restrictions established upon any other properties related to the surviving or consolidated association as one scheme. No such merger or consolidation however shall affect any revocation, change, or addition to the covenants established by the Declaration of Covenants and Restrictions for Trail's End of Osceola Homeowners Association, Inc.

Either the developer or the corporation can add additional properties to the property subject to the Declaration of Covenants and Restrictions for Trail's End of Osceola Homeowners Association, Inc.

The term "developer" as related to these Articles of Incorporation shall mean R & B Properties, a Florida general partnership.

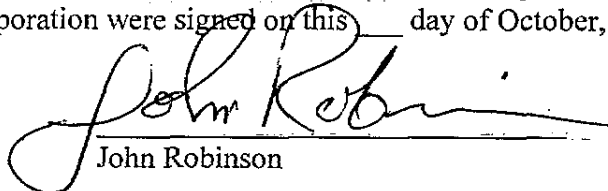
ARTICLE NINE INCORPORATOR

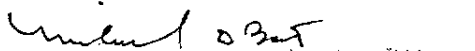
The name and residence of the incorporators are:

John Robinson 5160 Moore Street, St. Cloud, Florida 34771

Michael Bast 1720 Rachel Lane, Kissimmee, Florida 34744

IN WITNESS, these articles of incorporation were signed on this _____ day of October, 2002.


John Robinson


Michael Bast

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 21st day of October, 2002, by John Robinson, Personally Known _____ or Produced Identification X Type of Identification Produced a Driver's License.



Marilyn L. Abel
Notary Public
Printed: MARILYN L. ABEL
Commission Expires: Dec. 14, 2004

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 31st day of October, 2002, by Michael Bast, Personally Known _____ or Produced Identification X Type of Identification Produced a Driver's License.



Marilyn L. Abel
Notary Public
Printed: MARILYN L. ABEL
Commission Expires: Dec. 14, 2004

ACCEPTANCE OF REGISTERED AGENT

I, John Robinson, having been named to accept service of process for Trail's End of Osceola Homeowners Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 5160 Moore Street, St. Cloud, Florida 34771, hereby accept to act as Registered Agent for said corporation, and agree to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.

John Robinson
John Robinson