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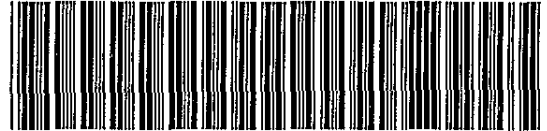
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LARRY M. STEWART, P.A.

Attorney at Law

73 S.W. Flagler Avenue
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Stuart, Florida 34995
(561) 283-8191
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December 2, 2002

Secretary of State
State of Florida
Corporate Records Division
The Capitol
Tallahassee, FL 32304

Re: WALTON LANDING PROPERTY OWNERS' ASSOCIATION, INC.

To Whom It May Concern:

Enclosed please find the original and a copy of the Articles of Incorporation of WALTON LANDING PROPERTY OWNERS' ASSOCIATION, INC., together with a check in the amount of \$78.75. Please file the Articles of Incorporation and return a copy for our file.

Sincerely yours,



LARRY M. STEWART

LMS/csy
encl

**ARTICLES OF INCORPORATION
OF
WALTON LANDING PROPERTY OWNERS' ASSOCIATION, INC.
A Florida Non-Profit Corporation**

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit pursuant to Chapter 617 of the Florida Statutes and do hereby adopt the following Articles of Incorporation:

ARTICLE I. - NAME

The name of the corporation is:

WALTON LANDING PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II. - PRINCIPAL OFFICE

The street address and mailing address of the principal office of the corporation is: 1034 SE Riverside Drive, Stuart, FL 34996.

ARTICLE III. - PURPOSE

The purposes for which the corporation is organized are:

- (a) To engage as a non-profit organization in protecting the value of the property of the Members of the Corporation.
- (b) To operate, manage, maintain and administer the affairs of the Property Owners' Association as defined and set forth in that certain Declaration of Covenants, Restrictions and Easements for Walton Landing (hereinafter "Declaration"), to be recorded in the Public Records of St. Lucie County, Florida.
- (c) To enter into and perform any contract and to exercise all powers and privileges granted by the Declaration and which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of the Property Owners' Association in accordance with the Declaration, and the By-Laws; and to exercise all powers and privileges permitted by the Florida Not-For-Profit Corporation Act, including, but not limited to, the establishment (and enforcement of payment) of charges and assessments and such other lawful activities as may be to the mutual benefit of the Members and their property.

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TALLAHASSEE, FLORIDA

ARTICLE IV. - MEMBERS

The corporation is to have members, and each Owner of a Lot, as those terms are defined in the Declaration shall be a member of the corporation and no other person or entity shall be entitled to membership. No Owner of a Lot shall be required to pay any consideration whatsoever solely for his membership in the corporation.

ARTICLE V. - REGISTERED AGENT

The name of the corporation's registered agent in the State of Florida is BETTY J. JORDAN, and the location of the registered office of the corporation in the State of Florida is 1034 SE Riverside Drive, Stuart, FL 34996.

ARTICLE VI. - DURATION

The duration of this corporation shall be perpetual.

ARTICLE VII. - LIMITATION

The corporation shall not engage in any activity involving pecuniary gain, incidentally or otherwise, to its members, and shall not pay dividends or other pecuniary remuneration, directly or indirectly, to its members. The corporation is not organized for profit and has no stated capital. The corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE VIII. - DIRECTORS

(a) The number of Directors of the corporation shall be fixed by the By-Laws of the corporation but shall not be less than three (3). The Directors of the Corporation shall be appointed by the Developer (as defined in the Declaration) until after conveyance by deed to individual Lot Owners other than the Developer of five-sixths (83⅓%) of the Lots in the Property subject to the Declaration. After such time, the Directors shall be elected by the Members in accordance with the provisions of the Declaration and the By-Laws of the corporation to serve in accordance with the terms of office established in the By-Laws.

(b) The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as initial Directors are:

<u>Name</u>	<u>Address</u>
Betty J. Jordan	1034 SE Riverside Drive Stuart, FL 34996

Larry M. Stewart

1486 SW Alligator St.
Palm City, FL 34990

Sandra Leland

358 Cork Rd.
Port St. Lucie, FL

(c) Directors may take any action which they are required or permitted to take without a meeting on written consent, setting forth the action so taken, signed by all of the Directors entitled to vote thereon.

ARTICLE IX. - INCORPORATOR

The names and addresses of the incorporator of the corporation is as follows:

Name:

Address:

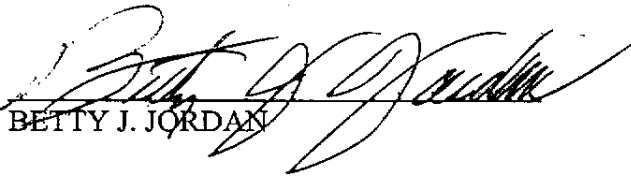
Betty J. Jordan

1034 SE Riverside Dr.
Stuart, FL 34996

ARTICLE X. - AMENDMENT

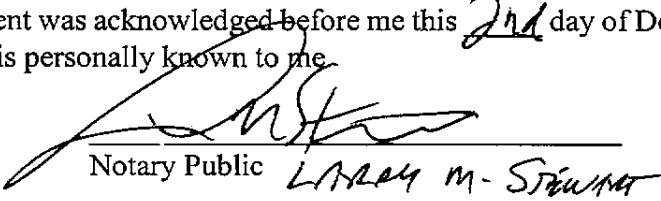
These Articles of Incorporation may be amended by the affirmative vote of five-sixths (83- $\frac{1}{3}$ %) of all membership votes.

IN WITNESS WHEREOF, the undersigned has affixed her signature this 2nd day of December, 2002.


BETTY J. JORDAN

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 2nd day of December, 2002 by BETTY J. JORDAN, who is personally known to me.


Notary Public LARRY M. STEWART

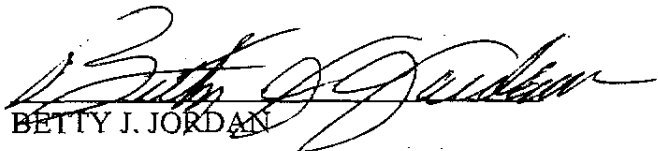
(Notary Seal)



Larry M. Stewart
MY COMMISSION # DD121495 EXPIRES
May 29, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

I, BETTY J. JORDAN, of 1034 SE Riverside Drive, Stuart, FL 34996, having been designated as Registered Agent to accept service of process for the above stated corporation, hereby accepts the appointment as registered agent and agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position of Registered Agent under Section 617.0501, Florida Statutes.


BETTY J. JORDAN

Date: December 2, 2002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA