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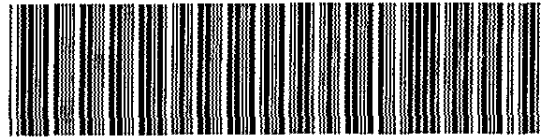
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WILLIAM J. NIELANDER, P.A.

ATTORNEY AT LAW

WILLIAM J. NIELANDER

Email: wjn@nielander.com
www.nielander.com



January 15, 2003

172 E. INTERLAKE BLVD.
LAKE PLACID, FL 33852
863-465-8181
FAX - 863-465-5614
SEBRING 863-385-0303

Florida Department of State
Division of Corporations
ATTN: NEW FILINGS SECTION
P.O. Box 6327
Tallahassee, FL 32314

Re: LAKE PLACID LAKE ASSOCIATION, INC. (A Non-Profit Corporation)

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for the above-referenced corporation. Please file the original in your office, and return one (1) copy to me. I am including my check in the amount of \$70.00 to cover the filing fee.

Thank you for your kind assistance.

Yours sincerely,

A handwritten signature in black ink, appearing to read "William J. Nielander".

William J. Nielander

WJN/cw

Enclosures

cc: Lake Placid Lake Association, Inc.

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ARTICLES OF INCORPORATION
OF
LAKE PLACID LAKE ASSOCIATION, INC.
(A Non-Profit Corporation)

03 JAN 17 PM 4: 26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a non-profit corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is: LAKE PLACID LAKE ASSOCIATION, INC.

ARTICLE II. PURPOSES

ARTICLE II. PURPOSES

The purposes are:

To operate a home owner's type association to represent homeowners on Lake Placid (Lake Childs), and related purposes.

ARTICLE III. POWERS

For such purposes, and operating without profit, and in the manner herein stated, unless otherwise provided in the Bylaws, the corporation shall have the power to:

- (a) Have succession by its corporate name for the period set forth in its Articles of Incorporation.
- (b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (c) Adopt, use, and alter a common corporate seal. However, such seal must always contain the words, "corporation not for profit."
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
- (e) Adopt, change, amend, and repeal Bylaws, not inconsistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

- (f) Increase, by a vote of its members cast as the Bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number of in excess thereof.
- (g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its property, franchises, or income.
- (h) Conduct its affairs, carry on its operations, and have offices and exercise the powers set forth in this article in any state, territory, district, or possession of the United States or any foreign country, to the extent that such purposes are not forbidden by the law of such place.
- (i) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated. Provided further, that:
 - (1) Assets or property held in trust for the corporation or by the corporation for its corporate purposes as herein stated shall be segregated and identified as being so held, and shall not be held without disclosure of the fiduciary capacity in which they are held.
 - (2) The corporation shall not engage in any transaction prohibited by Section 593(c) of the United States Internal Revenue Code as now enacted or as it may hereafter be amended.
 - (3) The corporation shall not apply accumulation of income in any manner which may subject it to denial of exemption as provided in Section 504 of the United States Internal Revenue Code as now enacted, or as it may hereafter be amended.
- (j) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.
- (k) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
- (l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.
- (m) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested, except as prohibited by §617.0833.
- (n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.
- (o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
- (p) Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.
- (q) The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of Florida.

ARTICLE III. MEMBERS

Membership shall be open to all persons interested in the work of the corporation and who have been approved by the Board of Directors and who have paid the established dues.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. ADDRESS

The street address of the corporation in the State of Florida is Post Office Box 1025, Lake Placid, Florida 33862-1025. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS AND DIRECTORS

The affairs of the corporation are to be managed by a Chairman, Vice-Chairman, Secretary, Treasurer, and a Board of not less than three (3), more than five (5) Directors, and by such other officers of the corporation as the corporation may hereafter see fit to name and designate, or as may be provided in the Bylaws. The Officers and Directors shall be elected at the annual meeting of the members of LAKE PLACID LAKE ASSOCIATION, INC., and hold office in accordance with the Bylaws. Officers and Directors who are to manage the affairs of this corporation until the first election under the charter shall be as follows:

MERLE J. GOODRICH, President
2665 Placid View Drive, Lake Placid, Florida 33852

CHARLES JOHNS, Vice-President
121 Sunset Drive, Lake Placid, Florida 33852

JAN BARNEY, Secretary
3719 Placid View Drive, Lake Placid, Florida 33852

EDWARD P. ELLIG, Treasurer
3529 Placid View Drive, Lake Placid, Florida 33852

ARTICLE VIII. SUBSCRIBERS

The names and street addresses of each subscriber to these Articles of Incorporation are:

NAME	ADDRESS
MERLE J. GOODRICH	2665 Placid View Drive, Lake Placid, Florida 33852

CHARLES JOHNS
121 Sunset Drive, Lake Placid, Florida 33852

JAN BARNEY
3719 Placid View Drive, Lake Placid, Florida 33852

EDWARD P. ELLIG
3529 Placid View Drive, Lake Placid, Florida 33852

The subscribers of these Articles of Incorporation hereby assign to this corporation their rights under Section 617, Florida Statutes, to constitute a corporation.

ARTICLE IX. AMENDMENT OF
ARTICLES OF INCORPORATION AND BYLAWS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or in the Bylaws in the manner now or hereafter prescribed by law. Each amendment and the initial Bylaws must be approved by a majority of the members entitled to vote thereon.

ARTICLE XI. NON-PROFIT CHARACTER

This corporation is one which does not contemplate pecuniary gain or profit to the members, directors or officers. Upon dissolution of the corporation all corporate assets remaining after payment of all liabilities shall be distributed to charitable, religious, scientific, literary or educational organizations.


ARTICLE XII. REGISTERED OFFICE
AND REGISTERED AGENT

The corporation hereby designates as its registered office 172 E. Interlake Blvd., Lake Placid, Florida 33852, and its Registered Agent, William J. Nielander, Esq. for service of process.

IN WITNESS WHEREOF, we, the undersigned subscribers, have hereunto set our hands and seals this day of October, 2002, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and we hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.


MERLE J. GOODRICH


CHARLES JOHNS



JAN BARNEY


EDWARD P. ELLIG

STATE OF FLORIDA
COUNTY OF HIGHLANDS

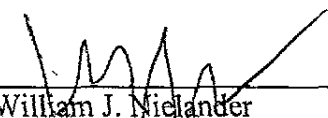
~~January~~ THE FOREGOING INSTRUMENT was acknowledged before me this 14th day of ~~October~~, 2003, MERLE J. GOODRICH, CHARLES JOHNS, JAN BARNEY and EDWARD P. ELLIG, who are personally known to me or who produced their _____ as identification.




Notary Public,
State of Florida at Large

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


William J. Nielander
Registered Agent