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ARTICLES OF INCORPORATION OF

Brandywine Apartments Resident Association, Inc.

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation" is

Brandywine Apartments Resident Association, Inc.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, office of the Corporation, of any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by the bylaws.

ARTICLE V

The initial street address in the State of Florida, City of Jacksonville, of the initial registered office of the Corporation is: 3127 Phoenix Avenue, and the name of the initial registered agent at such address is:

Faye Annette Battle

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial board of directors shall consist of at least three (3) members, who need not be residents of the State of Florida.

ARTICLE VIII

The names and addresses of the persons who shall serve as directors until the first annual meeting of members, or until their successors shall be been elected and qualified are as follows:

Nicola Johnson 3127 Phoenix Avenue Jacksonville, FL 32206

Antonia Washington, President 3127 Phoenix Avenue, Apt. 153 Jacksonville, FL 32206

Evelyn Gist, Vice President 3127 Phoenix Avenue, Apt. 155 Jacksonville, FL 32206

Charlotte Carpenter, Secretary 3127 Phoenix Avenue, Apt. 153 Jacksonville, FL 32206

Katherine Jones, Treasurer 3127 Phoenix Avenue, Apt. !71 Jacksonville, FL 32206

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS IN THIS STATE

FILED O3 SEP 15 MII: 39 EEEE ASSEE FLENTS:

Brandywine Apartments Resident Association, Inc.

The following is submitted in compliance with law.

Brandywine Apartments Resident Association, a not-for-profit corporation organizing under the laws of the State of Florida with its principal office located at:

3127 Phoenix Avenue Jacksonville, FL 32206

hereby designates Dr. Faye A. Battle as its agent at that address to accept service or process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law.

Registerea Agent Dr. Faye A. Battle

BEFORE ME, the undersigned authority, this day personally appeared Dr. Faye A. Battle, who is personally known to me or who showed Drivers Licenses, as identification and who did/did not take an oath and who, after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purpose expressed therein.

WITNESS my hand and official seal in the County of Duval, and State of Florida, this 7th Day of August, 2003.

My Commission DD178547
Expires February 18, 2007

Notary Public

State of: <u>Floaide</u>
My Commission Expires: <u>Februars</u>

Tebenery 18, 2007

ARTICLE IX

The names and addresses of the initial incorporators are as follows:

`President	Antonia Washington, 3127 Phoenix Avenue, Apt. 153
Vice President	Jacksonville, FL 32206 Evelyn Gist, 3127 Phoenix Avenue, Apt. 155 Jacksonville, FL 32206
Treasurer	Katherine Jones, 3127 Phoenix Avenue, Apt. 171 Jacksonville, FL 32206
IN WITNESS WHEREOF, the Incorporation at:	undersigned have made and subscribed to the Article of
	3127 Phoenix Avenue
	Jacksonville, FL 32206
	Duval County
The foregoing increment was acknown County of Duval, State of Florida, by	vledged before me this day of August at Jacksonville, y the above incorporators who are personally known to me or

(SEAL)

who showed ______ as identification and who did/did not take an oath.

State of:

My Commission Expires: Ofebruary 18, 2007