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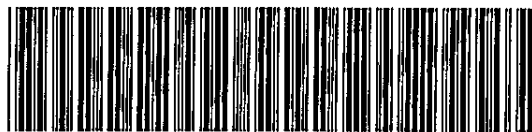
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JUL 13 2004
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7/14/04

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July 8, 2004

Florida Secretary of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

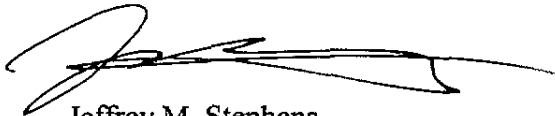
Re: Articles of Organization – “Chelsea Plaza Owners Association, Inc.”

Dear Secretary of State:

Enclosed for filing you will find two original Articles of Organization for “Chelsea Plaza Owners Association, Inc.” Also enclosed is a check in the amount of \$70 to cover the filing fee. Please file and return a file stamped original to this office for our client’s records.

Thank you in advance and please call if you have any questions or if I can provide additional information.

Very truly yours,

A handwritten signature in black ink, appearing to read "Jeffrey M. Stephens", with a long horizontal flourish extending to the right.

Jeffrey M. Stephens

Enclosures

ARTICLES OF INCORPORATION
OF
CHELSEA PLAZA OWNERS ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT

FILED
JUL 12 PM 3:55
TALLAHASSEE, FLORIDA

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, and adopt the following articles of incorporation:

ARTICLE I. NAME

The name of this corporation is CHELSEA PLAZA OWNERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "association", these articles of incorporation as the "articles" and the bylaws of the association as the "bylaws".

ARTICLE II. PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be: 31 Driftwood Court, Santa Rosa Beach, Florida 32459.

ARTICLE III. TERM OF EXISTENCE

The association shall have perpetual existence.

ARTICLE IV. PURPOSE

This association is organized for the purpose of providing an entity for the operation of a commercial condominium located in Okaloosa County, Florida, and known as CHELSEA PLAZA, created pursuant to the declaration of Condominium.

ARTICLE V. MANNER OF ELECTION OF DIRECTORS

The manner in which directors are elected or appointed shall be as stated in the bylaws.

ARTICLE VI. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is and the name of the initial registered agent of this corporation and that address is Teresa A. Larson, 31 Driftwood Court, Santa Rosa Beach, Florida 32459.

ARTICLE VII. FIRST BOARD OF DIRECTORS

The number of persons constituting the first board of directors shall be one (1) and his/her name and address is as follows:

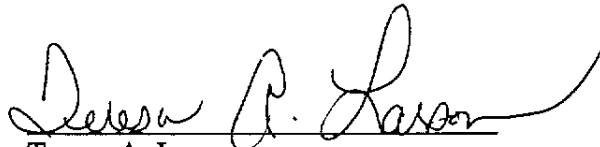
Teresa A. Larson 31 Driftwood Court, Santa Rosa Beach, Florida 32459

ARTICLE VIII. INCORPORATOR

The names and address of the incorporator to these articles is as follows:

Teresa A. Larson 31 Driftwood Court, Santa Rosa Beach, Florida 32459

The undersigned incorporator has executed these Articles of Incorporation this 8th day of July, 2004.


Teresa A. Larson
Incorporator

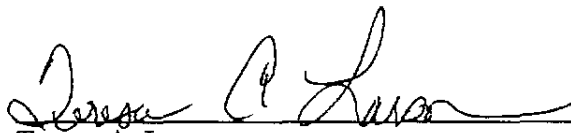
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Chelsea Plaza Owners Association, Inc.
2. The name and address of the registered agent and office is Teresa A. Larson
31 Driftwood Court, Santa Rosa Beach, Florida 32459.

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for CHELSEA PLAZA OWNERS ASSOCIATION, INC. at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Teresa A. Larson
Registered Agent

DATED: 7/8/04