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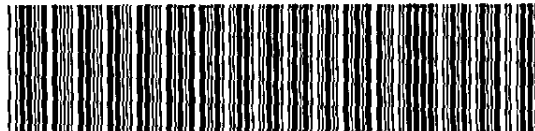
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February 10, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Racoon Point Owners Association, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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ARTICLES OF INCORPORATION

FOR

RACCOON POINT OWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I

The name of the corporation, herein called the "Association", is Racoon Point Owners Association, Inc. and it's address is 27500 Bayshore Drive, Bonita Springs, Florida 33932.

ARTICLE II

PURPOSE AND POWERS

The purpose for which the Association is organized is to provide an entity for the ownership and operation of a paved roadway located in Lee County, Florida known as Bayshore Drive. The Association is organized and shall exist upon a non-stock basis as a not-for-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, and as provided in these Articles and the By-Laws of the Association; and it shall have all the powers and duties reasonably necessary to own and maintain Bayshore Drive, including but not limited to the following:

- A. To make and collect assessments against Members of the Association to defray the costs, expenses and losses of the Association, and to use the proceeds of assessments in the exercise of its powers and duties.
- B. To maintain, repair, replace and operate the Association Property.
- C. To purchase insurance upon the Association Property for the protection of the Association, its members, and their mortgagees.
- D. To reconstruct improvements after casualty and to make further improvements of the Association property.

ARTICLE III
MEMBERSHIP

- A. The Members of the Association shall be as provided in the By Laws.
- B. Change of membership shall be established by recording in the Public Records of Lee County, Florida, a deed or other instrument and by the delivery to the Association of a copy of such instrument.
- B. The share of a Member in the funds and assets of the Association cannot be assigned, or transferred in any manner except as provided in the By Laws.
- C. Voting rights in the Association shall be as provided in the By Laws.

ARTICLE IV
TERM

The term of the Association shall be perpetual.

ARTICLE V
BY-LAWS

The By-Laws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI
AMENDMENTS

Except as otherwise provided by Florida law, these Articles of Incorporation may be amended by vote of a majority of the voting interest at any annual or special meeting, or by approval in writing of the owners of a majority of the Members without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a copy of the proposed Amendment.

An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Lee County, Florida.

ARTICLE VII
DIRECTORS AND OFFICERS

- A. The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the By-Laws.

B. Directors of the Association shall be elected by the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

C. The business of the Association shall be conducted by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator is:

Kathleen C. Passidomo
2640 Golden Gate Parkway
Suite 305
Naples, Florida 34105

ARTICLE IX
INITIAL DIRECTORS

The initial Directors of the Association and their addresses shall be:

Carrie Ashton	27544 Bayshore Drive, Bonita Springs, Florida 33932
Barbara Williams	27548 Bayshore Drive, Bonita Springs, Florida 33932
Lou Holzinger	27528 Bayshore Drive, Bonita Springs, Florida 33932

ARTICLE X
INITIAL REGISTERED AGENT:

The initial registered office of the Association shall be at:

2640 Golden Gate Parkway, Suite #305
Naples, Florida 34105

The initial registered agent at said address shall be:

KATHLEEN C. PASSIDOMO

ARTICLE XI
INDEMNIFICATION

The Association shall indemnify every Director and every officer of the Association against all expenses and liabilities including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not apply to:

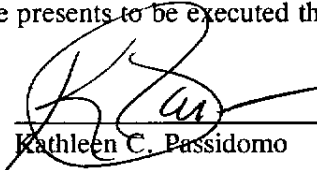
A. Gross negligence or willful misconduct in office by any Director or officer.

B. Any criminal action, unless the Director or officer acted in good faith and in a manner he reasonably believed was in, not opposed to, the best interest of the Association, and had no reasonable cause to believe his action was unlawful.

To the extent that a Director or officer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in subsection (1) or subsection (2), or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

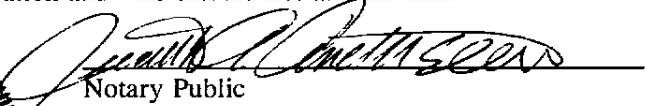
WHEREFORE, the incorporator has caused these presents to be executed this 8 day of Feb, 2005


Kathleen C. Passidomo

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 8 day of Feb, 2005, by Kathleen C. Passidomo who is personally known to me or who has produced _____, as identification and who did/did not take an oath.

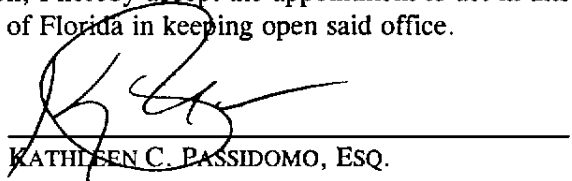



Notary Public

Printed Name

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for RACON POINT OWNERS ASSOCIATION, INC., at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office.


KATHLEEN C. PASSIDOMO, ESQ.

Dated: Feb. 8, 2005

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