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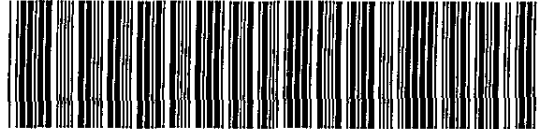
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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 27, 2005

THERESA RIDGEWAY
8777 SAN JOSE BLVD.
BUILDING A SUITE 200
JACKSONVILLE, FL 32217

SUBJECT: SOUTHLAKE OFFICE CENTER OWNERS ASSOCIATION, INC.
Ref. Number: W05000026765

We have received your document for SOUTHLAKE OFFICE CENTER OWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box, personal mail box (PMB), or mail drop-box address is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

Letter Number: 005A00038264

Crabtree & Fallan, P.A.

ATTORNEYS AND COUNSELORS AT LAW

8777 SAN JOSE BOULEVARD
BUILDING A, SUITE 200
JACKSONVILLE, FLORIDA 32217

R. R. CRABTREE
SCOTT W. FALLAN

A. M. CRABTREE, JR.
(1924-1995)

RECEIVED

05 JUN -8 PM 2:46

TELEPHONE (904) 732-9701

TELECOPIER (904) 732-9702

FLORIDA DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

June 7, 2005

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399
Attn: Suzanne Hawkes, Doc. Specialist

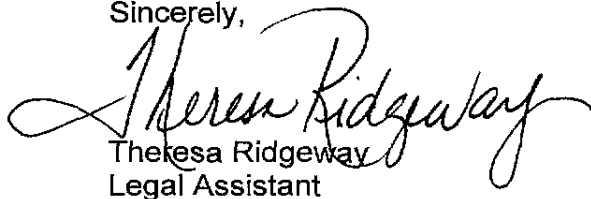
RE: Southlake Office Center Owners Association, Inc.

Dear Suzanne:

Enclosed please find an original a copy of the revised Articles of Incorporation listing a street address for the Registered Agent and a copy of your transmittal letter to me dated May 27th, 2005. Please file the enclosed Articles and return same to me at together with the State's certificate your earliest opportunity.

Thank you most cordially for your assistance in this regard. Should you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,


Theresa Ridgeway
Legal Assistant

/tr
Enclosure

Crabtree & Fallan, P.A.

ATTORNEYS AND COUNSELORS AT LAW

8777 SAN JOSE BOULEVARD
BUILDING A, SUITE 200
JACKSONVILLE, FLORIDA 32217

R. R. CRABTREE
SCOTT W. FALLAR

A. M. CRABTREE, JR.
(1924-1995)

TELEPHONE (904) 732-9701
TELECOPIER (904) 732-9702

May 26, 2005

Via Federal Express

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399


RE: Southlake Office Center Owners Association, Inc.

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Organization of the above-referenced Florida corporation together with our firm check in the amount of \$78.75 representing the filing fee. Please file the enclosed Articles of Incorporation and return same to me at together with the State's certificate your earliest opportunity.

Thank you most cordially for your assistance in this regard. Should you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,


Theresa Ridgeway
Legal Assistant

/tr
Enclosure

**ARTICLES OF INCORPORATION
OF
SOUTHLAKE OFFICE CENTER
OWNERS ASSOCIATION, INC.**

FILED
05 JUN -7 PM 4:45
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is SOUTHLAKE OFFICE CENTER OWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office of the Association is located at P.O. Box 3153, Ponte Vedra Beach, Florida 32004.

ARTICLE III - DURATION

The Association shall have perpetual duration.

ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Units and Common Area within that certain tract of property described as:

See Exhibit "A" Attached

SUBJECT, however, to building restriction lines, easements, dedicated roads, and streets, and other matters shown on said plat.

and to promote the health, safety and welfare of the owners within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Clerk, Circuit Court, in and for Duval County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to execute any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida may now or hereafter have or exercise.

ARTICLE V - MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit which is subject to assessment by the Association.

ARTICLE VI- VOTING RIGHTS

The Association shall have two classes of voting membership:

(i) Class A. Class A Members shall be all Owners with the exception of the Developer while the Developer is a Class B Member. Class A Members shall be entitled to one vote for each Unit such Class A Member owns. When more than one person holds an interest in any Building Unit, other than as security for the performance of an obligation, all such persons shall be Members. The vote for such parcel shall be exercised as they determine by written designation to the Association, but in no event shall more than one vote be cast with respect to any Building Unit.

(ii) Class B. The Class B Member shall be the Developer, who shall be entitled to the number of votes equal to the number of votes held by all Class A Members, plus one. The Class B membership shall cease and be converted to Class A membership when the Developer no longer owns any property within the Property or when the Developer, in his sole discretion, elects to convert his Class B Membership to Class A Membership. When the Class B Membership ceases, the Class B Member shall be deemed a Class A Member entitled to the same number of votes on the same basis per acre as all other Class A Members.

ARTICLE VII - MANNER OF ELECTION OF OFFICERS AND DIRECTORS

The officers and directors are to be elected in accordance with the Corporate Bylaws. The names and addresses of the initial officers and directors are as follows:

Pike Hall, III	D/President	P.O. Box 3153 Ponte Vedra Beach, FL 32004
W.B. Towers, Jr.	D/VP	6215 Wilson Boulevard Jacksonville, FL 32210
Mark E. O'Connor	D/S/T	P.O. Box 3153 Ponte Vedra Beach, FL 32004

At the first meeting, the members shall elect two directors for a term of one year; and at the first annual meeting thereafter the members shall elect two directors for a period of two years, and two directors for a period of one year. Thereafter, at each annual meeting, the members shall elect two new directors for a period of two years.

ARTICLE VIII - AMENDMENTS

These Articles may be amended upon a resolution duly adopted by the Board of Directors and the affirmative vote of Owners holding at least two-thirds (2/3) of the total Class "A" votes in the Association and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant.

ARTICLE IX - DISSOLUTION

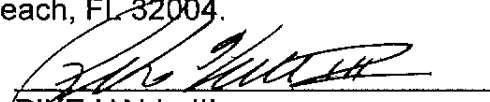
The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for the purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval or dissolution pursuant to Section 617.05, Florida Statutes.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

138 Muirfield Drive, Ponte Vedra Beach, FL 32082
Pike Hall, III, P.O. Box 3153, Ponte Vedra Beach, FL 32004, is hereby appointed the initial registered agent of this Association.

ARTICLE XI - INCORPORATOR

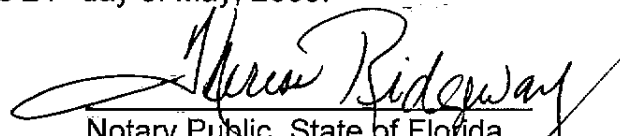
The name and street address of the Incorporator for these Articles of Incorporation is Pike Hall, III, P.O. Box 3153, Ponte Vedra Beach, FL 32004.

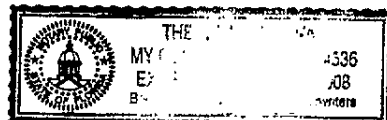

PIKE HALL, III

STATE OF FLORIDA
COUNTY OF DUVAL

Before me, the undersigned Notary Public, in and for said County and State, personally appeared PIKE HALL, III, who is personally known to me and who, after first duly sworn, deposes under oath and said that the foregoing Articles were prepared under his direction and that he had knowledge of the facts stated therein, that said facts are true, and that he executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal this 24th day of May, 2005.


Notary Public, State of Florida
My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

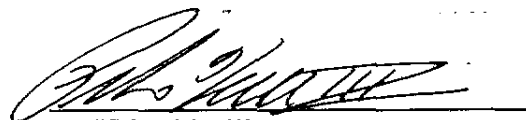
IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

FIRST THAT SOUTHLAKE OFFICE CENTER OWNERS ASSOCIATION, INC., WITH ITS
PLACE OF BUSINESS AT P.O. Box 3153, PONTE VEDRA BEACH, FL 32004, HAS
NAMED PIKE HALL, III, 138 Muirfield Dr., Ponte Vedra Beach, FL 32082 AS
ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.


PIKE HALL, III, INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED ABOVE, I HEREBY AGREE TO
ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

DATED: May 24th, 2005.


PIKE HALL, III
REGISTERED AGENT

FILED
05 JUN -7 PM 4:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Exhibit A

Parcel D

A portion of Section 20, Township 5 South, Range 28 East, St. Johns County, Florida, being more particularly described as follows: COMMENCE at the Northeast corner of Tract D, as shown on the plat of Southlake Unit One, as recorded in Map Book 34, pages 4, 5, 6, 7, 8 and 9 of the public records of said County, said point lying on the Southerly right of way line of County Road No. 210 (a 100 foot public right of way as per State of Florida State Road Department Right of Way Map Section No. 7851-250, dated February 14, 1951); thence North 89 degrees 35 minutes 52 seconds East, along last said line, 262.01 feet; thence Southwesterly along the arc of a curve concave Southeasterly having a radius of 25.00 feet, through a central angle of 90 degrees 00 minutes 00 seconds, an arc distance of 39.27 feet to the Point of Tangency of said curve, said arc being subtended by a chord bearing and distance of South 44 degrees 35 minutes 52 seconds West, 35.36 feet; thence South 00 degrees 24 minutes 08 seconds East, 151.53 feet to the Point of Curvature of a curve concave Westerly, having a radius of 325.00 feet; thence Southerly along the arc of said curve, through a central angle of 36 degrees 31 minutes 13 seconds, an arc distance of 207.16 feet to a Point of Reverse Curvature, said arc being subtended by a chord bearing and distance of South 17 degrees 51 minutes 28 seconds West, 203.67 feet; thence Southwesterly along the arc of a curve concave Southeasterly, having a radius of 263.83 feet, through a central angle of 04 degrees 31 minutes 34 seconds, an arc distance of 20.84 feet to the Point of Beginning, said arc being subtended by a chord bearing and distance of South 33 degrees 51 minutes 18 seconds West, 20.84 feet; thence South 55 degrees 35 minutes 02 seconds East, 77.99 feet to the Point of Curvature of a curve concave Northerly, having a radius of 45.00 feet; thence Easterly along the arc of said curve, through a central angle of 34 degrees 49 minutes 06 seconds, an arc distance of 27.35 feet to the Point of Tangency of said curve, said arc being subtended by a chord bearing and distance of South 72 degrees 59 minutes 35 seconds East, 26.93 feet; thence North 89 degrees 35 minutes 52 seconds East, 313.85 feet; thence North 11 degrees 58 minutes 51 seconds East, 84.57 feet; thence North 00 degrees 24 minutes 08 seconds West, 59.65 feet; thence North 89 degrees 35 minutes 52 seconds East, 42.70 feet; thence South 51 degrees 48 minutes 25 seconds East, 81.50 feet; thence South 19 degrees 50 minutes 25 seconds West, 351.23 feet to a point lying on the Northerly

line of Tract B as shown on the plat of Southlake Unit 2-A, as recorded in Map Book 37, pages 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78 and 79 of said public records, said point also lying in the Northerly boundary line of said last mentioned plat; thence South 89 degrees 35 minutes 52 seconds West, along last said line and along the Northerly line of a 125 foot power line easement described in deed recorded in Official Records Book 557, page 494 of the public records of said County, 451.25 feet; thence North 01 degrees 17 minutes 45 seconds East, 158.82 feet to the Point of Curvature of a curve concave Easterly, having a radius of 263.83 feet; thence Northerly along the arc of said curve, through a central angle of 30 degrees 17 minutes 46 seconds, an arc distance of 139.50 feet to the Point of Beginning, said arc being subtended by a chord bearing and distance of North 16 degrees 26 minutes 38 seconds East, 137.89 feet.

Parcel E

A portion of Section 20, Township 5 South, Range 28 East, St. Johns County, Florida, being more particularly described as follows: COMMENCE at the Northeast corner of Tract D, as shown on the plat of Southlake Unit One, as recorded in Map Book 34, pages 4, 5, 6, 7, 8 and 9 of the public records of said County, said point lying on the Southerly right of way line of County Road No. 210 (a 100 foot public right of way as per State of Florida State Road Department Right of Way Map Section No. 7851-250, dated February 14, 1951); thence South 00 degrees 24 minutes 08 seconds East, along the Easterly boundary line of said Southlake Unit One; a distance of 241.77 feet; thence South 45 degrees 52 minutes 03 seconds West, continuing along last said line, 18.71 feet to the Point of Beginning; thence South 50 degrees 54 minutes 59 seconds East, 170.05 feet to a point lying on a curve concave Easterly, having a radius of 313.83 feet; thence Southerly along the arc of said curve, through a central angle of 29 degrees 49 minutes 54 seconds, an arc distance of 163.40 feet to the Point of Tangency of said curve, said arc being subtended by a chord bearing and distance of South 16 degrees 12 minutes 42 seconds West, 161.56 feet; thence South 01 degrees 17 minutes 45 seconds West, 7.69 feet; thence North 76 degrees 50 minutes 43 seconds West, 204.19 feet to a point lying on the Easterly line of said Tract D, said point also being the Easterly boundary line of said Southlake Unit One; thence North 13 degrees 09 minutes 17 seconds East, along last said line, 152.45 feet; thence North 45 degrees 52 minutes 03 seconds East, continuing along last said line, 107.87 feet to the Point of Beginning.