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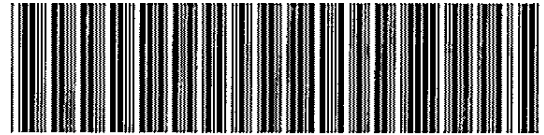
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 555110 81597A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 22, 2005

ORDER TIME : 10:59 AM

ORDER NO. : 555110-010

CUSTOMER NO: 81597A

CUSTOMER: Jamie B. Greusel, Esq.
Jamie B. Greusel, Esquire

1104 North Collier Boulevard

Marco Island, FL 34145

DOMESTIC FILING

NAME: PINE PLAZA SOUTH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

FOR

PINE PLAZA SOUTH, 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

NAME: The name of the corporation, hereinafter called "Condominium Association" is PINE PLAZA SOUTH, INC. and the corporate office address is 1810 J & C Blvd., #10, Naples, FL 34109.

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Condominium Association is organized is to provide an entity in accordance with the Condominium Act for the operation of Pine Plaza South, a Condominium, located in Collier County, Florida.

The Condominium 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 earning of the Condominium Association shall be distributed or inure to the private benefit of any member, director or officer of the Condominium Association. For the accomplishment of its purposes, the Condominium 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 Amended and Restated Articles of Incorporation, the Amended and Restated Declaration of Condominium, and the Amended and Restated By-laws or the Florida Condominium Act, as they may be amended from time to time.

The Condominium Association shall have all the powers and duties reasonably necessary to operate the condominium pursuant to the Amended and Restated Declaration and as it may hereafter be amended, including, but not limited to, the following:

A. To make and collect assessments against the members of the Association in order to defray the costs, expenses and losses of the Association,

and to use the proceeds of said assessments in the exercise of its powers and duties;

B. To protect, maintain, repair, replace and operate the Condominium property and Association property;

C. To purchase insurance on the Condominium property and Association property for the protection of the Association, its members and their mortgagees;

D. To make, amend, and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association;

E. To approve or disapprove the transfer, mortgage, ownership and occupancy of units, as provided by the Declaration of Condominium and the Restated By-laws;

F. To reconstruct improvements after casualty and to make further improvements of the property;

G. To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-laws and any Rules and Regulations of the Association, as amended;

H. To contract for the management and maintenance of the Condominium and the Condominium Property, and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Condominium Association;

I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for the proper operation of the Condominium;

J. To acquire real and personal property in the name of the Association;

K. To borrow money, if necessary, to perform its other functions hereunder.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Condominium, these Articles of Condominium, and the By-laws, as may be amended from time to time.

ARTICLE III

MEMBERSHIP: The members of the Association shall consist of all record owners of a fee simple interest in one or more units in the Condominium, and as further provided in the By-laws. After termination of the Condominium, the members shall consist of those who are members at the time of such termination. After receiving approval of the Association as required by the Declaration of Condominium, change of membership shall be established by recording in the Public Records of Collier County, Florida, a deed or other instrument and by delivery to the Association of a copy of such instrument. The share of a member in the funds and assets of the Association cannot be assigned or otherwise transferred in any manner except as an appurtenance to his unit. The owners of each unit, collectively, shall be entitled to one vote in the Association matters as set forth in the Declaration of Condominium and By-laws. The manner of exercising voting rights shall be as set forth in the By-laws.

ARTICLE IV

TERM: The term of the Condominium Association shall be perpetual.

ARTICLE V

INCORPORATORS: The names and addresses of the incorporators of these Articles of Incorporation are:

DARRYL J. DAMICO 1810 J & C Blvd., #10, Naples, FL 34109

DAVID RITCHIE 12435 Collier Blvd. #106, Naples, FL 34116

ARTICLE V

BY-LAWS: The By-laws of the Condominium Association may be amended or rescinded in the manner provided for therein.

ARTICLE VI

AMENDMENTS: Except as otherwise provided under Florida law, these Articles of Incorporation may be amended if the proposed amendment is approved by at least two-thirds (2/3rds) of the voting interests who are present, in person or by proxy, at any duly called membership meeting, or by approval in writing of the owners of a majority of the units without a meeting, provided that

notice of any proposed amendment has been given to the members of the Condominium Association and that the notice contains a copy of the proposed Amendment. Any amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Collier County, Florida.

ARTICLE VII

DIRECTORS AND OFFICERS: The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the By-laws, but in any event no less than three (3) Directors. All Directors shall be elected by the members in the manner detailed in the By-laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-laws. The officers shall conduct the business of the Association, and shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Condominium Association and shall serve at the pleasure of the Board.

The initial members of the Board of Directors are:

Darryl J. Damico 1810 J & C Blvd., #10, Naples, FL 34109



David Ritchie 12435 Collier Blvd. #106, Naples, FL 34116

Brenda Hartman 1810 J&C Blvd. #10, Naples, FL 34109

ARTICLE VIII

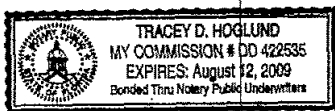
INDEMNIFICATION: The Association shall indemnify every Director and every officer of the Association against all expenses and liabilities including attorney's fees incurred by or imposed on them in connection with any legal proceeding to which he may become a party as a result of his position as an officer or director of the Association, provided, however, said indemnification shall not apply in the event of gross negligence or willful misconduct of the Director or officer, or in any criminal action, unless the Director or officer acted in good faith and in a manner he reasonably believed was in the best interest of the Condominium Association.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation on the 19th day of August, 2005.



DARRYL J. DAMICO

DAVID RITCHIE

COUNTY OF COLLIER
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 19 day of Aug, 2005 by Darryl J. Damico and David Ritchie, who are personally known to me or who have produced _____ (type of identification) as identification and who did (did not) take an oath.



(SEAL)

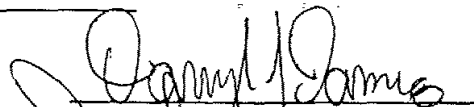


Notary Public Tracey D. Hoglund
(typed name)
My Commission Expires: 8-12-09
Commission # DD 422535

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

In compliance with Florida Statutes the following is submitted:

PINE PLAZA SOUTH, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1810 J & C Blvd, #10, Naples, FL 34109 has named Jamie B. Greusel, 1104 N. Collier Blvd., Marco Island, Florida 34145 as its agent to accept service of process within Florida.

Date: 8-19-05


DARRYL J. DAMICO

DAVID RITCHIE

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


JAMIE B. GREUSEL

This instrument prepared by:

Law Offices of Jamie B. Greusel
1104 N. Collier Blvd.
Marco Island, Florida 34145
(239) 394-8111