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8/22/05 As per your
request, corrections
have been made.
Please file.

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 15, 2005

ROSE SUNDSTROM & BENTLEY

SUBJECT: FIRST STREET TOWNHOUSES HOMEOWNERS ASSOCIATION,
INC.

Ref. Number: W05000038504

We have received your document for FIRST STREET TOWNHOUSES HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 245-6855.

Tammy Hampton
Document Specialist
New Filings Section

Letter Number: 405A00052028

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**ARTICLES OF INCORPORATION
OF
FIRST STREET TOWNHOUSES HOMEOWNERS ASSOCIATION, INC.**

(A Florida Not-for-Profit Corporation)

ARTICLE I.

NAME

The name of the corporation shall be FIRST STREET TOWNHOUSES HOMEOWNERS ASSOCIATION, INC. (the "Association").

ARTICLE II.

REGISTERED AGENT

The initial registered agent of the Association shall be Steve Brogdon, whose address is 92 278th Street, N.W., Steinhatchee, Florida 32359.

ARTICLE III.

PRINCIPAL OFFICE

The principal office of the Association is 92 278th Street, N.W., Steinhatchee, Florida 32359.

ARTICLE IV.

COMMENCEMENT AND DURATION

The Association's duration shall be perpetual, unless it is hereafter dissolved according to law.

ARTICLE V.

PURPOSES AND POWERS

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance,

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preservation and control of the Property (as defined in the Declaration) within that certain tract of land described on Exhibit "A", attached hereto and made a part hereof. Other purposes are as follows:

(a) to 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 Restrictive Covenants, Easements and Party Wall Agreement (***Declaration***), applicable to the Property and recorded or to be recorded in the Office of the Clerk of the Circuit Court in and for Taylor 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) to fix, levy, collect and enforce payment by any lawful means, all charges or Assessments pursuant to the terms of the Declaration; to pay all Common 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;

(c) to dedicate, sell or transfer all or any part of the Property (exclusive of any Lot) to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members;

(d) to have to exercise, any and all power, rights and privileges which a corporation may do and perform, including those generally allowed by the laws of Florida relative to nonprofit corporation, as now existing, or as the law may henceforth provide, as from time to time may be necessary or expedient to the exercise of any and all of its corporate functions, powers and rights.

ARTICLE VI.

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Home (as defined in the Declaration) which is subject by the Declaration 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 Lot which is subject to assessment by the Association. In the case of multiple ownership of a Lot or ownership of a Lot by a corporation, partnership or other entity, the record owner/s shall designate in writing to the Board of Directors one natural person who shall have the right to exercise the voting rights appurtenant to a Lot on behalf of the record owner/s.

ARTICLE VII.

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Homeowners (as defined in the Declaration) of Lots except the Declarant, who be entitled to one vote for each Lot owned. When more than one person holds an interest in a given Lot, all such persons shall be Members and the vote for the Lot shall be exercised as they determine among themselves, but in no event shall more than one vote be cast with respect to any Lot. If the owners of a Lot cannot agree as to how their vote shall be exercised, their vote shall not be counted.

Class B. The Class B member shall be the Declarant named in the Declaration, who

shall be entitled to exercise three (3) votes for each Lot owned by it. Class B membership shall cease and be converted to Class A membership when the total votes outstanding in Class A membership equal to the total votes outstanding in Class B membership, or on January 1, 2006, whichever first occurs, or upon voluntary cancellation by the Declarant. So long as there is Class B membership the following actions require prior approval of FHA/VA: Annexation of additional properties, dedication of common elements, dissolution, and amendment of the Articles of Incorporation.

ARTICLE VIII.

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of no more than five (5) nor less than three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-laws of the Association. The names and addresses of the persons who initially are to act in the capacity of directors until the selection of their successors in the manner provided in the By-Laws of the Association are:

<u>NAME</u>	<u>ADDRESS</u>
Steve Brogdon	92 278 th Street, N.W. Steinhatchee, Florida 32359
Donna Brogdon	92 278 th Street, N.W. Steinhatchee, Florida 32359
Gary L. Moser, Esq.	1706 N. Patterson Street Valdosta, GA 31603-1451

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the unanimous written consent of all Members. Upon dissolution of the Association, other than incident to a merger or

consolidation, the assets of the Association shall be distributed as provided in the Declaration.

ARTICLE IX.

INCORPORATOR

The name and address of the incorporator of these Articles is:


Steve Brogdon
92 278th Street, N.W.
Steinhatchee, Florida 32359

ARTICLE X.

AMENDMENTS

Amendments to these Articles of Incorporation shall be by resolution of a majority of the Members then entitled to vote.

The Association's incorporator, for the purpose of forming this not-for-profit corporation under the laws of Florida, has executed these Articles of Incorporation, on the date indicated next to his signature.


Steve Brogdon
Incorporator

August 4, 2005
Date

Exhibit "A"

Lots 11, 12, 13, 14, 15 and 16, Block 116, STEINHATCHEE SUBDIVISION, according to the Plat thereof recorded in Official Records Book 494, Page 466, of the Public Records of Taylor County, Florida, together with the easement recorded in Official Records Book 496, Pages 68-70, of the Public Records of Taylor County, Florida.

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

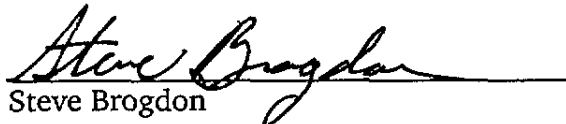
Pursuant to the provisions of Sections 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is the First Street Townhouses Homeowners Association, Inc.

The name and address of the registered agent and office is:

Steve Brogdon
92 278th Street, N.W.
Steinhatchee, Florida 32359

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION 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 RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.


Steve Brogdon

August 4, 2005

Date

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