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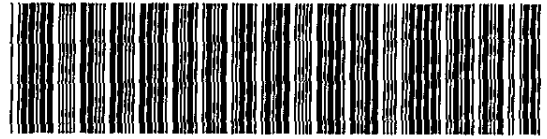
(Business Entity Name)

(Document Number)

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September 12, 2005

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

Applewood Professional Park Property 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 & last AR
- 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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 TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

September 13, 2005

UCC FILING & SEARCH SERVICES, INC.
1574 VILLAGE SQUARE BOULEVARD
SUITE 100
TALLAHASSEE, FL 32309

SUBJECT: APPLEWOOD PROFESSIONAL PARK PROPERTY OWNERS'
ASSOCIATION, INC.
Ref. Number: W05000042460

We have received your document for APPLEWOOD PROFESSIONAL PARK
PROPERTY 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are
elected or appointed be contained in the articles of incorporation or a statement
that the method of election of directors is as stated in the bylaws.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 005A00056506

*Please file as of the original
submission date.*

Claretha Golden
[Signature]

RECEIVED
25 SEP 14 PM 2:45
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
APPLEWOOD PROFESSIONAL PARK
PROPERTY OWNERS' ASSOCIATION, INC.**

2005 SEP 12 PM 3:23
TALLAHASSEE FLORIDA

**ARTICLE ONE
NAME**

The name of the corporation is **APPLEWOOD PROFESSIONAL PARK PROPERTY OWNERS' ASSOCIATION, INC.**

**ARTICLE TWO
DURATION**

The corporation shall have perpetual duration.

**ARTICLE THREE
PURPOSES AND POWERS**

The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. In way of explanation and not of limitation, the purposes for which it is formed are:

A. To be and constitute the Association to which reference is made in the Declaration of Condominium (hereinafter "Declaration"), as recorded in the Official Records of Marion County, Florida. To perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified in the Declaration, in the By-Laws and as provided by law.

B. To provide an entity for the furtherance of the interests of the Owners of units in the development.

In furtherance of its purposes, the corporation shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by the Board of Directors:

1. All of the powers conferred upon corporations not for profit by common law and the statutes of the State of Florida in effect from time to time.

2. All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws or the Declaration, including without limitation, the following:

(a) To fix and to collect assessments or other charges to be levied against the units;

(b) To manage, control, operate, maintain, repair and improve the Common Elements, and facilities and property subsequently acquired by the corporation, or any property owned by another, for which the corporation by rule, regulation, Declaration or contract has a right or duty to provide such services;

(c) To enforce covenants, conditions or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration, Articles, or By-Laws;

(d) To engage in activities which will actively foster, promote and advance the common interests of all Owners of units in the development;

(e) To buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal in and with real, personal and mixed property of all kinds and any right or interest therein for any purpose of the corporation;

(f) To borrow money for any purpose, subject to limitations contained in the By-Laws;

(g) To enter into, make, perform or enforce contracts of every kind and description; and to do all other acts necessary, appropriate or advisable in carrying out any purpose of the Association with or in association with any corporation or other entity or agency, public or private.

(h) To act as agent, trustee or other representative of other corporations, firms or individuals; and as such to advance the business or ownership interests of such corporation, firms or individuals;

(i) To adopt, alter and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, that such By-Laws may not be inconsistent with or contrary to any provision of the Declaration;

(j) To provide any and all supplemental municipal services as may be necessary or proper.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article Three are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article Three.

ARTICLE FOUR **MEMBERSHIP**

The corporation shall be a membership corporation without certificates or shares of stock.

The corporation shall have one class of membership. Members shall be those owners as defined in the Declaration.

ARTICLE FIVE
BOARD OF DIRECTORS

The business and affairs of the corporation shall be conducted, managed and controlled by a Board of Directors. The Board shall consist of not less than three, nor more than nine, members. The number and manner in which the directors and officers of the corporation are elected or appointed shall be as set forth in the corporation's Bylaws.

The names and addresses of the members of the initial Board of Directors, who shall serve until the first election of directors, are as follows:

Manuel F. DelCharco, Jr.	2801 SE 1 st Ave., Bldg. 100, Ocala, FL 34471
Karen DelCharco	2801 S.E. 1 st Ave., Bldg. 100, Ocala, FL 34471
Brian E. Ehlers	2801 SE 1 st Ave., Bldg. 200, Ocala, FL 34471

The Board may delegate such operating authority to such companies, individuals or committees as it, in its discretion, may determine.

ARTICLE SIX
DISSOLUTION

The corporation may be dissolved only as provided in the Declaration, By-Laws and by the laws of the State of Florida.

ARTICLE SEVEN
AMENDMENTS

These Articles may be amended as provided by Chapter 617, Florida Statutes, provided no amendment shall be in conflict with the Declaration and provided further no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

The By-Laws of Applewood Professional Park Property Owners' Association, Inc., may be made, altered or rescinded by the members of the Association consistent with the current Article Six, Section 5 of said By-Laws, which reads as follows:

These By-Laws may be amended by the members of the Association at any regular or special meeting duly called for the purpose, by the affirmative vote of a majority vote of the members of the Association in attendance, in person or by proxy. Notwithstanding the foregoing, those provisions of these By-Laws which are governed by said Declaration or by Florida law may not be amended, repealed or altered except as provided in the Declaration or by applicable law. No amendment to these By-Laws shall be effective to impair or dilute any rights of the holder of any mortgage encumbering any unit, unless such holder shall consent in writing thereto.

ARTICLE EIGHT
OFFICERS AND OFFICES HELD

The names of the original officers and the offices held by each of Applewood Professional Park Property Owners' Association, Inc., shall be as follows:

President	MANUEL F. DELCHARCO, JR.
Vice President	BRIAN E. EHLERS
Secretary	LAUREN DEIORIO
Treasurer	LAUREN DEIORIO

ARTICLE NINE
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the corporation's principal office and its mailing address shall be 2801 SE 1st Avenue, Building 100, Ocala, FL 34471.

ARTICLE TEN
REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is 2801 S.E. 1st Avenue, Bldg. 100, Ocala, FL 34471; and the initial registered agent at 2801 S.E. 1st Avenue, Bldg. 100, Ocala, FL 34471, is **MANUEL F. DELCHARCO, JR.**

ARTICLE ELEVEN
NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is **AVMAX INVESTMENTS, LLC**, a Florida limited liability company, 2801 S.E. 1st Avenue, Bldg. 100, Ocala, FL 34471.

AVMAX INVESTMENTS, LLC, a Florida
limited liability company

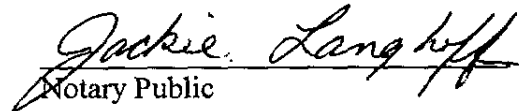
By: _____

MANUEL F. DELCHARCO, JR.
Its Manager

STATE OF FLORIDA
COUNTY OF MARION

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared MANUEL F. DELCHARCO, JR., to me well known to be the person described as the subscriber in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me he subscribed to those ARTICLES OF INCORPORATION.

WITNESS my hand and official seal in the County and State above named this 31ST day of August, 2005.


Notary Public

My Commission Expires:



Jackie Langhoff
MY COMMISSION # DD154546 EXPIRES
December 19, 2006
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for APPLEWOOD PROFESSIONAL PARK PROPERTY OWNERS' ASSOCIATION, INC., at the place designated in the ARTICLES OF INCORPORATION, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

DATED: August 31, 2005.


MANUEL F. DELCHARCO, JR.

2005 SEP 12 PM 3:23
TALLAHASSEE FLORIDA