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Alexander Woods Townhomes Homeowners' Association, Inc
(CORPORATE NAME AND DOCUMENT #)

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

ALEXANDER WOODS TOWNHOMES HOMEOWNERS' ASSOCIATION, INC.

A NOT-FOR-PROFIT FLORIDA CORPORATION

I, the undersigned natural person of legal age, citizen of the State of Florida, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopt the following articles of incorporation:

Article I.

The name of the corporation is ALEXANDER WOODS TOWNHOMES HOMEOWNERS' ASSOCIATION, INC. (hereinafter the "Association").

Article II.

The Association is a not-for-profit corporation.

Article III.

The period of the Association's duration shall be perpetual.

Article IV.

The Association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residence lots and common area within a certain tract of real property described in Exhibit A attached hereto, and to promote the health, safety, and welfare of the residents within the above-described property and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the Association will have the power to:

(a) Perform all of the duties and obligations of the Association as set forth in the certain Declaration of Covenants, Conditions, Restrictions and Easements for Alexander Woods Townhomes (the "Declaration") applicable to the property and to be recorded in the public records of County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the

Class B membership will cease and be converted to Class A membership as provided in the Declaration.

Article VIII.

The Association's affairs are managed by a Board of Directors initially composed of not less than three (3) Directors, but not more than the number specified in the Association's By-laws. The names and addresses of the persons who are to serve as the initial directors are:

William C. Everidge
1903 Masters Way
Plant City, FL 33566

Peter Abraham
6152 Delancey Station, Suite 105
Riverview, FL 33569

Joseph J. Massaro
3510 Shadowood Drive
Valrico, FL 33594

The number of Directors from time to time may be changed according to the Association's By-laws. The directors shall be elected pursuant to the By-laws of the Association.

Article IX.

On dissolution, the assets of the Association will be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets will be granted, conveyed, and assigned to any nonprofit corporation, Association, trust, or other organization organized and operated for such similar purposes.

Article X.

The name and street address of the incorporator is:

Peter Abraham
12911 Shadow Run Blvd.
Riverview, FL 33569

Article XI.

The initial mailing address of the Association shall be 6152 Delancey Station, Suite 105, Riverview, Florida 33569, which may be changed from time to time by the action of the Board of Directors.

conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed on the property of the Association;

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

(d) Have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and will be operated exclusively for the above purposes. The activities of the Association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member.

Article V.

The street address of the initial registered office of the Association is 121 North Collins Street, Plant City, Florida 33564, and the name of its initial registered agent at that address is Keith C. Smith, Esquire.

Article VI.

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the Association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association.


Article VII.

The Association will have two classes of voting members, which are defined as follows:

Class A. Class A members will include all owners with the exception of the Declarant, as that term is defined in the Declaration. Class A members will be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all of those persons will be members. The vote for such lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Class A members.

Class B. The Class B member will be the Declarant, as that term is defined in the Declaration. The Declarant will be entitled to three (3) votes for each lot owned. The

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 10th day of January, 2006.



Peter Abraham

Exhibit A

The North 1/2 of the North 1/2 of the SE 1/4 of the NE 1/4 of Section 5, Township 29 South, Range 22 East, Hillsborough County, Florida, LESS road AND LESS additional road right of way AND LESS the following parcel more particularly described as follows: Beginning at a 1/4 inch iron pipe at an intersection of the North boundary of the North 1/4 of the SE 1/4 of the NE 1/4 of Section 5, Township 29 South, Range 22 East, Hillsborough County, Florida, and the West right-of-way line of State Road No. 39 , run thence S. 00° 01'23" W., along the said West right-of-way line of State Road No. 39 a distance of 340.04 feet to a 5/8 inch rebar on the South boundary line of said North 1/4 of the SE 1/4 of the NE 1/4 of Section 5, Township 29 South, Range 22 East, run thence S. 89° 26'10" W. along said South boundary line a distance of 400.03 feet to a rebar & cap # 6522; run thence N. 00° 01'39" E., a distance of 340.23 feet to a rebar & cap #1062 on the North boundary of said North 1/4 of SE 1/4 of NE 1/4 of Section 5, Township 29 South, Range 22 East and thence run N. 89° 27'48" E. along said North boundary of North 1/4 of SE 1/4 of NE 1/4 of Section 5, Township 29 South, Range 22 East, a distance of 400.01 feet to the Point of Beginning.

Parcel Identification Number: 205160.4200

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned Non-Profit 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:

1. The name of the corporation is:

ALEXANDER WOODS TOWNHOMES HOMEOWNERS'
ASSOCIATION, INC.

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

Keith C. Smith, Esquire
121 North Collins Street
Plant City, Florida 33563


Peter Abraham

1-10-06

Dated

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED NON-PROFIT 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Keith C. Smith, Esquire

1-10-06

Dated