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ARTICLES OF INCORPORATION

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OF

ENTERPRISE PARK OWNERS ASSOCIATION INC.,

A FLORIDA NOT-FOR-PROFIT CORPORATION

Pursuant to the provisions of Chapter 617, Florida Statutes, as amended, the following are hereby adopted and filed as the Articles of Incorporation of this Florida not for profit corporation:

ARTICLE I - NAME

The name of this Corporation is:

Enterprise Park Owners Association Inc.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal place of business of the Corporation is:

9143 Phillips Highway Suite 540 Jacksonville, Florida 32256

The initial mailing address of the Corporation is:

9143 Phillips Highway Suite 540 Jacksonville, Florida 32256

ARTICLE III - DURATION

This Corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida. This Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

A. This Corporation is formed pursuant to Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

- B. This Corporation is organized for the purpose of providing an entity for the ownership, operation and maintenance of the Common Area of a professional office development more commonly known as ENTERPRISE PARK located in Clay County, Florida.
- C. This Corporation is organized for the purpose of enforcing the terms and provisions of the "Declaration of Covenants, Restrictions, Easements and Shared Maintenance of Enterprise Park" within the Common Area and within the Lots of Enterprise Park.
- D. This Corporation shall operate, maintain and manage the stormwater management system in a manner consistent with the St. Johns River Water Management District permit requirements and applicable District rules, and shall assist in the enforcement of the provisions, of the Declaration of Covenants, Restrictions, Easements and Shared Maintenance which relate to the stormwater management system.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Corporation is:

Bruce R. Kern 9143 Phillips Highway Suite 540 Jacksonville, Florida 32256

ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

- A. Board of Directors. The powers of this Corporation shall be exercised by, its properties managed and controlled by, and its business and affairs conducted by, a Board of Directors. Said Board of Directors shall consist of not less than three (3) persons. The number of Directors of the Corporation and their manner of election shall be as designated in the Bylaws of the Corporation. Any and all powers and duties conferred on or imposed upon this Board of Directors, shall be by a duly adopted resolution of the Directors or contained within the duly adopted Bylaws of the Corporation.
- B. The names and addresses of the initial Board of Directors are as follows:

NAME

ADDRESS

Orange Park, FL 32073

Bruce R. Kern

9143 Phillips Highway
Suite 540
Jacksonville, FL 32256

Vasant P. Bhide

1329 Kingsley Avenue
Orange Park, FL 32073

Wendell E. Hall

1329 Kingsley Avenue
Orange Park, FL 32073

Sandra C. Kahle

2233 Park Avenue
Suite 500

ARTICLE VII - EARNINGS AND ACTIVITIES OF CORPORATION

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its Directors, Officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.
- B. No part of the activities of the Corporation shall include the publishing or distribution of statements or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation organized under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.
- D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to a de minimis degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation.

ARTICLE VIII - DEDICATION OF ASSETS

The property of this Corporation is irrevocably dedicated to the purposes set out in Article IV hereof, and no part of the net income or assets of this Corporation shall ever inure to the benefit of any Director, Officer or to the benefit of any private individual.

ARTICLE IX - DISSOLUTION

Upon dissolution of the Corporation, the responsibility for the operation and maintenance of the stormwater management system of Enterprise Park must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such dissolution.

ARTICLE X - AMENDMENT

These Articles of Incorporation may be repealed, altered or amended, and new provisions adopted, by a majority vote that is greater than sixty six and 2/3rds percent (66.66%) of the Directors present at any regular meeting of the Directors or at any special meeting of the Directors called for that purpose at which a quorum is present. These Articles of Incorporation may be amended by the Directors without a meeting as provided for in the Bylaws.

ARTICLE XI - INCORPORATOR

The name and address of the person signing these Articles is:

David A. King Attorney at Law 1416 Kingsley Avenue Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 22 Pay of February, 2006.

DAVIED A MINO

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 48.091 and 617.0501, Florida Statutes, the following is submitted:

Enterprise Park Owners Association Inc.

desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the State of Florida, has named as its agent to accept service of process within this State:

Bruce R. Kern 9143 Phillips Highway Suite 540 Jacksonville, Florida 32256

ACKNOWLEDGEMENT:

Having been named as Registered Agent 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 agree to comply with the provisions of said Act.

Bruce D. Kerr