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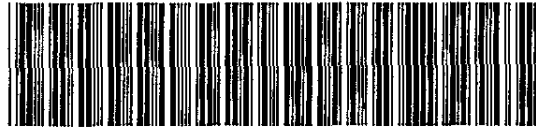
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06 MAR - 6 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Palm Ridge Plaza Property Owner's Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Miller & Williams, PLC
Name (Printed or typed)

2905 Corinthian Ave. Suite 5
Address

Jacksonville, FL 32210
City, State & Zip

904-425-0040
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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06 MAR -6 PM 3:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

PALM RIDGE PLAZA PROPERTY OWNERS' ASSOCIATION INC.

(A non-profit Florida corporation)

We, the undersigned, hereby associate ourselves together and make, subscribe, and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

ARTICLE I - NAME

The name of this corporation shall be PALM RIDGE PLAZA PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are as follows:

- A. To provide for the orderly enjoyment of PALM RIDGE PLAZA, a commercial subdivision in Sumter County, Florida, and any additions or phases thereto.
- B. To promote the health, safety, and welfare of the members of this corporation and to oversee the proper maintenance by members of this corporation of the property in PALM RIDGE PLAZA.
- C. To enforce the terms, covenants, and conditions and restrictions appertaining to PALM RIDGE PLAZA, a subdivision located in Sumter County, Florida.

D. To maintain, manage, and operate any rights of way and any common areas pertaining to PALM RIDGE PLAZA.

E. To exercise all of the powers and privileges and to perform all of the duties, purposes, and obligations of the property owners' association for PALM RIDGE PLAZA (hereafter referred to as "Association") as established in the Declaration of Covenants and Restrictions as the same may be amended from time to time as provided herein, said Declaration being incorporated herein as if set forth at length (including definitions).

F. To provide for the maintenance, preservation, and architectural control of any Common Areas within PALM RIDGE PLAZA, including, but not limited to, any water retention areas, decorative pavement, median pavement, roads, drainage areas, and entrance areas.

G. To establish, levy and collect assessments from members as appropriate and authorized by the by-laws and to enforce such assessments, if necessary.

H. To acquire and maintain such personal and real property in connection with the affairs of this corporation and to provide from the proceeds of the assessments for the operation, administration, maintenance, repair and improvements, replacements, insurance and utilities for other property as may be acquired or maintained by the corporation.

I. To operate, maintain, and manage the Surface Water or Stormwater management System in a manner consistent with the St. John's Water Management District Permit ("St. John's Permit") requirements and applicable District rules, and assist in the enforcement of the Declaration of Covenants, Conditions and Restrictions and the St. John's Permit conditions which relate to the Surface Water or Stormwater

management System. The Association shall not have the responsibility to operate or manage the roadside swales located parallel and adjacent to county rights-of-way on the internal subdivision streets. These shall be the responsibility of Sumter County and shall be maintained as part of the county's road system. The Association shall levy and collect assessments for the costs of maintenance and operation of the Surface Water or Stormwater Management System.

ARTICLE IV - POWERS

The corporation shall have all of the common law and statutory powers permissible under the laws of the State of Florida for a corporation not for profit now existing or as henceforth may exist, and all powers reasonably necessary to implement and effectuate the purposes of the corporation, including, but not limited to the power:

- A. to acquire by any means real and personal property;
- B. to enforce assessments by suit and levy;
- C. to sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of the property and assets.

ARTICLE V - MEMBERSHIP

Any owner of a Parcel as those terms are defined in the Declaration of Covenants, Conditions and Restrictions for PALM RIDGE PLAZA shall automatically become a member of the Association upon the acquisition of an ownership interest in any Parcel of said subdivision. Membership in the Association automatically terminates upon divestment of said ownership regardless of the means of divestment.

The Association shall have one class of voting membership and shall have a total of 100 eligible votes at anytime. All Parcel owners within PALM RIDGE PLAZA shall be members of the association. At the time of each membership vote, the total eligible votes shall be apportioned among the existing Parcel owners at that time according to the ratio that the square footage of the owner's Parcel represents to the total square footage of all Parcels within the property. When more than one person holds an interest in any Parcel, all such persons shall be Members, and the vote for such Parcel shall be exercised as the co-owners /determine, but in no event shall more than one person or entity cast the vote(s) allowed for that Parcel.

ARTICLE VI - SUBSCRIBERS

The name and residence of the subscriber to these Articles of Incorporation are:

Dana Plaza, LLC
Paul Rohan, Managing Member
9485 Regency Square Blvd., Suite 107
Jacksonville, FL 32225

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT & PRINCIPAL OFFICE & MAILING ADDRESS OF CORPORATION

The street address of the initial registered office of this corporation is 9485 Regency Square Blvd., Suite 107, Jacksonville, FL 32225 and the name and mailing address of the initial registered agent of this corporation at that address is Paul Rohan, 9485 Regency Square Blvd., Suite 107, Jacksonville, FL 32225. The corporation's principal office address and its mailing address is 9485 Regency Square Blvd., Suite 107, Jacksonville, FL 32225.

ARTICLE VIII - MANAGEMENT

The business affairs of the Association shall be managed by a Board of Directors composed of not less than three (3) members. The Directors of the Association shall be elected as provided in the By-laws by the membership entitled to vote at the regular annual meeting of the members of the Association. The names and addresses of the initial Board of Directors who shall hold office until their successors are elected and have qualified are:

PAUL ROHAN	9485 Regency Square Blvd. Suite 107 Jacksonville, FL 32225
JON HOROWITZ	354 Winthrop Blvd. Teaneck, NJ 07666
GREG EVANS	9485 Regency Square Blvd. Suite 107 Jacksonville, FL 32225

ARTICLE IX - OFFICERS

The officers of the Association shall consist of a President, Vice President, Secretary, and Treasurer who are elected in accordance with the By-laws of the Association. The names of the officers who shall serve until the first election are as follows:

President/Vice President/ Secretary/Treasurer:	PAUL ROHAN
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ARTICLE X - AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member to the Board of Directors at any regular or special meeting of the Board of Directors. Any proposed amendment shall be first adopted by the Board of Directors upon a majority

vote of the Board of Directors and proposed to the membership by the Board of Directors at any regular or special meeting of the membership called in accordance with the By-laws. The amendment will be finally adopted upon the affirmative vote of two-thirds (2/3rds) of the qualified voting members.

ARTICLE XI - BY-LAWS

The By-laws of the corporation shall be adopted by the affirmative vote of two-thirds (2/3rds) of the qualified voting members and thereafter may be altered, amended, or rescinded by two-thirds (2/3rds) vote of the qualified voting members at a regular or special meeting called in accordance with the By-laws.

ARTICLE XII - DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by Members entitled to vote not less than two-thirds (2/3rds) of the votes of each class of Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association is created. In the event such dedication is refused, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization to be devoted to such similar purposes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would

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comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns Water ~~06 MAR 06~~ PM 3:43

Management District prior to such termination, dissolution, or liquidation, SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have hereunto set our hands and seals and have
acknowledged and filed the foregoing Articles of Incorporation under the laws of the

State of Florida this 28 day of February, 2006

DANA PLAZA, LLC

By:

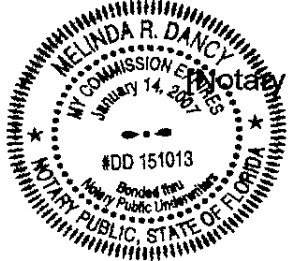
[Signature]
PAUL ROHAN, Managing Member

STATE OF FLORIDA

COUNTY OF Duval

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the
State and County aforesaid to take acknowledgments, personally appeared PAUL
ROHAN, as Managing Member of Dana Plaza, LLC, a Florida Limited Liability
Company, known to me to be the person described in and who executed the foregoing
Articles of Incorporation, and that same were executed on behalf of Dana Plaza, LLC for
the uses and purposes set forth therein. Said PAUL ROHAN is personally known to me
yes (yes/no) or he produced State of Florida Driver's License No.
_____ as identification.

WITNESS my hand and official seal in the State and County last aforesaid this
28 day of February, 2006.



[Notary Seal]

[Signature]
Signature of Notary

Melinda R. Dancy
Print Name of Notary

NOTARY PUBLIC-STATE OF FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above corporation at the
place designated in these Articles of incorporation, 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.

[Signature]

Paul Rohan
Registered Agent