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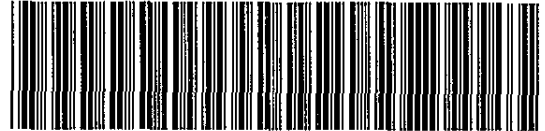
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TALLAHASSEE, FLORIDA

C-83

ROLLING HILLS HOME & OWNERS ASSOCIATION, INC.
13470 SOUTHWEST 80TH STREET
DUNNELLON, FLORIDA 34432-3209

March 2, 2006

Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Rolling Hills Home & Property Owners Association, Inc.

TO WHOM IT MAY CONCERN:

Enclosed herewith is an original and an acknowledgment copy of Articles of Incorporation for the above-captioned Florida not-for-profit corporation, together with the Association's check in the amount of \$70, representing your filing fee and designation of Registered Agent.

Upon completion of the filing process, I would appreciate your returning the acknowledgment copy of the Articles of Incorporation to me at the above address.

Thank you for your attention to this matter.

Very truly yours,


LARRY SPRANKEL
President

Enclosures

**ARTICLES OF INCORPORATION OF
ROLLING HILLS HOME & PROPERTY OWNERS
ASSOCIATION, INC.**

(A corporation not for profit)

ARTICLE I

Name

The name of this corporation is **ROLLING HILLS HOME & PROPERTY OWNERS
ASSOCIATION, INC.**

ARTICLE II

Purpose

The purpose of this corporation shall be to organize into a collective unit consisting of the owners of property situate and being in Rolling Hills Subdivision, and to promote the ideals of single-family, site-built residential homes conforming to applicable deed restrictions, building codes and zoning ordinances of Marion County, Florida, and to preserve and protect property values, civic and social welfare, and to enhance and preserve the natural beauty of the landscape.

This corporation is organized exclusively for purposes consistent with § 501 of the Internal Revenue Code.

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ARTICLE III

Powers

The corporation shall have all of the powers of the corporation not for profit organized under the provisions of Chapter 617, Florida Statutes, (1997) which are not in conflict with the terms of these Articles of Incorporation.

ARTICLE IV

Term

This corporation shall begin existence effective as of the date of filing of these Articles as allowed by § 617.0203(1), and this corporation shall have perpetual duration.

ARTICLE V

Members

Membership in this corporation shall be comprised of those who have ownership or an ownership interest in real property situate and lying within the boundaries of Rolling Hills Subdivision. Individuals shall become members of the corporation according to guidelines for membership as set forth in the Bylaws of the corporation.

ARTICLE VI

Directors

The affairs of the corporation shall be managed under the authority of a Board of Directors who shall be members of the corporation. The initial Board of Directors of the corporation shall consist of three (3) members, whose names and addresses are as follows:

NAME

ADDRESS

LARRY G. SPRANKEL

13470 Southwest 80th Street
Dunnellon, Florida 34432-3209

EARLEEN SPRANKEL

13470 Southwest 80th Street
Dunnellon, Florida 34432-3209

RALPH MALLONEE'

12190 Southwest 62nd Place
Ocala, Florida 34481

ARTICLE VII

Officers

The operation of the corporation, subject to the direction of the Board of Directors, shall be managed by a President, a Vice President, a Secretary and a Treasurer, and three (3) additional Board Members/Directors, together with such other officers as may from time to time be provided by the bylaws of the corporation. The officers of the corporation shall be elected by the membership at its monthly meeting held in November of each year, as provided in the bylaws of the corporation.

ARTICLE VIII

Bylaws

The power to adopt, alter, amend, or repeal bylaws shall be vested in all of the Members of the corporation, including the Board of Directors.

ARTICLE IX

Amendments

These Articles of Incorporation may be amended in the manner set forth in the Bylaws of the corporation.

ARTICLE X

Notwithstanding any other provision of these Articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under § 501 of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States Internal Revenue Code as amended from time to time.

In the event of the dissolution of this corporation, the residual assets of the organization will be given to an organization located within Marion County, Florida which shall also be qualified as a tax exempt entity under provisions of § 501 of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law or the federal, state or local government for exclusive public purposes.

ARTICLE XII

Principal Office and Resident Agent

The address of the initial registered office of the corporation shall be 13470 Southwest 80th Street, Dunnellon, Florida, 34432-3209. The initial registered agent of the corporation at such address shall be LARRY SPRANKEL.

ARTICLE XIII

Subscribers

The name and street address of the Subscribers to these Articles of Incorporation are:

NAME

ADDRESS

LARRY G. SPRANKEL

13470 Southwest 80th Street
Dunnellon, Florida 34432-3209

EARLEEN SPRANKEL

13470 Southwest 80th Street
Dunnellon, Florida 34432-3209

RALPH MALLONEE'

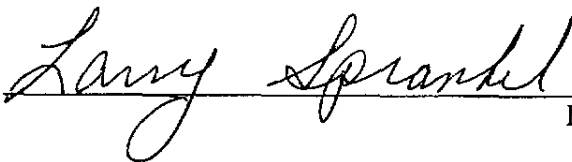
12190 Southwest 62nd Place
Ocala, Florida 34481

Designation and Acceptance of Registered Agent

The name of the initial Registered Agent of this corporation is **LARRY SPRANKEL**, whose address is 13470 Southwest 80th Street, Dunnellon, Florida, 34432-3209, who signed these Articles of Incorporation to indicate his acceptance and agreement to act in this capacity as contemplated by Florida Statutes.

ACCEPTANCE

I HEREBY ACCEPT the appointment as Registered Agent of **ROLLING HILLS HOME & PROPERTY OWNERS ASSOCIATION, INC.**, and acknowledge that I am familiar with the duties of Registered Agent as set forth in Florida Statutes.



LARRY SPRANKEL

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Subscribers have affixed their signatures this
15 day of March, 2006


LARRY SPRANKEL


EARLEEN SPRANKEL


RALPH MALLONEE