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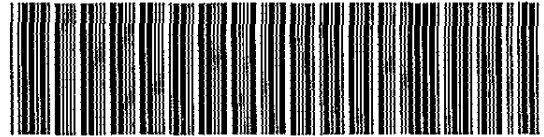
(Business Entity Name)

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06 APR 18 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/17/06



Law Offices of
KATZ & GREEN

B. Paul Katz
Jeffrey K. Green
M. Sean Kidd
Donald J. Seps

Atrium Suite
B. Paul Katz Professional Center
1 Florida Park Drive South
Palm Coast, FL 32137
(386) 446-4469
Fax (386) 446-0644

April 13, 2006

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: STARVIEW VILLAS HOMEOWNERS' ASSOCIATION, INC.

The enclosed Articles of Incorporation for the referenced Non Profit Corporation and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

M. Sean Kidd, Esquire
c/o Law Offices of Katz & Green
Atrium Suite
1 Florida Park Drive South
Palm Coast, FL 32137

For further information concerning this matter, please call:

M. Sean Kidd, Esquire at (386) 446-4469.

Enclosed is a check in the amount of \$ 78.75 to cover filing fees.

Sincerely yours,

E. Gale Brock, Legal Assistant to
M. Sean Kidd, Esquire

Enclosure

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06 APR 18 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
STARVIEW VILLAS HOMEOWNERS' ASSOCIATION, INC.,**

a Corporation Not-for-Profit

The undersigned natural person competent to contract, for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be STARVIEW VILLAS HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 4 Classic Court South, Palm Coast, FL 32137.

ARTICLE III

The purpose for which this corporation is organized is to provide for maintenance, preservation and architectural control of the Lots and Common Area pursuant to Chapter 720, Florida Statutes, within that certain parcel of real property known as Starview Villas in Flagler County, Florida. And to provide for the preservation of values, amenities, attractiveness and desirability of real property known as Starview Villas.

ARTICLE IV

The initial board of directors shall be one in number. Their names and addresses are as follows:

Manuel Carneiro
172 Pennsylvania Avenue
Newark, NJ 07114

ARTICLE V

The manner of election of directors is referred to in the Bylaws.

ARTICLE VI: EXISTENCE

The name and address of the incorporator is:

Manuel Carneiro, 4 Classic Court South, Palm Coast, FL 32137

ARTICLE VII

The name and address of the initial registered agent of the corporation is:

M. SEAN KIDD, ESQUIRE, Atrium Suite, 1 Florida Park Drive South, Palm Coast,
FL 32137.

ARTICLE VIII

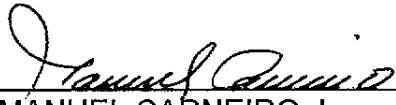
Every person that is a record owner of a lot and/or unit in Starview Villas shall be a member of the Association. Membership is appurtenant to and may not be separated from ownership of any lot and/or unit.

ARTICLE IX

In the event of dissolution of the corporation, the assets shall be dedicated to a public body or conveyed to a non profit organization with similar purposes.

ARTICLE X

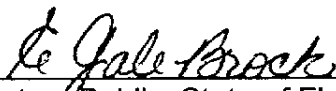
The Articles may be amended from time to time by the vote of at least 1/3 of the members.

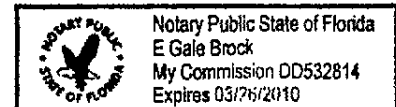

MANUEL CARNEIRO, Incorporator

STATE OF FLORIDA
COUNTY OF Flagler

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 CARNEIRO, to me personally known to be the persons described as incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 11th day of April, 2006.


Notary Public, State of Florida
My commission expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED FOR
STARVIEW VILLAS HOMEOWNERS ASSOCIATION, INC.**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST: THAT THE UNDERSIGNED INCORPORATOR, DESIRING TO ORGANIZE
OR QUALIFY THE ABOVE REFERENCED CORPORATION UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 4 CLASSIC
COURT SOUTH, PALM COAST, FLORIDA 32137, HAS NAMED M. SEAN KIDD,
ESQUIRE, LOCATED AT ATRIUM SUITE, 1 FLORIDA PARK DRIVE SOUTH, PALM
COAST, FLORIDA, 32137, AS ITS REGISTERED AGENT AND OFFICER TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.


Incorporator

DATE: 4/11/06

HAVING BEEN NAMED 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 I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.


REGISTERED AGENT

DATE: 4/11/06

FILED
06 APR 18 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA