

FROM : THE STRATEGIC COUNSEL
Division of Corporations

FAX NO : 8132863600

Jun 2 2006 09:20AM

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Florida Department of State
Division of Corporations
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Account Name : THE STRATEGIC COUNSEL, L.C.
Account Number : I20040000092
Phone : (813) 286-1700
Fax Number : (813) 286-3600

FLORIDA PROFIT/NON PROFIT CORPORATION

SHELDON OFFICE PARK, INC.

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FROM : THE STRATEGIC COUNSEL

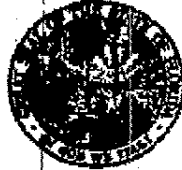
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6/19/2006 12:39 PAGE 001/001 Florida Dept of State

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June 19, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THE STRATEGIC COUNSEL, L.C.

SUBJECT: SHELDON OFFICE PARK, INC.
REF: W06000027745

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The effective date is not acceptable since it is not within five working days of the date of receipt.

The document must contain written acceptance by the registered agent. (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
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P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
SHELDON OFFICE PARK, INC.
(A Corporation Not for Profit)

EFFECTIVE DATE

06-15-06

We, the undersigned hereby associated ourselves together for the purpose of becoming a corporation not for profit pursuant to Chapter 617.0202, under the laws of the State of Florida, providing for the formation, liability rights, privileges and immunities of a corporation not for profit.

ARTICLE I
NAME

The name of the Corporation shall be SHELDON OFFICE PARK, INC., hereinafter referred to as the "Association".

ARTICLE II
ADDRESS

The mailing address and principle place of business of the corporation is 4805 West Laurel Street, Suite 210, Tampa, Florida 33607.

ARTICLE III
PURPOSE

The purpose for which this Association is organized is to operate and manage the affairs and property of SHELDON OFFICE PARK; operate, administer, manage and maintain the common areas and elements and such other property as is made the responsibility of the Association in accordance with the By-laws, and to conduct any lawful business permitted under the laws of the State of Florida for corporations not-for-profit in order to carry out the covenants and enforce the provisions of the documents.

ARTICLE IV
POWERS

The Association shall have all of the common law and statutory powers of a corporation not-for-profit and all of the powers and duties set forth in Chapter 718, Florida Statutes (the "Condominium Act") and the By-laws, including, but not limited to, the following:

- a. To perform any act required or contemplated by it under the By-laws;
- b. To make, establish, amend and enforce reasonable rules and regulations governing the use of SHELDON OFFICE PARK or any portion thereof including, without limitation, the common areas and elements;
- c. To make, levy and collect assessments for the purpose of obtaining funds for the payment of expenses in the manner provided in the By-laws and to use and

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SECRETARY
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- expend the proceeds of such assessments in the exercise of the powers and duties of the Association;
- d. To maintain, repair, replace, operate and manage those portions of SHELDON OFFICE PARK that it is required to maintain, repair, replace, operate and manage in accordance with the By-laws;
 - e. To enforce the provisions of the By-laws;
 - f. To construct improvements to SHELDON OFFICE PARK in accordance with the By-laws;
 - g. To employ personnel and to retain independent contractors and professionals; and to enter into service contracts to provide for the maintenance, operation and management of property; and to enter into any other agreements consistent with the purposes of the Association including, but not limited to, agreements with respect to the installation, maintenance and operation of a surveillance system, or for professional management and to delegate to such contracting parties certain powers and duties of the Association;
 - h. To borrow money and execute evidences of indebtedness and to buy, own, operate and lease real and personal property as may be necessary in the operation of the Office Park.

ARTICLE V **VOTING RIGHTS**

Each unit shall be entitled to vote at Association meetings, notwithstanding that the same Owner may own more than one Unit or that Units may be joined together and occupied by one Owner. In the event of ownership of a unit, the vote to which that Unit other than sole individual ownership is entitled shall be exercised by written agreement of all parties with an ownership interest, in the form of a Voting Certificate.

ARTICLE VI **INCOME DISTRIBUTION**

No part of the income of the ASSOCIATION shall be distribution to its Members, except as compensation for services rendered.

ARTICLE VII **EXISTENCE**

The Association shall exist perpetually unless dissolved according to law.

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ARTICLE VIII
REGISTERED OFFICE AND REGISTERED AGENT

The name and address for the registered agent is Steven P. Riley, 4805 West Laurel Street, Suite 230, Tampa, Florida 33607.

ARTICLE IX
DIRECTORS AND OFFICERS

The business of the Association shall be conducted by a Board of Directors, which shall consist of three (3) persons, as designated by the Bylaws of the corporation, and elected at the annual meeting. All directors elected must be Members of the Association.

ARTICLE X
FIRST BOARD OF DIRECTORS AND OFFICERS

The names and street addresses of the Members of the Initial Board of Directors and Officers, all of who shall hold office until their successors are duly elected and qualified, are as follows:

Steven P. Riley, 4805 West Laurel Street, Suite 210, Tampa, Florida 33607

Jonathan I. Wittner, 4805 West Laurel Street, Suite 210, Tampa, Florida 33607.

Susan Dachs, 4805 West Laurel Street, Suite 210, Tampa, Florida 33607.

ARTICLE XI
INDEMNIFICATION OF OFFICERS AND DIRECTORS

The Association against all expenses shall indemnify all officers and directors and liabilities including attorney's fees (including appellate proceedings) reasonably incurred in connection with any proceeding or Board approved settlement thereof in which they may become involved by reason of holding such office. The Association may purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such. Notwithstanding anything contained herein to the contrary, in instances where the officer or director admits or is adjudged guilty of willful malfeasance in the performance of his/her duties, the indemnification provisions contained herein shall not apply.

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ARTICLE XII
EFFECTIVE DATE

The effective date for this corporation shall be June 15th, 2006.

In witness whereof, we have hereunto subscribed our names this ^{an 15th} day of June, 2006.

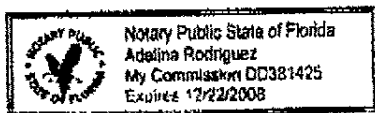

STEVEN P. RILEY, Director

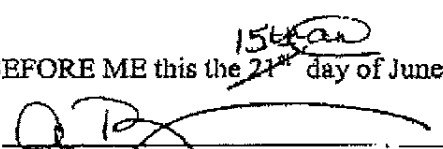
State of Florida
County of Hillsborough

BEFORE ME, the undersigned authority, on this day personally appeared Steven P. Riley, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the ^{15th an} day of June, 2006.

(Seal)



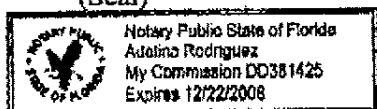

Notary Public-Florida
Printed Name: Adelina Rodriguez
My Commission Expires: December 22, 2008

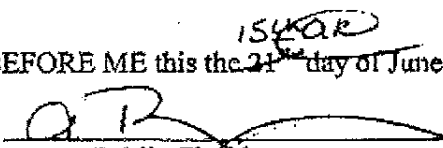
State of Florida
County of Hillsborough

BEFORE ME, the undersigned authority, on this day personally appeared Jonathan I. Wittner, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the ^{15th an} day of June, 2006.

(Seal)




Notary Public-Florida
Printed Name: Adelina Rodriguez
My Commission Expires: December 22, 2008

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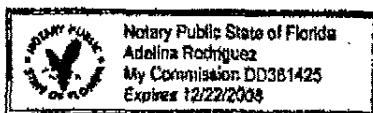

 SUSAN L. DACHS, Director

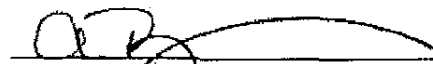
State of Florida
 County of Hillsborough

BEFORE ME, the undersigned authority, on this day personally appeared Susan L. Dachs,, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the ^{15th} 21st day of June, 2006.

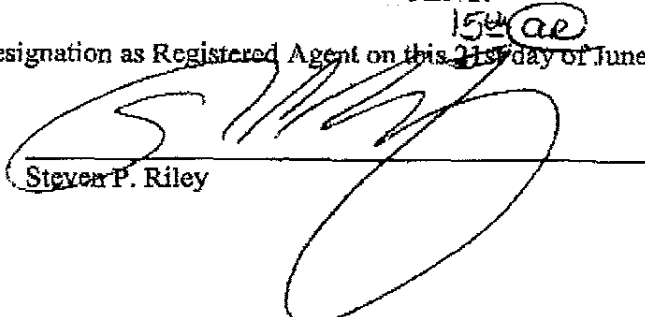
(Seal)




 Notary Public-Florida
 Printed Name: Adelina Rodriguez
 My Commission Expires: December 22, 2008

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT.

I, Steven P. Riley, hereby accept designation as Registered Agent on this the ^{15th} 21st day of June 2006.

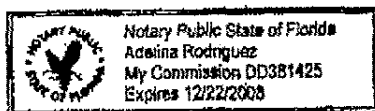

 Steven P. Riley

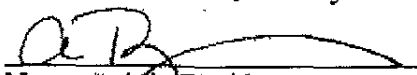
State of Florida
 County of Hillsborough

BEFORE ME, the undersigned authority, on this day personally appeared Steven P. Riley, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the ^{15th} 21st day of June, 2006.

(Seal)




 Notary Public-Florida
 Printed Name: Adelina Rodriguez
 My Commission Expires: December 22, 2008

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STATE OF FLORIDA
 DIVISION OF CORPORATE & FINANCIAL SERVICES

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