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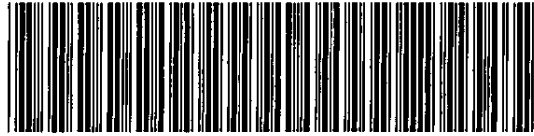
(Business Entity Name)

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Effective Date

03-16-07

03/09/07--01032--018 **78.75

APPROVED
AND
FILED

07 MAR 22 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W07-12214

B. McKnight MAR 22 2007

Michael A. Moctezuma Milo, P.A.

1022 Main St., Ste. C

Dunedin, FL 34698

Tel. 727 733 2321; Fax: 727 733 5446

lawyer@mmmpa.us

March 8, 2007

Department of State
Division of Corporations
Corporate Filings
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Courier

Re: River Trace Condominium Association, Inc.

Gentlemen:

Enclosed please find the articles of incorporation for the above designated not for profit corporation together with a check in the amount of \$78.75 to cover the filing fee, designation of registered agent and one certified copy. An extra copy of the articles are enclosed and I would appreciate a stamp on them showing they have been filed. Should you have any questions, please let me know. Thank you.

Yours truly,
Michael A. Moctezuma Milo, P.A.


Michael A. Moctezuma Milo



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 12, 2007

MICHAEL A MOCTEZUMA MILO PA
1022 MAIN ST STE C
DUNEDIN, FL 34698

SUBJECT: RIVER TRACE CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W07000012216

We have received your document for RIVER TRACE CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filing Section

Letter Number: 307A00017276

APPROVED
AND
FILED

07 MAR 22 PM 1:08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
RIVER TRACE
CONDOMINIUM ASSOCIATION, INC.**

Effective Date
03-16-07

The undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I

Name

The name of the corporation shall be RIVER TRACE CONDOMINIUM ASSOCIATION, INC. (the "Association").

ARTICLE II

Purpose

The Association has been formed by River Trace of New Port Richey, Ltd., a Florida limited partnership (the "Developer"), to provide the entity required by the Florida Condominium Act (the "Act") for the operation of RIVER TRACE, A CONDOMINIUM (the "Condominium") pursuant to the Declaration of Condominium for River Trace, A Condominium to be recorded in the official records of Pasco County, Florida (the "Declaration"). All terms are as defined herein or as otherwise defined in the Declaration or Bylaws.

ARTICLE III

Powers

The powers of the Association shall include and be governed by the following provisions:

SECTION 1. The Association shall have all of the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

SECTION 2. The Association shall also have all of the powers and duties set forth in the Act, and those set forth in these Articles and all powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration, as amended from time to time, including, but not limited to, the following:

- a. To make and collect assessments against members to defray the costs, expenses, and losses of the Condominium.
- b. To use the proceeds of assessments in the exercise of its powers and duties.
- c. To maintain, repair and replace the Condominium Property. This also includes the irrevocable right of access to each unit during reasonable hours when necessary for the maintenance, repair, or replacement of Condominium Property or any common elements, or at

any time for making emergency repairs necessary to prevent damage to the common elements or to another unit.

d. To purchase insurance for the Condominium Property and property owned by the Association and insurance for the protection of the Association, its employees, directors, committee members and licensed professional community managers from liability against all risks and claims.

e. To reconstruct improvements after casualty and to further improve the Condominium Property.

f. To make and amend reasonable regulations respecting the use of the Condominium Property.

g. To enforce by legal means the provisions of the Act, the Declaration, these Articles, the Bylaws of the Association (the "Bylaws") and regulations adopted by the Association for the use of the Condominium Property, including, but not limited to, imposing fines on members of the Association for any violations of the Declarations, these Articles, the Bylaws and regulations and suspending the right to use Condominium Property.

h. To contract for the management and maintenance of the Condominium and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. Provided, however, that the Association and its officers shall retain at all times the powers and duties granted by the Declaration and the Act, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

i. To employ or otherwise engage personnel to perform the services required for proper operation of the Condominium.

j. To acquire and enter into agreements whereby the Association acquires leaseholds, memberships, or other possessory or use interests in lands or facilities, including, but not limited to, country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the lands of the Condominiums, intended to provide for the enjoyment, recreation, or other use or benefit of the unit owners.

k. To acquire by purchase, or otherwise, Condominium Parcels or any portion thereof.

l. To approve or disapprove the leasing of units as may be provided by the Declaration or the Bylaws.

SECTION 3. All funds and titles to all properties acquired by the Association shall be held for the benefit of members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

ARTICLE IV

Members

SECTION 1. A "Member" of the Association shall be as specified in the Bylaws.

SECTION 2. The interest of a Member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the Member's Unit in accordance with the Bylaws.

SECTION 3. Each Member -- jointly on behalf of all Owners of such Unit -- is entitled to one (1) vote with respect to each Unit owned. The manner of exercising voting rights shall be in accordance with the Bylaws.

ARTICLE V

Directors

SECTION 1. The affairs of the Association will be managed by a board (the "Board") consisting of the number of directors as determined by the Bylaws, but not less than three (3). At all times, the number of directors shall be odd.

SECTION 2. Directors shall be elected at the annual meeting of the Members in the manner determined by the Bylaws. The provisions of this Section are subject to the Developer's retention of control of the Association, as authorized by the Declaration. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

SECTION 3. The names and addresses of the first members of the Board, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Carl N. Mineri
1022 Main St., Ste D
Dunedin, FL 34698

Michael Gentile
1022 Main St., Ste D
Dunedin, FL 34698

Maryanne Malave
1022 Main St., Ste D
Dunedin, FL 34698

ARTICLE VI

Officers

The affairs of the Association shall be administered by a president, a vice-president, a secretary, a treasurer and such other officers as may be designated by the Bylaws, and at the times and in the manner prescribed in the Bylaws. The names and addresses of the first officers who shall serve until their successors are designated are as follows:

Carl N. Mineri, President
1022 Main St., Ste D
Dunedin, FL 34698

Michael Gentile, Vice-President
1022 Main St., Ste D
Dunedin, FL 34698

Maryanne Malave, Secretary/Treasurer
1022 Main St., Ste D
Dunedin, FL 34698

ARTICLE VII
Indemnification

The Association shall, and does hereby, indemnify, including reimbursement of costs of defense, any person for any and all liability arising from his official capacity or from any acts committed or failure to act by him in his official capacity as an officer or director of the Association to the fullest extent allowed by law. The Association may purchase insurance for such purposes and the cost thereof shall be a common expense.

ARTICLE VIII
Bylaws

Until such time as required by law or as designated in writing by the Developer and recorded in the official records of Pasco County, Florida, the Bylaws shall be made, altered or rescinded by the Developer with no requirement of consent by any other person. Thereafter, the Bylaws shall be made, altered or rescinded as provided therein. No amendment to the Bylaws that affects the rights reserved by the Developer in the Declaration shall be effective without the written consent of the Developer.

ARTICLE IX
Amendments

Until such time as required by law or as designated in writing by the Developer and recorded in the official records of Pasco County, Florida, these Articles may be altered or rescinded by the Developer with no requirement of consent by any other person. Thereafter, amendments to these Articles, not inconsistent with the Act or the Declaration, may be proposed by the Board and may be adopted by the affirmative vote of a majority of the voting interests of the Association present in person or by proxy at a duly called meeting of Members at which a quorum is present. No amendment that affects the rights reserved by the Developer in the Declaration shall be effective without the written consent of the Developers.

ARTICLE X
Term and Initial Office

The term for which this corporation shall exist is perpetual.

ARTICLE XI
Subscriber, Effective Date and Initial Office of Association

The name and address of the subscriber to these Articles is:

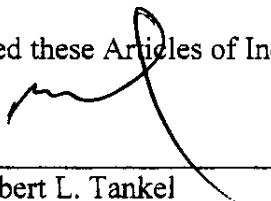
Robert L. Tankel
1022 Main St., Suite D
Dunedin, FL 34698

The effective date of these Articles shall be March 16, 2007. The initial office of the Association shall be at 1022 Main St., Ste D, Dunedin, FL 34698.

ARTICLE XII
Registered Agent

The name and address of the first registered agent of the Association is Robert L. Tankel,
1022 Main St., Suite D, Dunedin, FL 34698.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation.



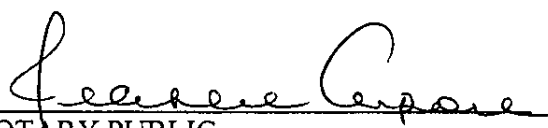
Robert L. Tankel

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing was sworn to and subscribed in my presence and acknowledged before me
this 20th day of March 2007, by Robert L. Tankel, the subscriber herein. He is personally
known to me.



Jeanene Capone
MY COMMISSION # DD175344 EXPIRES
May 3, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC

Name: Jeanene Capone


My Commission Expires:

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the corporation is River Trace Condominium Association, Inc.
2. The name and address of the registered agent and office is: Robert L. Tankel, 1022 Main St., Suite D, Dunedin, FL 34698.

Having been named as registered agent and authorized to accept service of process for the above named corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Robert L. Tankel

3-7-07
Date

APPROVED
AND
FILED
07 MAR 22 PM 1:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA