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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR -2 AM 9:32

APPROVED
AND
FILED

B. McKnight APR 04 2007

**Pasco Alliance of Community Associations
C/O Mr. William E. Parsons
27112 Laurel Chase Lane
Wesley Chapel, Florida 33543**

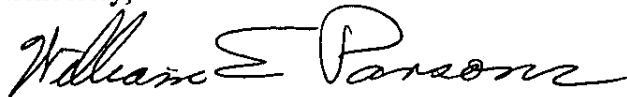
March 29, 2007

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

SUBJECT: Pasco Alliance of Community Associations, Inc.

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check for \$78.75, for the filing fee and Certificate of Status.

Sincerely,

A handwritten signature in black ink, appearing to read "William E. Parsons". The signature is fluid and cursive, with the first name "William" and last name "Parsons" clearly distinguishable.

William E. Parsons
27112 Laurel Chase Lane
Wesley Chapel, Florida 33543
(813) 991-6003

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

OF

PASCO ALLIANCE OF COMMUNITY ASSOCIATIONS, Inc.

The undersigned subscribers who are above the age of eighteen (18) years and competent to contract, have this day voluntarily associated themselves together for the purpose of forming a Corporation not for profit under the provisions of Chapter 617, Florida Statutes, and do hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Corporation shall be **PASCO ALLIANCE OF COMMUNITY ASSOCIATIONS, INC.** (hereinafter referred to as "**PACA**").

ARTICLE II

PRINCIPAL OFFICE

The principal office of PACA is located at c/o, 27112 Laurel Chase Lane, Wesley Chapel, Florida 33543.

ARTICLE III

DEFINITIONS

As used in these Articles of Incorporation and the By-Laws of PACA, unless the context otherwise requires, the term:

1. "Alternate Representative" means a person who has been appointed by and authorized to vote and act for a Class A-1, A-2, or A-3 member during PACA membership meetings and elections when the Primary Representative of the member is not present.

2. "Class A-1 Members" shall include Condominiums (hereinafter referred to as "**CA**") organized and operating under the provisions of Chapter 718, Florida Statutes and defined as Residential Condominiums in that chapter except those operating as Timeshare estates or units; Homeowner Associations (hereinafter referred to as "**HOA**") organized and operating under the provisions of Chapter 720, Florida Statutes; and Community Development Districts (hereinafter referred to as "**CDD**") established under the provisions of Chapter 190, Florida Statutes, whose governing boards are controlled by homeowners or electors of the district, as applicable.

3. "Class A-2 Members" shall include voluntary neighborhood organizations, associations and groups which have been in continuous existence for at least six (6) months, in communities without CAs, HOAs or CDDs.

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TALLAHASSEE, FLORIDA

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4. "Class A-3 Members" shall include voluntary neighborhood organizations, associations and groups which have been in continuous existence for at least three (3) months, in communities with CAs, HOAs or CDDs whose governing board is not controlled by homeowners or electors of the district or whose governing board has not applied for membership.

5. "Class B Members" means individuals who desire to further the goals of PACA and have applied for and been accepted for membership into PACA.

6. "Financial Records," which shall be maintained for seven (7) years, includes:

- a. Check Registers.
- b. Balance Sheets.
- c. Financial Reports.
- d. Accurate, itemized, and detailed records of all receipts and expenditures.
- e. All tax returns.

7. "Fiscal Year" means January 1 through December 31 of the calendar year.

8. "Meeting" means an assembly of members where quorum requirements are met, if any.

9. "Member" or "Members" includes Class A-1, Class A-2, Class A-3 or Class B members as defined in paragraphs 2 through 5 of this Article.

10. "Official Records," includes:

- a. PACA Articles of Incorporation, certified, and any amendments thereto.
- b. PACA By-Laws and any amendments thereto.
- c. A copy of any former PACA By-Laws and any amendments thereto which shall be retained until three (3) years after the date of adoption of the current By-Laws.
- d. The current PACA rules and regulations.
- e. Current membership roster including member's names, primary and alternate representative's names of Class A-1, A-2, and A-3 members, members or representatives mailing address and electronic mailing addresses, telephone numbers and expiration date.
- f. Ballots, voting proxies, and all other papers relating to Director Elections, which shall be maintained for a period of 1 year.
- g. A book or books which contains the minutes of all membership meetings and Board of Directors meetings which shall be retained for a period of not less than seven (7) years.
- h. All current insurance policies of PACA.
- i. All current contracts entered into by PACA.
- j. All PACA bills and cancelled checks.
- k. All tax filing documents.

11. "Primary Representative" means a person who has been appointed by and authorized to vote and act for a Class A-1, A-2, or A-3 member during PACA membership meetings and elections.

ARTICLE IV

PURPOSE AND POWERS OF PACA

The purpose of PACA is to promote the general welfare of Pasco County neighborhoods, CAs, HOAs, and CDDs by sharing information, assisting these organizations with operational issues, and by collectively representing the interests of these organizations before local and state government bodies.

PACA has the following powers:

1. To establish, collect, and expend membership dues.
2. To establish By-Laws and enforce procedures for the election of officers and directors.
3. To hold and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have.

PACA does not contemplate pecuniary gain or profit to the members thereof.

ARTICLE V

MEMBERSHIP

CAs, HOAs, and CDDs whose governing boards are controlled by homeowners or electors of the district, as applicable; voluntary neighborhood groups within communities that do not have CAs, HOAs, or CDDs or neighborhood groups within communities with CAs, HOAs, or CDDs whose governing board is not controlled by homeowners or electors of the district, as applicable, or whose governing board has not applied for membership; and individuals who desire to further the goals of PACA may become a Member.

ARTICLE VI

MANNER OF ELECTION

The officers and directors shall be elected in accordance with the By-Laws.

ARTICLE VII

INITIAL DIRECTORS AND OFFICERS

The affairs of PACA shall be managed by a Board of Directors consisting of at least seven (7) but no more than eleven (11) directors. The name and street address of the initial directors of PACA and offices held, who shall serve as Directors until the dates indicated, are:

William E. Parsons, Director/President
27112 Laurel Chase Lane
Wesley Chapel, Florida 33543
Director term expires December 31, 2008

Joseph E. Donahue, Director/Vice President
27035 Brush Creek Way
Wesley Chapel, Florida 33543
Director term expires December 31, 2008

Gerald D. Lynn, Director/Treasurer
30407 Lettingwell Circle
Wesley Chapel, Florida 33543
Director term expires December 31, 2008

Kelly Lowe Cellini, Director/Secretary
3228 Sunwatch Drive
Wesley Chapel, Florida 33543
Director term expires December 31, 2008

Dennis L. Smith, Director
29325 Birds Eye Drive
Wesley Chapel, Florida 33543
Term expires December 31, 2007

Catherine Peters, Director
5420 Seattle Slew Drive
Wesley, Chapel, Florida 33543
Term expires December 31, 2007

David A. Domino, Director
5425 Villa D'Este Court
Wesley Chapel, Florida 33543
Term expires December 31, 2007

ARTICLE VIII

COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

PACA shall commence corporate existence on the date of filing these Articles with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE IX

DISSOLUTION

PACA may be dissolved with the assent given in writing and signed by not less than one-half (1/2) of the Members, or as otherwise provided by law. Upon dissolution of PACA, other than incident to a merger or consolidation, the assets of PACA shall be dedicated to an appropriate public agency or not for profit corporation to be used for purposes similar to those for which PACA was created. If acceptance of such dedication is refused, the assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE X

AMENDMENT

PACA reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. Amendments shall require the assent of a majority of Members.

ARTICLE XI

INCORPORATORS

The name and address of the incorporators are:

Mr. William E. Parsons, Director/President
27112 Laurel Chase Lane
Wesley Chapel, Florida 33543

Mr. Gerald D. Lynn, Director/Treasurer
30407 Lettingwell Circle
Wesley Chapel, Florida 33543

ARTICLE XII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Membership and as specified in the By-Laws. The By-Laws shall set forth the procedure for appointment of directors and election of officers.

ARTICLE XIII

INDEMNIFICATION

In addition to any rights and duties under applicable law, PACA shall indemnify and hold harmless its directors, officers, employees and agents, both current and previous, from and against all liabilities and obligations, including attorney fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE XIV

INITIAL REGISTERED AGENT

The initial registered agent of PACA is Mr. Michael J. Brudny, 200 North Pine Avenue, Suite A, Oldsmar, Florida 34677-4613.

IN WITNESS WHEREOF, the undersigned do hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hand and seal this 26th day of MARCH, 2007.


William E. Parsons, Incorporator

Gerald D. Lynn
Gerald D. Lynn, Incorporator

STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 26TH day of MARCH, 2007 by William E. Parsons. He is personally known to me or ✓ has produced as identification (check one).



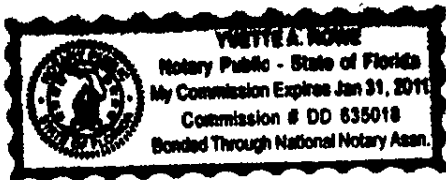
[Signature]
Signature of Notary Public – State of Florida

Print, type or stamp commissioned name of Notary

STATE OF FLORIDA

COUNTY OF PASCO

The foregoing instrument was acknowledged before me this 26TH day of MARCH, 2007 by Gerald D. Lynn. He is personally known to me or ✓ has produced as identification (check one).



[Signature]
Signature of Notary Public – State of Florida

Print, type or stamp commissioned name of Notary

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

[Signature]
Signature/Registered Agent

3/27/07
Date

APPROVED
AND
FILED
07 APR -2 AM 9:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA