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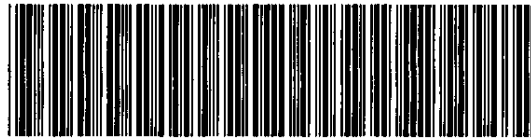
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ABEL | BAND

ATTORNEYS AND COUNSELORS AT LAW

Mailing Address: P.O. Box 49948, Sarasota, FL 34230-6948

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Please refer to our file number: 6326-1

April 30, 2007

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

Re: **LEE COUNTY RESIDENT OWNED COMMUNITIES, INC.**

Dear Sir or Madam:


In connection with the above referenced matter we enclose the following items:

1. Original and one copy of the Articles of Incorporation.
2. Check in the sum of \$122.50.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

ABEL BAND, CHARTERED



Barbara L. Thompson
Legal Assistant to William R. Korp

Blt
Enclosures

SARASOTA, FLORIDA

VENICE, FLORIDA

DENVER, COLORADO

ABEL BAND, CHARTERED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

LEE COUNTY RESIDENT OWNED COMMUNITIES, INC.

The undersigned hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a nonprofit corporation under and by virtue of the laws of the State of Florida as contained in Chapter 617, Florida Statutes, as amended (the "Acts").

ARTICLE 1. NAME

The name of the corporation shall be Lee County Resident Owned Communities, Inc. The initial principal office and mailing address of the corporation is c/o Scott E. Gordon, Esquire, 240 South Pineapple Avenue, Sarasota, Florida 34236.

ARTICLE 2. DURATION

The date of commencement of corporate existence shall be on the date the Articles are filed with the Department of State, and the period of duration of the corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The purpose of Lee County Resident Owned Communities, Inc. shall be for promoting educational, social and cooperative activities by its members and the residents of the members in Lee County and other areas of the State of Florida.

ARTICLE 4. MEMBERSHIP

Voting membership in the corporation shall consist of the dues paying resident owned manufactured and modular home communities located in Lee County, Florida.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 240 South Pineapple Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of the corporation at such address is SCOTT E. GORDON.

ARTICLE 6. DIRECTORS

The corporation shall have three (3) directors who shall be elected by the members at the annual meeting of the members.

ARTICLE 7. INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

<u>Name</u>	<u>Address</u>
HERBERT JOHNSON	5517 Adam Drive N. Ft. Myers, Florida 33917

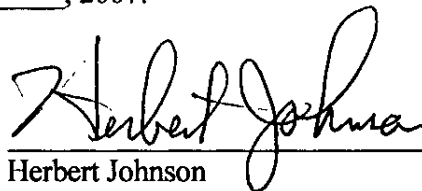
**ARTICLE 8. PROVISIONS FOR THE REGULATION OF THE
BUSINESS AND FOR THE CONDUCT OF THE
AFFAIRS OF THE CORPORATION**

8.1 Meetings of Directors. Meetings of the directors of the corporation shall be held in Lee County, Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the directors.

8.2 Amendments to Articles of Incorporation. The power to amend the Articles of Incorporation shall be in the directors, but the affirmative vote of a majority of the directors shall be necessary to exercise that power.

8.3 Bylaws. The initial Bylaws of the corporation shall be adopted by the Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the Directors, by the affirmative vote of the majority. The Bylaws may contain any provisions for the regulation and management of the corporation which are consistent with the Act and these Articles of Incorporation.

IN WITNESS WHEREOF the undersigned has executed these Articles of Incorporation on this 18th day of April, 2007.



Herbert Johnson
Incorporator

STATE OF FLORIDA
COUNTY OF LEE

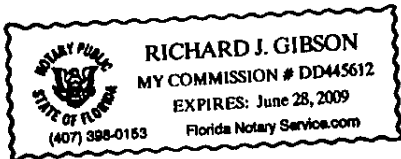
The foregoing instrument was acknowledged before me this 18TH day of APRIL, 2007, by Herbert Johnson (Notary choose one) who is personally known to me or who has produced _____ as identification.


Notary Public

Richard J. Gibson

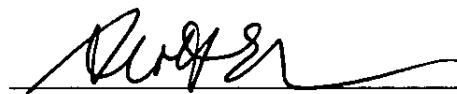
Print Name of Notary Public

My Commission Expires: JUNE 28 2009



ACCEPTANCE OF REGISTERED AGENT

I have been designated as Registered Agent in the above Articles. Simultaneously, I hereby accept the appointment as Registered Agent.


Scott E. Gordon
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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