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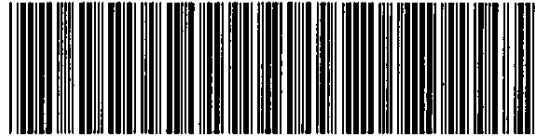
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*The Law Offices of:*  
**Florida Rural Legal Services, Inc.**

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Fort Myers, FL 33901

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Stella Diamond  
President, Board of Directors

Donald Isaac  
Executive Director

## MEMORANDUM

To: Ruby Dunlap  
From: Sharon Knudsen  
Re: Corrections to Palmetto Court Articles of Incorporation  
Date: June 1, 2007

Per our conversation on May 22<sup>nd</sup>, I have corrected the above noted document as follows:

- Principle business address was added to Article I; and
- Florida Statute 607 was removed from the Heading and Article XII.

I have enclosed two copies of pages 1 to 4, as the changes to Article I made the text shift to different pages, however, it did not affect the signature pages.

I want to thank you for your assistance with this matter, should you need to speak with me I can be reach at 239-334-4554 ext. 143.

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07 JUN -5 AM 11:45  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
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Reply to: Post Office Box 219, Fort Myers, FL 33902-0219

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ARTICLE OF INCORPORATION

OF

PALMETTO COURT RESIDENT COUNCIL, INC.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Notice is hereby given that the undersigned incorporators all being of full age, have associated themselves together for the purpose of forming a corporation not for profit, without capital stock, under the provisions of Chapter 617, Florida Statute and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

ARTICLE I – NAME

The name of the Corporation is PALMETTO COURT RESIDENT COUNCIL, INC., and the principle business address is: 1798 Maryland Avenue, B-22, Fort Myers, FL 33916.

ARTICLE II – CORPORATE PURPOSE

The object and purpose of the Corporation shall be to receive and maintain a fund or funds or real property or personal property or both, and to distribute and administer the fund or funds including any income on interest generated there from, exclusively for the residents of Palmetto Court.

The purpose shall include, but not be limited to, (a) improve the living conditions at the resident complex and insure a continued standard of quality maintenance at the resident complex; (b) to cooperate with the management to insure a better relationship and understanding between the residents and management; (c) to promote better relationships and understanding between the residents; (d) to invite suggestions and ideas from the residents and provide a means by which requests and grievances may be voiced and acted upon; (e) to form a cohesive, recognized and collective voice of the residents..

ARTICLE III – MEMBERSHIP

Section 1: Eligibility. Any person shall be eligible for membership in this Corporation upon application to and approval as provided in the Bylaws of the Corporation.

Section 2: Termination of Membership. Membership may be terminated as provided in the Bylaws of the Corporation.

#### ARTICLE IV – DURATION

The Corporation shall have perpetual existence.

#### ARTICLE V – MANAGEMENT

Section 1. The affairs of the Corporation shall be managed with the assistance of the Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than twelve (12) persons. Directors shall be elected or removed in accordance with the procedure provided in the Bylaws.

Section 2. The officers of the Corporation shall be a President, a Vice President, a Secretary, a Treasurer and a Parliamentarian. These officers shall be elected and shall hold office in the manner provided in by the Bylaws of the Corporation.

#### ARTICLE VI – INITIAL OFFICERS AND DIRECTORS

The names and addresses of the officers and directors who are to manage all of the affairs of the Corporation until the first annual meeting are:

Carl Harper, President  
1798 Maryland Ave., B-22  
Fort Myers, FL 33916

Iglory Perry, Vice President  
3520 C Street, E-6  
Fort Myers, FL 33916

Rhonda Battle, Secretary  
3523 Dale Street  
Fort Myers, FL 33916

Gloria White, Treasurer  
1807 Delaware St., #D-7  
Fort Myers, FL 33916

Collie Standifer, Parliamentarian  
3509 C Street, C-3  
Fort Myers, FL 33916

#### ARTICLE VII – BYLAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Bylaws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present or voting by proxy at any regular meeting, or by a majority vote of the Board of Directors; provided that notice thereof, which shall include the text of the Bylaws change, has been furnished in writing to each voting member of the Corporation at least ten days prior to the meeting at which such alteration to the Bylaws is to be voted upon, whether it be a membership meeting or a Board of Directors' meeting.

The Articles of Incorporation of this Corporation shall be amended to additional provisions added or adopted by a two-thirds vote of the member so the Board of Directors present or voting by proxy at any meeting thereof; provided that notice thereof, which shall include the text of the change of Articles of Incorporation has been furnished in writing to each voting member of the Corporation at least ten days to the meeting at which such Articles of Incorporation change is to be voted upon, followed by the compliance with the Florida Statutes regarding amendments to articles of incorporation of non-profit corporations.

#### ARTICLE VIII – GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators; provided that the Corporation may pass compensation in a reasonable amount to its members, directors, and officers for services rendered any may confer benefits upon its members in conformity with its purposes.

#### ARTICLE IX – REGISTERED OFFICE AND REGISTERED AGENT

The above-named incorporators, desiring to organize this Corporation under the laws of the State of Florida, hereby designate the Corporation's Registered Office to be located at 1798 Maryland Avenue, B-22, Fort Myers, FL 33916 and hereby designate and appoint Carl Harper as the Registered Agent of the

Corporation, to accept service of process within this State, to serve in such capacity until his successor is selected and duly designated.

#### ARTICLE X – INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation, or any former officer, director or employee of the Corporation, to the full extent permitted by and as set forth in the Florida General Corporation Act.

#### ARTICLE XI – PROHIBITED ACTIVITIES

The Corporation shall not:

1. Attempt to influence legislation as a substantial part of its activities.
2. Allow any part of its net income to inure to the benefit of officers, directors or members of the Corporation, or to any other individuals, except in the furtherance of its charitable purposes.
3. participate to any extent in any political campaign for or against any candidate for public office.
4. Conduct any activities not permitted to be carried on by organizations exempt under Section 501(c) (3) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended, or by any organization, contributions to which are deductible under Section 170 (c) (2) of such Code and regulations as they now exist or as they may hereafter be amended.

#### ARTICLE XII – DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the charitable purpose set forth in Article II hereof. In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapter 617, Florida Statute, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal government or to a state or local government for exclusive public purpose.

ARTICLE XIII – INCORPORATORS

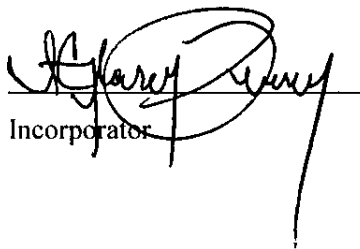
The name and address of the person signing those Articles of Incorporation are:

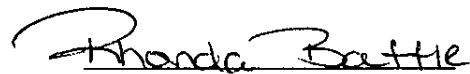
Carl Harper  
1798 Maryland Ave #B-22  
Fort Myers, FL 33916

Iglory Perry  
3520 C St., #E-6  
Fort Myers, FL 33916

Rhonda Battle  
3523 Dale Street  
Fort Myers, FL 33916

  
Incorporator

  
Incorporator

  
Incorporator

STATE OF FLORIDA }

**SS:**

COUNTY OF LEE }

BEFORE ME, the undersigned authority, personally appeared Carl Harper, Iglory Perry and Rhonda

Battle, to be well known and well known to be the persons described in and who subscribed their names

to the Articles of Incorporation, and who acknowledged before me that they executed such Articles of

Incorporation for the purpose therein expressed.

showed Florida drivers licenses

WITNESS my hand and official seal in the aforesaid County and State this 17<sup>th</sup> day of May

2007.

Gunda L. Willgren

NOTARY PUBLIC

Linda S. Willgren

**My Commission Expires:**



**LINDA S. WILLGREN**  
NOTARY PUBLIC - STATE OF FLORIDA

COMMISSION # DD287311

**EXPIRES 02/20/2008**

BONDED THRU 1-888-NOTARY1



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PALMETTO COURT RESIDENT COUNCIL, INC.  
at the place designated in the Articles of Incorporation, Carl Harper, 1798 Maryland Ave., #B-22, Fort  
Myers, FL 33916, agrees to act in the capacity, and agrees to comply with the provisions of Section  
48.091 relative to keeping open such office. *Produced Florida driver's license*

*Carl Harper*  
\_\_\_\_\_  
Carl Harper

SWORN AND SUBSCRIBED to before me this 17<sup>th</sup> day of May, 2007.



LINDA S. WILLGREN  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD287311  
EXPIRES 02/20/2008  
BONDED THRU 1-883-NOTARY

*Linda S. Willgren*  
\_\_\_\_\_  
NOTARY PUBLIC *Linda S. Willgren*

My Commission Expires:

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TALLAHASSEE, FLORIDA