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ARTICLES OF INCORPORATION

OF

TALQUIN MEADOWS HOMEOWNERS ASSOCIATION, INC.

The undersigned, acting as incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is **TALQUIN MEADOWS HOMEOWNERS ASSOCIATION, INC.** (hereinafter the "Association").

ARTICLE II

The initial principal place of business and mailing address of the Association shall be 1435 East Piedmont Dr., Tallahassee, Florida 32308.

ARTICLE III

The Association is a non-profit corporation.

ARTICLE IV

The period of the Association's duration is perpetual.

ARTICLE V

The Association is formed for the primary purpose of providing for the maintenance, preservation and architectural control of the residential lots and common area, if any, within the subdivision in Leon County, Florida known as Talquin Meadows (hereinafter the "Subdivision"), and to promote the health safety and welfare of the residents within the Subdivision.

In furtherance of such purposes, the Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in the Declaration of Covenants, Conditions and Restrictions applicable to the Subdivision (hereinafter

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the "Declaration");

(b) Affix, levy and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means and pay all expenses in connection therewith, and all office and other expense incident to the conduct of the business of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of, real and personal property in connection with the affairs of the Association;

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional residential property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument as specified in the Declaration;

(e) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE VI

The street address of the initial registered office of the Association is 1435 East Piedmont Dr., Tallahassee, Florida 32308 and the name of its initial registered agent at that address is

Marshall Gibbs.

ARTICLE VII

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is within the Subdivision, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot in the Subdivision.

ARTICLE VIII

The affairs of the Association shall be managed by a Board of Directors, President, Vice President, Secretary and Treasurer. The officers shall be elected at the first meeting of the Board of Directors following each annual meeting of members.

The names of the officers who are to serve until the first election are:

<u>President:</u>	Marshall Gibbs
<u>Vice-President:</u>	John Michael Shannon
<u>Secretary:</u>	Vicki Robinson
<u>Treasurer:</u>	Lisa Perini

ARTICLE IX

The number of persons constituting the first Board of Directors of the Association shall be four (4), and the names and addresses of the persons who shall serve as Directors until the first election are:

Marshall Gibbs	1435 East Piedmont Dr, Tallahassee, Florida 32308
Vicki Robinson	1435 East Piedmont Dr, Tallahassee, Florida 32308
John M Shannon	P.O. Box 6665, Tallahassee Florida 32314
Lisa Perini	P.O. Box 6665, Tallahassee Florida 32314

The Board of Directors shall always consist of at least three (3) persons and shall be

elected as provided in the By-Laws of the Association.

ARTICLE X

Subject to the rights of the Declarant expressed in the Declaration, amendments to these Articles of Incorporation may be proposed by any member of the Association and these Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the members existing at the time of, and present at, such meeting.

ARTICLE XI

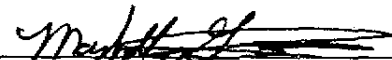
On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

ARTICLE XII

The name and street address of the incorporator to these Articles of Incorporation are:

Marshall Gibbs
1435 East Piedmont Dr, Tallahassee Florida 32308

EXECUTED by the incorporator on this 16 day of August, 20007.




Marshall Gibbs

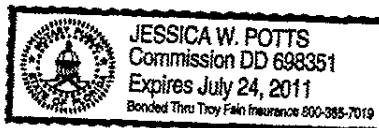
**STATE OF FLORIDA,
COUNTY OF LEON.**

BEFORE ME, the undersigned authority, personally appeared Marshall Gibbs, who, first being duly sworn by me, and who produced driver's license as proper identification or who is personally known to me, acknowledged to and before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal on this 16 day of August, 2007.



NOTARY PUBLIC
My Commission Expires:

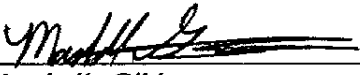


CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

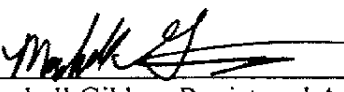
1. The name of the corporation is **TALQUIN MEADOWS HOMEOWNERS ASSOCIATION, INC.** 2. The name and address of the registered agent and office are
Marshall Gibbs, 1435 East Piedmont Dr., Tallahassee, Florida 32308.

Dated: August 16, 2007.

TALQUIN MEADOWS HOMEOWNERS ASSOCIATION, INC., a Florida non-profit corporation

By: 
Marshall Gibbs
Its: President

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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.


Marshall Gibbs - Registered Agent
Date: Aug 16, 2007

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