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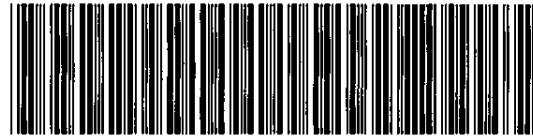
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T. Burch DEC 4 2007

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Park Place Business Suites  
Owners' Association, Inc.*

Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

☒ Art of Inc. File \_\_\_\_\_

\_\_\_\_\_ LTD Partnership File \_\_\_\_\_

\_\_\_\_\_ Foreign Corp. File \_\_\_\_\_

\_\_\_\_\_ L.C. File \_\_\_\_\_

\_\_\_\_\_ Fictitious Name File \_\_\_\_\_

\_\_\_\_\_ Trade/Service Mark \_\_\_\_\_

\_\_\_\_\_ Merger File \_\_\_\_\_

\_\_\_\_\_ Art. of Amend. File \_\_\_\_\_

\_\_\_\_\_ RA Resignation \_\_\_\_\_

\_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_

\_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_

☒ Cert. Copy \_\_\_\_\_

\_\_\_\_\_ Photo Copy \_\_\_\_\_

\_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_

\_\_\_\_\_ Certificate of Status \_\_\_\_\_

\_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_

\_\_\_\_\_ Corp Record Search \_\_\_\_\_

\_\_\_\_\_ Officer Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Search \_\_\_\_\_

\_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_

\_\_\_\_\_ Vehicle Search \_\_\_\_\_

\_\_\_\_\_ Driving Record \_\_\_\_\_

\_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_

\_\_\_\_\_ UCC 11 Search \_\_\_\_\_

\_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
FOR  
PARK PLACE BUSINESS SUITES  
OWNERS' ASSOCIATION, INC.

A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned incorporator for a Florida corporation and developer of the condominium to be known as the Park Place Business Suites, the "Condominium", hereby forms a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the Corporation is the PARK PLACE BUSINESS SUITES OWNERS' ASSOCIATION INC., hereinafter referred to as the "Association". The address of the Association is 534 Park Avenue Suite 1, Orange Park, Florida 32073.

ARTICLE II  
REGISTERED AGENT

The initial Registered Agent of the Association is Benjamin Reichenbach. The street address of the Registered Agent is 534 Park Avenue, Orange Park, Florida 32073. The Association may appoint a new Registered Agent from time to time.

ARTICLE III  
PURPOSES

The Association does not contemplate pecuniary gain or profit to its members. The Association's specific purposes are to provide for the maintenance and preservation of the Condominium in accordance with its Declaration, recorded or to be recorded in the public records of Clay County, Florida (the "Declaration") for the mutual advantage and benefit of the members of the Association, who shall be owners of Units within the Condominium. To promote the health, safety and welfare of the owners of Units, the Association shall have and exercise the following authority and powers:

- (a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, which is hereby incorporated by reference.
- (b) To acquire by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.
- (c) To borrow money and to mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.
- (d) To participate in mergers and consolidations with other nonprofit corporations organized for similar purposes.
- (e) To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida and serving as a condominium association under Chapter 718, Florida Statutes, as it may be amended from time to time (the "Condominium Act") may now or hereafter have or exercise.

ARTICLE IV  
MEMBERSHIP

Every person or entity who is a record owner of a Unit within the Condominium shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Unit.

#### ARTICLE V VOTING RIGHTS

Each Unit is assigned one vote, to be exercised as determined by the owners of that Unit. However, until the occurrence of certain events as described in Section 6.3 of the Declaration, the developer of the Condominium shall have the right to elect a majority of the members of the Board.

#### ARTICLE VI BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors, who need to be members of the Association or officers or managers of a member of a member entity. The following individuals shall serve as the first Board of Directors:

Ben Reichenbach  
Kevin Hurley  
Shawn M. Reichenbach

The address for all directors is 534 Park Avenue, Suite 1, Orange Park, Florida. In the future, Directors shall be elected as provided in the Bylaws.

#### ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida.

#### ARTICLE VIII DISSOLUTION

If the Condominium is terminated, the Association may be dissolved by assent in writing of a majority of the members.

#### ARTICLE IX OFFICERS

Subject to the direction of the Board, the affairs of this Association shall be administered by its officers, as designated in the Bylaws of this Association. Said officers shall be elected annually by the Board in accordance with the Bylaws.

#### ARTICLE X BYLAWS

The Bylaws of this Association shall be adopted by the first board and recorded in the public records of Clay County, Florida. The Bylaws may be altered, amended, modified or repealed as set forth in the Bylaws.

#### ARTICLE XI AMENDMENTS

This Association may amend or repeal any of the provisions contained in these Articles by a seventy-five percent (75%) vote of the membership.

ARTICLE XII  
SUPREMACY

These Articles and the Bylaws are subject to the Declaration and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Articles shall govern.

ARTICLE XIII  
INDEMNIFICATION

This Association shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agents, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent. The foregoing right of indemnification shall not affect any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV  
INCORPORATOR

The incorporator's of the corporation, Ben Reichenbach and Kevin Hurley, natural person's who are competent to contract and whose address is 534 Park Avenue, Suite 1, Orange Park, Florida, 32073 have executed these Articles of Incorporation this 13th day of November, 2007.

WITNESSES:

NAME

Shawn Reichenbach  
Sara Cordery

Ben Reichenbach  
Ben Reichenbach  
Kevin Hurley  
Kevin Hurley

STATE OF FLORIDA  
COUNTY OF CLAY

The foregoing Articles of Incorporation were acknowledged before me this 13th day of November, 2007 by Ben Reichenbach and Kevin Hurley. Who are personally known to me or have produced a Florida Drivers License as identification and did take an oath.

Shawn M. Reichenbach  
Notary Public, State of Florida



Shawn M Reichenbach  
My Commission DD341862  
Expires September 03, 2009

REGISTERED AGENT CERTIFICATE

PARK PLACE BUSINESS SUITES OWNERS' ASSOCIATION, INC. a Corporation duly organized under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in Clay County, Florida, has named Ben Reichenbach as its agent to accept service of process within this state. The street address of the Registered Agent is 534 Park Avenue, Suite 1, Orange Park, Florida, 32073.

Date: 11/13/07

By: Ben Reichenbach  
Its Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Ben Reichenbach  
Ben Reichenbach

Date: 11-13-07