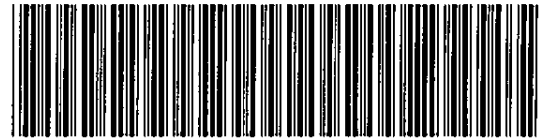


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(Document Number)

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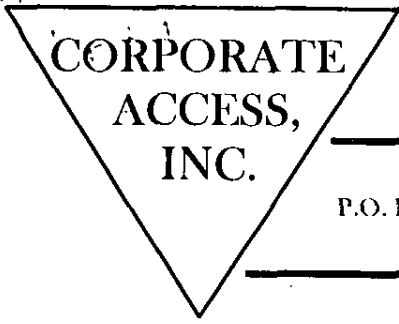
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1. Federation of Jacaranda Country Club Associations, INC
(CORPORATE NAME AND DOCUMENT #)
2. _____
(CORPORATE NAME AND DOCUMENT #)
3. _____
(CORPORATE NAME AND DOCUMENT #)
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(CORPORATE NAME AND DOCUMENT #)
6. _____
(CORPORATE NAME AND DOCUMENT #)

SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
08 FEB 13 PM 1:08

SPECIAL INSTRUCTIONS:

**ARTICLES OF INCORPORATION
OF
FEDERATION OF JACARANDA COUNTRY CLUB ASSOCIATIONS, INC.
(a corporation not for profit)**

08 FEB 13 PM 1:09

The undersigned incorporation hereby submits these Articles of Incorporation, pursuant to Chapter 617.0202, Florida Statutes.

ARTICLE I. NAME

The name of the corporation is FEDERATION OF JACARANDA COUNTRY CLUB ASSOCIATIONS, INC. (the "Corporation") and the mailing address and principal office of the Corporation are 100 NW 70th Ave. 1st Floor Plantation, FL 33317.

ARTICLE II. EXISTENCE

The duration of this Corporation is perpetual, unless dissolved according to law.

ARTICLE III. PURPOSE

The purposes for which the Corporation is organized are to promote smart growth, open space and green space in the City of Plantation, Florida, and to promote and protect the welfare, property and maintenance of all homeowner and condominium associations as well as the residents living in and around the Jacaranda Country Club, now and in the future

In furtherance of the Corporation's foregoing purposes, the Corporation shall be further authorized:

i) To receive and maintain personal and real property, or both, and subject to the restrictions and limitations herein set forth, to use and apply the whole or any part of the income therefrom, and the principal thereof, exclusively for the foregoing purpose and other purposes.

ii) To receive assistance, money (as grants or otherwise), real or personal property and any other form of contributions, gift, bequest or devise from any person, firm or corporation, to be utilized in the furtherance of the objects and purposes of this Corporation; to enter into agreements or contracts for contributions to the Corporation for its objects and purposes, provided however, that gifts shall be subject to acceptance by the board of directors as required by the bylaws.

iii) To establish an office and employ such assistance and clerical force as may be necessary and proper in the judgment of the board of directors, and pay reasonable compensation for the services of such persons.

iv) To use, expend or distribute, in the manner, form and method, and by the means determined by the board of directors of this Corporation, any and all forms of contributions received by it in carrying out the programs of the Corporation in the furtherance of its stated purposes. Money and real or personal property contributed to the Corporation in the furtherance of these objects and purposes are and shall continue to be impressed with a trust for such purposes.

v) To invest and reinvest surplus funds in such securities and properties as the board of directors may from time to time determine.

vi) To purchase, acquire, own, hold, guarantee, sell, assign, transfer, mortgage, pledge, loan or otherwise dispose of and deal in any bonds, securities, evidence of

indebtedness or other personal property, as well as to purchase, acquire, own, hold, sell, transfer, mortgage, or otherwise dispose of and deal in real estate; and, as the owner of any such real or personal property, to exercise all the rights, powers and privileges of ownership.

vii) To contract and be contracted with, and to sue and be sued.

viii) To adopt and use a corporation seal containing the words "corporation not for profit", if desired and deemed necessary, but, this shall not be compulsory unless required by law.

ix) To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

x) All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

xi) Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purposes for which this Corporation is formed.

xii) Do all such acts as are necessary or convenient to carry out the purposes set forth in these Articles of Incorporation and as are permitted by law.

This Corporation does not contemplate any pecuniary gain or profit to members, directors or officers thereof and no part of any earnings of the Corporation shall inure to the benefit of, or be distributable to, any member, director or officer of the Corporation or any other private

individual (except that reasonable compensation may be paid for services rendered to or for the Corporation, and the Corporation may reimburse its members, directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation). No member, director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Corporation.

All the property of this Corporation is and shall be irrevocably dedicated to the purposes for which it is established. In the event of a dissolution of this Corporation, the assets shall, after paying or making provisions for all liabilities of the Corporation, be distributed to one or more organizations which are organized and exist exclusively for similar purposes of the Corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, or to such organization or organizations organized and operated exclusively for such purposes, as said court shall determine.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 3111 Stirling Road, Ft. Lauderdale, Florida 33312 and the name of its initial registered agent at such address is Ryan Pinder, Becker & Poliakoff, P.A.

ARTICLE V - MEMBERS

This Corporation shall have Members. The classes of Members, and the manner in which Members shall be admitted to membership, shall be as set forth in the By-Laws of this Corporation.

ARTICLE VI. MANAGEMENT

With respect to the operation of this Corporation, power shall be exercised, its property controlled, and its affairs conducted by a board of directors, who shall be chosen as set forth in the bylaws of the Corporation. The number of directors of the Corporation shall be five; provided, however, that the number may be changed from time to time by a bylaw duly adopted pursuant to the bylaws of this Corporation, but shall not be less than three.

The names and addresses of the persons who are to serve as the initial directors are:

David Leskar
100 NW 70th Ave, First Floor
Plantation, FL 33317

Elisabeth Small
100 NW 70th Ave, First Floor
Plantation, FL 33317

Dean Dalbery
100 NW 70th Ave, First Floor
Plantation, FL 33317

Steve Bloss
100 NW 70th Ave, First Floor
Plantation, FL 33317

Brad Coombs
100 NW 70th Ave, First Floor
Plantation, FL 33317

ARTICLE VII - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or in any subsequent amendment hereto, and such amendment to these

Articles of Incorporation may be proposed by any Member or Director, and presented as provided in the By-Laws to a quorum (as defined therein) of the Members for their vote. Amendments may be adopted by a majority of the Members of the Corporation at a meeting in which a quorum exists.

ARTICLE VIII. DISSOLUTION

In the event of dissolution, after payment or provision for payment of all debts and liabilities of the Corporation, the residual assets of the organization will be turned over to one or more not-for-profit fund, foundation or corporation with a similar purpose as that of the Corporation, or to the Federal, State or local Government for exclusively public purposes.

ARTICLE IX.

The name and address of the incorporator is: Ryan Pinder
3111 Stirling Road
Ft Lauderdale, Florida 33312

ARTICLE X - BYLAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Members, and the By-Laws shall be adopted at the first meeting of the Members. Such By-Laws may be amended or repealed in whole or in part in the manner provided therein.

ARTICLES XI - OFFICERS

This Corporation shall have those officers designated in the Bylaws from time to time.

ARTICLE XII - INDEMNIFICATION

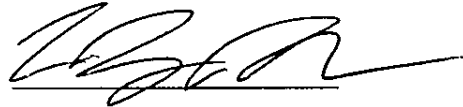
The Corporation shall indemnify any officer or director, and may indemnify any employee or agent, to the fullest extent permitted by Section 617.0831, Florida Statutes.

ARTICLE XIII - STOCK

This Corporation shall not have capital stock.

In witness whereof, the undersigned being the incorporation of this Corporation have executed these Articles of Incorporation.

Signature of Incorporator:

A handwritten signature in black ink, appearing to be "J. B. R.", written over a horizontal line.

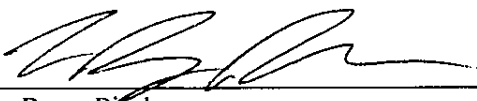
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been named as registered agent for FEDERATION OF JACARANDA COUNTRY CLUB ASSOCIATIONS, INC., a Florida not for profit corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, as Registered Agent and on behalf of the Corporation, hereby state that I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of the registered agent.

Dated: February 12, 2008

REGISTERED AGENT:

Becker & Poliakoff, P.A.
Ryan Pinder

By: 

Ryan Pinder

08 FEB 13 PM 1:09
SECRETARY OF STATE
DIVISION OF CORPORATIONS