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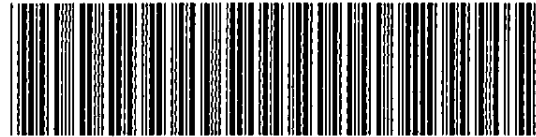
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DIVISION OF CORPORATIONS
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B. McKnight MAR 13 2008

HAYWARD & GRANT, P. A.

**ATTORNEYS AT LAW
2121-G KILLARNEY WAY
TALLAHASSEE, FLORIDA 32309**

**JOHN A. GRANT
BLAKE HAYWARD*
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EDWARD W. WOOD**

*Master of Laws in Taxation
**Of Counsel

**TELEPHONE (850) 386-4400
FACSIMILE (850) 386-7444**

March 11, 2008

TO: Registration Section
Division of Corporations

SUBJECT: WATERBROOK CONDOMINIUM ASSOCIATION, INC., a Florida corporation not
for profit

Please file the enclosed Articles of Incorporation and return a Certified Copy, a Certificate of Status, and
all correspondence concerning this matter to the following:

Blake Hayward
HAYWARD & GRANT, P.A.
2121-G Killarney Way
Tallahassee, FL 32309

Enclosed is our check in the amount of \$78.75.

For further information concerning this matter, please call:

Blake Hayward at (850) 386-4400

MAILING ADDRESS:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Incorporation
of
WATERBROOK CONDOMINIUM ASSOCIATION, INC.
a Florida Not For Profit Corporation

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AND
FILED
08 MAR 12 AM 10:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, chapter 617, Florida Statutes, adopt the following articles of incorporation:

Article I - Name

The name of the corporation (the "corporation") is **WATERBROOK CONDOMINIUM ASSOCIATION, INC.**

Article II - Principal Office

The street address and mailing address of the initial principal office of the corporation shall be:

2915 Kerry Forest Parkway
Suite 101
Tallahassee, FL 32309

Article III - Purpose

The corporation is a not for profit corporation. The purposes for which the corporation is organized are such as are authorized under chapters 617 and 718, Florida Statutes and include providing for the maintenance, preservation, administration, and management of WATERBROOK CONDOMINIUM, a condominium created under Florida's Condominium Act pursuant to a declaration of condominium to be recorded in the Public Records of Leon County, Florida.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any member hereof. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other non-recurring items exceeds the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his or her interest in the common elements of the condominium.

Article IV - Manner of Election

The manner in which the directors are elected or appointed shall be set forth in the bylaws.

Article V - Initial Officers

The name, address, and title of the initial officers are:

Robert P. Hartsfield
2915 Kerry Forest Parkway
Suite 102
Tallahassee, FL 32309
President and Secretary

Roger K. Hobbs
2915 Kerry Forest Parkway
Suite 101
Tallahassee, FL 32309
Vice-President and Treasurer

Article VI - Members

Each condominium unit shall have appurtenant to it a membership in the corporation, which membership shall be held by the person or entity, or in common by the persons or entities owning such unit, except that no person or entity holding title to a unit as security for performance of an obligation shall acquire membership appurtenant to the unit by virtue of ownership. In no event may any membership be severed from the unit to which it is appurtenant. Each membership in the corporation shall entitle the holder or holders of it to exercise the proportion of the total voting power of the corporation corresponding to the proportionate undivided interest in the common elements appurtenant to the unit to which the membership corresponds, as established in the declaration.

Article VII - Powers of Corporation

To promote the health, safety, and welfare of the residents of WATERBROOK CONDOMINIUM, the corporation may:

1. Exercise all of the powers and perform all of the duties of the association as set forth in the declaration of condominium and in the bylaws, as those documents may from time to time be amended.
2. Determine, levy, collect, and enforce payment by any lawful means of all assessments and common charges, and pay such common charges as the same become due.
3. Engage the services of a professional corporate management agent and delegate to the agent certain powers or duties granted to the association of unit owners under the declaration or bylaws.

4. Take and hold by lease, gift, purchase, devise or bequest any property, real or personal, including any unit in the condominium, borrow money and mortgage any property to finance the acquisition of it on the vote of 100% of the members, and transfer, lease, and convey any such property.
5. Dedicate or otherwise transfer all or any portion of the common areas to any municipality, public agency, authority or utility on the approval of 100% of the members.
6. Have and exercise any and all rights, privileges and powers which may be held or exercised by corporation not for profit generally under chapter 617, Florida statutes, or by associations of unit owners under the Condominium Act.

Article VIII - Dissolution

This corporation may be dissolved at any time with the written consent of all members to it. On dissolution, the assets of the corporation shall be dedicated to an appropriate municipality, public agency, or other authority to be used for purposes similar to those for which the corporation is organized. In the event such dedication is not accepted, such assets shall be conveyed or assigned to any not for profit corporation, association, or other organization devoted to purposes similar to those for which this corporation is organized.

Article IX - Initial Registered Agent and Street Address

The name and street address of the initial registered agent of the corporation are:

Blake Hayward
Hayward & Grant, P.A.
2121-G Killarney Way
Tallahassee, FL 32309

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.


Blake Hayward - Registered Agent

Date

3-11-08

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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Article X - Incorporator

The name and address of the incorporator are:

Robert P. Hartsfield
2915 Kerry Forest Parkway
Suite 102
Tallahassee, FL 32309

In witness whereof, the undersigned incorporator has, for the purpose of forming this not for profit corporation under the laws of the State of Florida, executed these articles of incorporation.

 3-11-08
Robert P. Hartsfield, (Date)
Incorporator

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AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA