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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MAR 26 2008  
D. A. WHITE

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March 24, 2008

**VIA FEDERAL EXPRESS: 790967535570**

Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

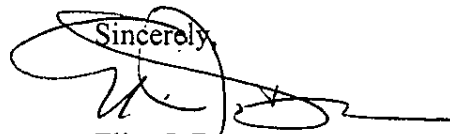
RE: Park Grace at Main Street Condominium Association, Inc.

Dear Sir or Madam:

Please find enclosed the original and copy of the Articles of Incorporation to be filed with your office. Enclosed is our check #2097 in the amount of \$70.00 to cover the cost of the filing fee and register agent fee. Please forward the date-stamped copy of the Articles of Incorporation in the provided self-addressed stamped envelope for convenience.

If you have any questions, please call me at (941) 412-3451.

Thank you.

Sincerely,  


Elise J. Duranceau  
Paralegal to Thomas C. Tyler, Jr.

/ejd

cc: Park Grace at Main Street Condominium Association, Inc.

**ARTICLES OF INCORPORATION  
OF  
PARK GRACE AT MAIN STREET CONDOMINIUM ASSOCIATION, INC.**

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**ARTICLE I  
NAME OF CORPORATION AND PRINCIPAL ADDRESS**

The name of this corporation shall be PARK GRACE AT MAIN STREET CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as Association. The principal office of said corporation shall be located at 121 N. Kentucky Ave Lakeland. The Directors of the Association may change the location of the principal office of said Association from time to time.

**ARTICLE II  
PURPOSES**

The purposes of this corporation shall be the operation and management of the affairs and property of the condominium known as PARK GRACE AT MAIN STREET CONDOMINIUM, located in Polk County, Florida, and to perform all acts provided in the Declaration of Condominium and the Florida Condominium Act, Chapter 718, Florida Statutes.

**ARTICLE III  
POWERS**

The Association shall have all of the statutory powers of a corporation not for profit and all of the powers and duties set forth in the Florida Condominium Act and the Declaration of Condominium, as amended from time to time, except as may be limited or otherwise provided by these Articles.

**ARTICLE IV  
MEMBERS**

All record owners of legal title to any of the condominium units of the Condominium shall be members. Membership shall terminate automatically and immediately as a member's interest in the record legal title terminates, except that upon termination of the entire condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units to the Association, or its designee, as provided in said Declaration of Condominium.

After the Association approves of a conveyance of a condominium unit as provided in the Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Secretary of a copy of the deed or other instrument of conveyance.

**ARTICLE V  
VOTING RIGHTS**

Each condominium unit shall be entitled to one vote at Association meetings, notwithstanding that the same owner may own more than one unit or that units may be joined together and occupied by one owner.

**ARTICLE VI  
INCOME DISTRIBUTION**

No part of the income of the Association shall be distributable to its members, except as compensation for services rendered.

**ARTICLE VII  
REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be 121 North Kentucky Avenue, Lakeland, Florida 33801, and the registered agent at such address will be Jeffery Holden. The Board of Directors may change the registered agent and office from time to time as permitted by law.

**ARTICLE VIII  
EXISTENCE**

The term for which this corporation is to exist shall be perpetual, unless dissolved according to law.

**ARTICLE IX  
SUBSCRIBER**

The name and residence of the subscriber to these Articles is Jeffery Holden, 121 North Kentucky Avenue, Lakeland, Florida 33801.

**ARTICLE X  
DIRECTORS AND OFFICERS**

(A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than the number of directors as required by applicable law, and in the absence of such determination shall consist of three (3) Directors. The Directors need not be Members of the Association.

(B) Except for persons appointed by the developer to the Board of Directors, all Directors of the Association shall be elected by the Members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

(C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the Members of the Association, and they shall serve at the pleasure of the Board.

(D) The names and addresses of the Members of the first Board of Directors, and the officers, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>JEFF</u> Jeffery Holden	President
<u>JEFF HOLDEN</u>	Vice-President
<u>JEFF HOLDEN</u>	Secretary/Treasurer

**ARTICLE XI  
BYLAWS**

The Bylaws of this corporation may be amended, altered or rescinded in the manner provided in such Bylaws.

**ARTICLE XII  
AMENDMENTS**

The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the Association. Amendments to these Articles shall be proposed and adopted in the following manner:

(A) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is considered.

(B) A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by not less than twenty (20%) percent of the voting interest of the Association.

(C) Except as otherwise required by law, approval of a proposed amendment must be by not less than two-thirds of the voting interests participating in person or by proxy at a duly noticed and convened meeting of the Association, or by written consent of ~~nine~~ <sup>THREE (34)</sup> (3) of the voting interests in lieu of a meeting.

(D) An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Polk County, Florida.

### ARTICLE XIII INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. Indemnity. The Association shall indemnify any person serving as a director, officer, or committee member to the fullest extent permitted under Section 607.0850, Florida Statutes (2005).

B. Additional Indemnification. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled by law, agreement, vote of a majority of the voting interests of the members or otherwise, and shall continue as to a person who has ceased to be a director, officer, or committee member and shall inure to the benefit of the heirs and personal representatives of such person.

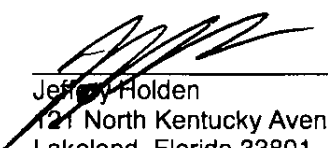
C. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, or committee member against any liability asserted against the person and incurred by the person in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify the person against such liability under the provisions of this Article. Notwithstanding anything in this Article to the contrary, the provision herein provided for indemnification shall only be applicable to the extent insurance coverage does not apply or is insufficient.

In witness whereof, the undersigned subscriber executed these Articles on MARCH 21, 2008.

  
\_\_\_\_\_  
Jeffrey Holden

#### Acceptance of Duties as Registered Agent

Having been named as registered agent and to accept service of process for Park Grace at Main Street Condominium Association, Inc., 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

  
\_\_\_\_\_  
Jeffrey Holden  
121 North Kentucky Avenue  
Lakeland, Florida 33801

Date MARCH 21, 2008

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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