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To:
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Fax Number : (850) 617-6381

From:
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FLORIDA PROFIT/NON PROFIT CORPORATION

Shores Commercial Owners' Association, Inc.

Certificate of Status	1
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Page Count	01 4
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**ARTICLES OF INCORPORATION
OF
SHORES COMMERCIAL OWNERS' ASSOCIATION, INC.**

The undersigned natural persons, all of whom are citizens of the State of Florida, acting as incorporators under the laws of the State of Florida, Chapter 617, Florida Statutes, applicable to corporations not-for-profit, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE ONE

The name of the corporation shall be **SHORES COMMERCIAL OWNERS' ASSOCIATION, INC.** ("Corporation").

ARTICLE TWO

The Corporation is a non-profit corporation.

ARTICLE THREE

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE FOUR

This Association is formed to be the corporate entity which is to be responsible for the performance of certain duties and the enforcement of certain rights as provided in the Reciprocal Easement Agreement With Covenants, Conditions and Restrictions, recorded or to be recorded in St. Johns County, Florida ("Declaration"), for a planned community located in St. Johns County, Florida.

The Association shall operate, maintain and manage the common areas as set forth in the Declaration, including, without limitation, operating, maintaining and managing the surface water or stormwater management system(s) as follows:

The Association shall, operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 4-109-94355-2 requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained therein.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water and stormwater management system and other maintenance, repairs and costs to be incurred by the Association, in accordance with the terms of the Declaration.

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The assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements; and such administrative costs incurred by the Association and for such other purposes as shall be determined by the Association, in accordance with the terms of the Declaration.

ARTICLE FIVE

The members of the Corporation shall be all fee simple parcel owners. Upon the purchase of a parcel, the parcel owners shall automatically become members as defined in the Declaration to be recorded. Membership shall be appurtenant to, and inseparable from, ownership of a parcel.

ARTICLE SIX

The street address of the initial principal business office of the Corporation is 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082. The address of the registered office and the name of the initial Registered Agent is: Baron L. Bartlett, c/o Bartlett, Deal & Briley, P.A., 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082.

This Corporation shall never have less than 1 Director. The number of Directors constituting the initial Board of Directors of the Corporation is 1 and the name and address of the person who is to serve as the initial Director until the first election shall be as follows:

1. Baron L. Bartlett, c/o Bartlett, Deal & Briley, P.A., 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082

Directors shall serve and be appointed as provided in the By-Laws of the Association.

ARTICLE SEVEN

The affairs of the Corporation are to be managed by the Officers of the Corporation who shall be appointed by the Board of Directors. The names, addresses and offices of the persons who are initially to serve as officers of the Corporation are as follows:

Baron L. Bartlett	President
Baron L. Bartlett	Vice President
Baron L. Bartlett	Secretary/Treasurer

ARTICLE EIGHT

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which will comply with Section 40C-

42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

The power to alter, amend or repeal the By-Laws or Articles of Incorporation or to adopt new By-Laws shall be vested in the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with the law or with the Articles of Incorporation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 9th day of January, 2009.


Baron L. Bartlett

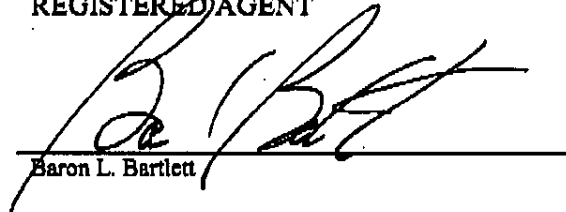
**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes the following is submitted:

FIRST, that Shores Commercial Owners' Association, Inc. desiring to organize under the laws of the State of Florida, with its principal place of business at 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082, has named Baron L. Bartlett, located at the registered office of Bartlett, Deal & Briley, P.A., 135 Professional Drive, Suite 101, Ponte Vedra Beach, FL 32082, as its Agent to accept service of process within this state.


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, and I accept the duties and obligations of Section 607.0501 of the Florida Statutes.

REGISTERED AGENT


Baron L. Bartlett

STATE OF FLORIDA
COUNTY OF ST. JOHNS

Sworn to and subscribed before me this 9th day of January, 2009, by Baron L. Bartlett, who is personally known to me.


Notary Public, State of Florida



Stephanie Burch
Commission # DD424424
Expires May 1, 2009
NOTARY PUBLIC - FLORIDA