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BRET SHAWN CLARK, PA

ATTORNEY AT LAW
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ENGLEWOOD, FLORIDA 34223
BRET.CLARK@COMCAST.NET

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January 15, 2009

DEPARTMENT OF STATE
Division of Corporations
PO BOX 6327
Tallahassee, Florida 32314

Re: NELSON GULF ESTATE HOMEOWNERS ASSOCIATION, INC.

Dear Registration Section Employee:

Enclosed with this letter you will find the original and one copy of the Articles of Incorporation for NELSON GULF ESTATES HOMEOWNERS ASSOCIATION, INC., a newly formed corporation not-for-profit. Also enclosed you will find the filing fees and costs for a certificate of status in the total amount of \$78.75.

Please file the articles and return the certificate to the undersigned at the address indicated above at your earliest convenience.

Thank you for your kind assistance in this most important matter.

Very truly yours,


Bret Clark

Copy to: Mark Nelson

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ARTICLES OF INCORPORATION OF
NELSON GULF ESTATES HOMEOWNERS ASSOCIATION, INC.
A NON-PROFIT CORPORATION

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I

Name: The name of the corporation is NELSON GULF ESTATES HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

Principal Place of Business and Mailing Address: The principal place of business and the mailing address of this corporation shall be: 218 Route 94, Vernon, NJ 07642

ARTICLE III

Purpose: The purpose for which the corporation is organized is to administer and enforce the Declaration of Covenants and Restrictions of Nelson Gulf Estates Subdivision as an association and to engage in any lawful purpose or purposes not for pecuniary profit. In addition, the corporation shall have the following powers:

- (a) to operate and maintain the surface water management system facilities of the corporation; including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.
- (b) To make and collect assessments against members as Unit Owners to defray the costs, expenses and losses of operation.
- (c) To use the proceeds of assessments in the exercise of its powers and duties.
- (d) To maintain, repair, replace and operate the Association property.
- (e) To purchase insurance upon the Association property and insurance for the protection of the Association and its members as Unit Owners.
- (f) To make and amend reasonable rules and regulations respecting the use of the Association property.
- (g) To sue and be sued and to enforce by legal means, the provisions of Chapter 720, Florida Statutes, the Declaration of Restrictions, these Articles of Incorporation, Bylaws of the Association and the regulations for use of the property of the Association.
- (h) To contract for the management or operation of portions of the common areas susceptible to separate management or operation.

(i) To employ personnel to perform the services required for proper operation and maintenance of the Association property.

(j) To acquire or enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests in real and personal property, to declare expenses in connection therewith to be common expenses, and to adopt covenants and restrictions relating to the use thereof.

ARTICLE IV

Directors: The affairs of the corporation are to be managed by the Board of Directors. There shall be no less than three and no more than seven Directors at any given time. The method of election or appointment of Directors to the Board shall be as stated in the Bylaws. There shall be three members of the initial Board of Directors who shall continue to serve as such unless and until additional or replacement Directors are either appointed or elected to the Board as provided in the By-Laws. The names and addresses of the Initial Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
AMANDA NELSON	218 Route 94 Vernon, NJ 07462
MARK R. NELSON	218 Route 94 Vernon, NJ 07462
ANDREA NELSON	218 Route 94 Vernon, NJ 07462

ARTICLE V

Officers: The officers of the corporation will be as created and appointed by the Board of Directors pursuant to the By-Laws and initially will consist of a President, a Vice-President, a Secretary and a Treasurer. The names of the persons who are to serve as officers until further notice by the Board of Directors in the manner provided in the By-Laws are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
MARK R. NELSON	President	218 Route 94 Vernon, NJ 07462
AMANDA NELSON	Vice President	218 Route 94 Vernon, NJ 07462
ANDREA NELSON	Secretary/Treasurer	218 Route 94 Vernon, NJ 07462

ARTICLE VI

Initial Registered Agent: The name and the street address of the initial registered agent is: BRET SHAWN CLARK, PA, 121 North McCall Road, Englewood, Florida 34223.

ARTICLE VII

Members: The corporation shall have Members. Members of the corporation will be required to be owners of fee simple interest in lots in NELSON GULF ESTATES SUBDIVISION and are otherwise as defined in the Declaration to which these Articles are attached.

ARTICLE VIII

Bylaws: The Bylaws of the corporation shall initially be those as hereby adopted by the corporation and attached as Exhibit B to the Declaration to which these Articles are attached. Thereafter, they may be made, altered or rescinded pursuant to the provisions set forth therein.

ARTICLE IX

Amendment: These Articles of Incorporation may be amended by the vote of a majority of the membership of the corporation.

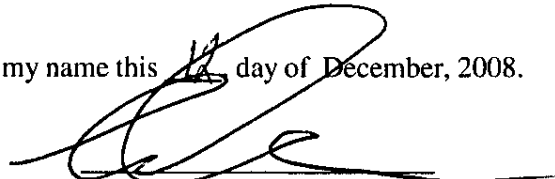
ARTICLE X

Incorporator: The name and street address of the incorporator of these Articles of Incorporation is MARK R. NELSON, 218 Route 94, Vernon, NJ 07462.

ARTICLE XI

Term & Dissolution: This corporation shall exist in perpetuity; however, if the corporation is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the corporation.

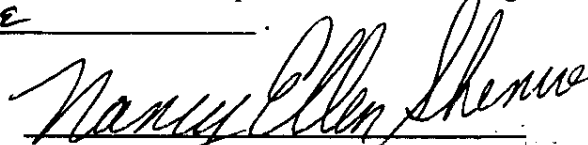
IN WITNESS WHEREOF, I have subscribed my name this 12TH day of December, 2008.


MARK R. NELSON

STATE OF NJ
COUNTY OF SUSSEX

The foregoing instrument was acknowledged before me this 12TH day of December, 2008, by MARK R. NELSON, who is personally known to me or who has produced the following as identification: DRIVERS LICENSE.

NANCY ELLEN SHENISE
NOTARY PUBLIC OF NEW JERSEY
MY COMMISSION EXPIRES MAR. 24 2011

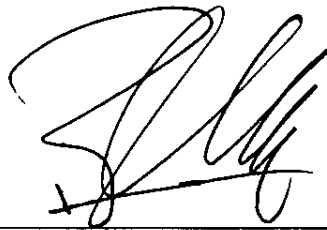

Notary Public

Sworn to and subscribed before me
this 12 day of Dec 2008

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, 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.

DATED THIS 8TH DAY OF DECEMBER, 2008.



BRET SHAWN CLARK, PA

By: Bret Clark, Esquire

As: President & Authorized Agent

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