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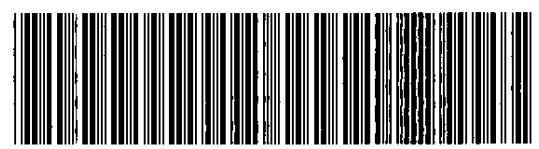
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TALLAHASSEE FLORIDA

MRS  
6/28

**DAVID K. OAKS, P.A.**  
Attorney at Law

**DAVID K. OAKS**

Also licensed in North Carolina  
Email: doaksesq@comcast.net

**JACKIE M. SMITH**

Florida Registered Paralegal  
Email: jackieoakslaw@comcast.net

June 13, 2011

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

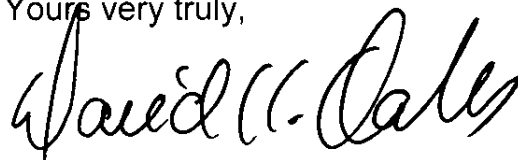
**RE: PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION,  
INC., a Florida Not-for-Profit Corporation**

Dear Sir:

Enclosed please find the original and one copy of the Articles of Incorporation for Punta Gorda Airpark Property Owners Association, Inc. Our check in the amount of \$78.75 for the filing fee is enclosed.

Please return a stamped copy of the articles to our office. Thank you for your attention to this matter.

Yours very truly,



David K. Oaks

DKO:js  
Encl.  
cc: client



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 17, 2011

DAVID K OAKS, P.A.  
407 E MARION AVE  
SUITE 101  
PUNTA GORDA, FL 33950

SUBJECT: PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION,  
INC.

Ref. Number: W11000032860

We have received your document for PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles must be in numeric order. Article VIII is not listed.

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 511A00014773

**DAVID K. OAKS, P.A.**  
Attorney at Law

**DAVID K. OAKS**

Also licensed in North Carolina

Email: doaksesq@comcast.net

**JACKIE M. SMITH**

Florida Registered Paralegal

Email: jackieoakslaw@comcast.net

June 22, 2011

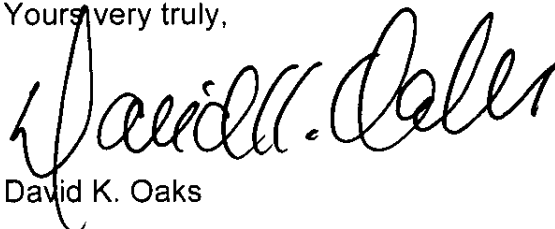
Randy Dunlap  
Regulatory Specialist II  
New Filing Section  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION INC  
Ref. Number W11000032860

Dear Mr. Dunlap:

Enclosed please find a copy of your letter dated June 17, 2011 together with an original and one copy of the corrected Articles of Incorporation for the above entity. If you need any additional information, please do not hesitate to contact our office.

Yours very truly,



David K. Oaks

DKO:js  
Encl.

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC.  
(A Florida Not-for-Profit Corporation)

The undersigned subscribers, each of whom is a natural person of lawful age and otherwise legally competent to enter into a contract and to associate with each other for the purpose of forming a not-for-profit corporation organized under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation and certify as follows:

ARTICLE 1

NAME

The name of this corporation is PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. whose mailing address and place of business is 1881 Manzana Avenue, Punta Gorda, FL 33950 (hereinafter referred to as the "Association").

ARTICLE II

DEFINITIONS

All definitions in the Declaration of Covenants, Conditions and Restrictions, as may be amended from time to time (hereinafter referred to as the "Declaration") to be recorded in the Public Records of Charlotte County, Florida ("Public Records"), are incorporated by reference herein for all intents and purposes.

ARTICLE III

PURPOSE

Section 1. The primary purpose of this Association is to preserve and enhance the property values, to provide for the use and enjoyment of the properties and common area within CHARLOTTE

COUNTY PARK OF COMMERCE, a subdivision as described in the Plat thereof, as recorded in the Public Records and to provide an entity to administer and manage the affairs of the Association.

Section 2. This Association shall be and constitute the Association to which reference is made in the Declaration of Punta Gorda Airpark Property Owners Association (hereinafter referred to as the "Declarant") in the Public Records, to perform the obligations, duties and responsibilities of the Association, and to exercise the rights, powers and privileges of the Association, as specified therein, in the By-Laws, and as provided by law.

Section 3. The Association does not expect or intend to produce or acquire financial gain or profit and it shall make no distributions of income to its Members nor pay any compensation to its Officers and Directors, except as may be provided in the Association's By Laws.

Section 4. The Association is formed to perform, discharge and exercise the purposes, powers, rights, responsibilities and privileges prescribed herein, as well as in the Declaration and in the By-Laws and is not intended to be, nor shall it be deemed to be, a condominium association within the meaning of Chapter 718, Florida Statutes.

#### ARTICLE IV

##### POWERS

Section 1. The Association shall have all of the common law and statutory powers of a not-for-profit corporation that are not

in conflict with the terms of these Articles, the Declaration, or the By-Laws of this Association.

Section 2. In addition said common law and statutory powers, the Association shall have all of the powers reasonably necessary or desirable to perform and discharge the obligations, duties and responsibilities, and to exercise the rights, powers and privileges set forth in, and not in conflict with, these Articles, the By-Laws, and the Declaration, including without limitation the following:

A. To own, maintain and operate real and personal property including, without limitation, to own, operate and maintain property within the Punta Gorda Airpark, Charlotte County, Florida, which property shall be used in common by all of the Members of the Association and designated as Common Areas in the Declaration and in the Plat of **CHARLOTTE COUNTY PARK OF COMMERCE**, filed in the Public Records ("The Development").

B. To enforce any and all covenants, restrictions and agreements applicable to the Common Areas and to the Airpark Sites in The Development in accordance with the Declaration, as amended from time to time, and filed of record in the Public Records.

C. To acquire, construct, maintain and operate the Common Areas including, without limitation, any roadways, taxiways, access gate(s), landscaping, fencing, walls and surface water management system thereon as provided in the Declaration.

D. To make and perform any contracts, do any acts and things,

and exercise any powers suitable, convenient, proper or incidental for the accomplishment of any purposes and objectives enumerated herein.

E. To levy, collect and enforce assessments against members as provided in the Declaration.

F. To purchase insurance on the property maintained, administered and operated by the Association as well as insurance for the protection of the Association and Its Officers and Directors as provided in the Declaration.

G. To finance the improvements, infrastructure and ingress/egress facilities on the Common Areas and the taxiway easement located on the Charlotte County Airport Authority property ("Taxiway Easement") as well as repair, replacement, renovation and improvement of same from time to time and the reconstruction of improvements after casualty.

H. To make, enforce and amend reasonable Rules and Regulations concerning the use of the Common Areas and Taxiway Easement.

I. To employ the personnel necessary to perform the services required for the proper operation of the Development as required by the Declaration.

J. To sue or to be sued.

K. To add additional property to the Association by



incorporating a phased development plan.

ARTICLE V

TERM

The Association shall have a perpetual existence.

ARTICLE VI

INCORPORATORS

The names and residences of the Subscribers of these Articles of Incorporation are as follows:

McCo, Inc.  
Attn: Robert N. McQueen  
P.O. Box 511249  
Punta Gorda, FL 33951-1249

ROBERT PILGRIM  
2904 SW 29th Lane  
Cape Coral, FL 33914

LARRY HOFMEISTER  
338 Caicos Drive  
Punta Gorda, FL 33950-5839

ROBERT J. NORTON  
1881 Manzana Avenue  
Punta Gorda, FL 33950

ARLENE KRASNY  
5233 Savoy Court  
Cape Coral, FL 33904

SHERRILL H. GREENE  
18588 Baseleg Avenue  
North Fort Myers, FL 33917

ANTONY GREENE  
18502 Crosswind Avenue  
North Fort Myers, FL 33917

## ARTICLE VII

### MEMBERSHIP

McCO, Inc.	14.28 shares
ROBERT PILGRIM	14.28 shares Building A
LARRY HOFMEISTER	14.28 shares Building B
ROBERT J. NORTON	14.28 shares Building C
ARLENE KRASNY	14.28 shares Building D
SHERRILL H. GREENE	14.28 shares Building E
ANTONY GREENE	14.28 shares Building F

Each shareholder shall hold these shares in trust for the unit owners of their respective building units, such units being Buildings A, B, C, D, E and F except as to McCO, INC. which holds its shares as an interested landowner contiguous to building hangars

The authorized number, qualifications, and manner of admission of Members of this Association, the different classes of membership, the property, voting and other rights and privileged of Members, the liability of Members for assessments and the method of collection thereof, and the termination and transfer of membership are more fully set forth in the By-Laws of this Association and in the Declaration.

## ARTICLE VIII

### INDEMNIFICATION

Section 1. The Association, except as provided in Section 2, shall indemnify any person who is or was a party or is threatened to be made a party to any proceeding, including without limitation any action by or in the right of the Association, by reason of the fact that he was or is a member of the Board of Directors or is an

officer of the Association or is or was a member of the Board of Directors or an officer of the Association who is or was serving at the request of the Association as a director, officer, agent, employee, partner or trustee of another corporation, partnership, joint venture, trust or other enterprise; against liability actually and reasonably incurred by him, unless, in connection with such actions, suit or proceeding, a judgment or other final adjudication establishes that his conduct was material to the cause of action and was: (a) a violation of the criminal law, unless the director or officer had reasonable cause to believe his conduct was lawful or had no reasonable cause to believe his conduct unlawful; (b) a transaction from which the director or officer derived an improper personal benefit; (c) in the case of a director, a circumstance under which the liability provisions of Section 617.028 of the Florida Corporations Not for Profit Act are applicable; or (d) willful misconduct or a conscious disregard for the best interest of the Association in a proceeding by or in the right of the Association to procure a judgment in its favor or in a proceeding by or in the right of the Board of Directors. The right of indemnification conferred in this Section 1 shall be a contract right and shall include the right to be paid by the Association expenses incurred in defending any proceeding in advance of the final disposition of such proceeding. Such right will be conditioned upon receipt of an undertaking by or on behalf of the member of the Board of Directors or officer to repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Association as authorized in this Section 1. Such right shall survive an amendment or repeal of this Section 1 with respect to expenses incurred in connection with claims, regardless of when such claims are brought, arising out of acts or

omissions occurring prior to such amendment or repeal. The Association may, by action of its Board of Directors, provide indemnification to employees and agents of the Association with the same scope and effect as the foregoing indemnification of officers and members of the Board of Directors.

Section 2. If a claim under Section 1 of this Article is not paid in full by the Association within 30 days after a written claim has been received by the Association, the claimant may at any time thereafter bring suit against the Association to recover the unpaid amount of the claim and, if successful in whole or in part. The claimant shall be entitled to be paid also the expense of prosecuting such claim. It shall be a defense to any such action (other than an action brought to enforce a claim for expenses incurred in defending any proceeding in advance of its final disposition where the required undertaking, if any is required, has been tendered to the Association) that the claimant has not met the standards of conduct which make it permissible under the Florida Corporation Not For Profit Act for the Association to indemnify the claimant for the amount claimed, but the burden of proving such defense shall be on the Association. Neither the failure of the Association (including its Association, independent legal counsel or its members) to have made a determination prior to the commencement of such action that indemnification of the claimant is proper in the circumstances because he has met the applicable standard of conduct set forth in the Florida Corporation Not For Profit Act, nor an actual determination by the Association (including its Board of Directors, independent legal counsel, or its members) that the claimant has not met such applicable standard conduct, shall be a defense to the action or create a presumption

that the claimant has not met the applicable standard or conduct.

Section 3. The indemnification and advancement of expenses provided by the Article shall not be deemed exclusive of any other rights to which those seeking indemnification and advancement of expenses may be entitled under any statute, provision of the Articles of Incorporation, bylaws, agreement, vote of members or disinterested directors, or otherwise, both as to action in such person's official capacity and as to action in another capacity while holding such office, and shall continue as to any person who has ceased to be a member of its Board of Directors or an officer (or employee or agent, if applicable) of the Association and shall inure to the benefit of the heirs, legal representatives, executors, administrators and assigns of such person.

Section 4. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a member of the Board of Directors or an officer, ployee or agent of the Association or is or was serving at the request of the Association as a director, officer, employee or agent of another corporation, partnership, joint venture, trust, profit sharing plan or other enterprise against any liability asserted against him and incurred by him in any such capacity or arising out of this status as such, whether or to the Association would have the power to indemnify him against such liability under the provisions of this Article.

Section 5. In the event that any provision of this Article shall be held invalid by any court of competent jurisdiction, such holding shall not invalidate any other provision of the Article and

any other provisions of this Article shall be construed as if such invalid provision had not been contained in this Article. In any event, the Association shall indemnify any person who is or was a member of the Board of Directors, an officer of the Association, or who was serving at the request of the Association as a director or officer of another corporation, partnership, joint venture, trust, profit sharing plan or other enterprise, to the fullest extent permitted under Florida law, as from time to time in effect.

#### ARTICLE IX

##### BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be thereafter amended or repealed in whole or in part, by the Members in the manner provided therein. Any amendments to the By-Laws shall be binding on all Members of the Association.

#### ARTICLE X

##### AMENDMENT TO ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of Members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3) of the votes cast by Voting Members (as defined in the By-Laws) at a regular or special meeting of the Members of the Association.

#### ARTICLE XI

##### DISSOLUTION

This Association shall be dissolved and its affairs would up

by a one hundred percent (100%) vote of the Members entitled to vote at a meeting called for such purpose. In the event of dissolution, property of the Association shall be distributed after payment of, or adequate provision for, the debts and obligations of the Association, to its Members as permitted by the Court having jurisdiction thereof; however, no such payment, benefit or distribution shall be deemed to be divided or a distribution of income; provided however, if the Association is dissolved, the provision of the Charlotte County Airport Authority Ingress/Egress Agreement shall continue to be applicable to all Association property members, including but not limited to the maintenance of the Taxiway providing ingress/egress to the Punta Gorda Airpark, and the maintenance of the Taxiway shall be assigned or conveyed to an appropriate agency of local government and that if not accepted, then the Taxiway maintenance shall be dedicated to a similarly non-profit corporation.

## ARTICLE XII

### ELECTION OF DIRECTORS

The following who are all 18 years old or older and natural persons shall serve as the initial Board of Directors.

**ROBERT N. McQUEEN**

P. O. Box 511249

Punta Gorda, FL 33951-1249

**ROBERT PILGRIM**

2904 SW 29th Lane

Cape Coral, FL 33914

**LARRY HOFMEISTER**

338 Caicos Drive  
Punta Gorda, FL 33950-5839

**ROBERT J. NORTON**

1881 Manzana Avenue  
Punta Gorda, FL 33950

**ARLENE KRASNY**

5233 Savoy Court  
Cape Coral, FL 33904

**SHERRILL H. GREENE**

18588 Baseleg Avenue  
North Fort Myers, FL 33917

**ANTONY GREENE**

18502 Crosswind Avenue  
North Fort Myers, FL 33917

Thereafter, the Board of Directors of the Association shall be elected as specified in the By-Laws of the Association.

#### ARTICLE XIII

#### REGISTERED OFFICE AND REGISTERED AGENT/BYLAW MODIFICATION

Section 1. The name and address of this corporation's initial registered office in the State of Florida is:



DAVID K. OAKS, ESQ.  
DAVID K. OAKS, P.A.  
407 East Marion Avenue, Suite 101  
Punta Gorda, FL 33950

Sect.2 - BY-LAWS. The By-laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board of Directors present at any regular or special meeting called for that purpose.

IN WITNESS WHEREOF, said parties and subscribers have hereunto set their hands and seals this 11 day of January, 2011.

SIGNED AND SEALED  
IN THE PRESENCE OF:

David K. Oaks  
Jackie McSmith  
David K. Oaks  
Jackie McSmith  
Tom Q. Oak  
David K. Oaks

McCO, INC.

Robert N. McQueen  
By: ROBERT N. McQUEEN

Robert Pilgrim  
ROBERT PILGRIM

Larry Hofmeister  
LARRY HOFMEISTER

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TALLAHASSEE FLORIDA

*David K. Oaks*

*David K. Oaks*

*David K. Oaks*

*Jackie M. Smith*

*David K. Oaks*

*Jackie M. Smith*

*David K. Oaks*

*Jackie M. Smith*

*Robert J. Norton*  
ROBERT J. NORTON

*Arlene Krasny*  
ARLENE KRASNY

*Sherrill H. Greene*  
SHERRILL H. GREENE

*Anthony Greene*  
ANTONY GREENE

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared ROBERT N. McQUEEN, incorporator of PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 11 day of January, 2011.

My Commission Expires:

*Jackie M. Smith*  
Notary Public



DAVID K. OAKS, P.A.  
407 EAST MARION AVE.  
SUITE 101  
PUNTA GORDA, FL 33950  
(941) 639-7627  
FAX (941) 575-0242

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared ROBERT PILGRIM, incorporator of PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 11 day of January, 2011.

My Commission Expires:



*Jacqueline M. Smith*  
Notary Public

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared LARRY HOFMEISTER, incorporator of PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 11 day of January, 2011.

My Commission Expires:



*Jacqueline M. Smith*  
Notary Public

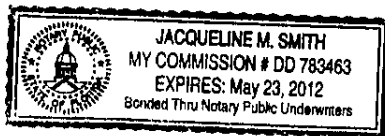
STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared ROBERT J. NORTON, incorporator of PUNTA

GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 11 day of January, 2011.

My Commission Expires:



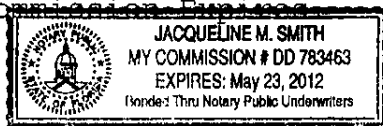
*Jacqueline M. Smith*  
Notary Public

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared ARLENE KRASNY, incorporator of PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State aforesaid this 11 day of January, 2011.

My Commission Expires:



*Jacqueline M. Smith*  
Notary Public

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and County, personally appeared SHERRILL H. GREENE, incorporator of PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC. who, after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the uses and purposes therein expressed on behalf of said corporation.

DAVID K. OAKS, P.A.  
407 EAST MARION AVE.  
SUITE 101  
PUNTA GORDA, FL 33950  
(941) 639-7627  
FAX (941) 575-0242

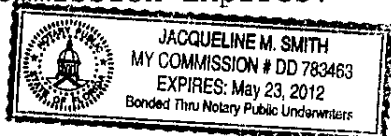
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TALLAHASSEE, FLORIDA

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WITNESS my hand and official seal in the County and State  
aforesaid this 11 day of January, 2011.

My Commission Expires:



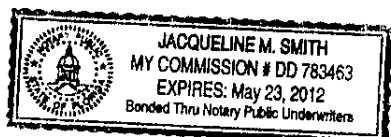
*Jacqueline M. Smith*  
Notary Public

STATE OF FLORIDA  
COUNTY OF CHARLOTTE

BEFORE ME, a Notary Public in and for the above State and  
County, personally appeared **ANTONY GREENE**, incorporator of **PUNTA  
GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC.** who, after being  
first duly sworn, acknowledged that he executed the foregoing  
Articles of Incorporation for the uses and purposes therein  
expressed on behalf of said corporation.

WITNESS my hand and official seal in the County and State  
aforesaid this 11 day of January, 2011.

My Commission Expires:



*Jacqueline M. Smith*  
Notary Public

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

\_\_\_\_\_

In pursuance of Florida Statutes, the following is submitted, in compliance with said  
Act:

First, That PUNTA GORDA AIRPARK PROPERTY OWNERS ASSOCIATION, INC.,  
organized under the laws of the State of Florida as a not-for-profit corporation, with its  
principal office as indicated in the Articles of Incorporation at 1881 Manzana Avenue, City  
of of Punta Gorda, County of Charlotte, State of Florida, 33950 has named DAVID K.  
OAKS, ESQ. of 407 East Marion Avenue, Suite 101, Punta Gorda, County of Charlotte,  
State of Florida as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation,  
at place designated in this certificate, I hereby accept to act in this capacity, and agree to  
comply with the provisions of said act relative to keeping open said office.

By David K. Oaks  
DAVID K. OAKS, ESQ.  
Registered Agent

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TALLAHASSEE FLORIDA