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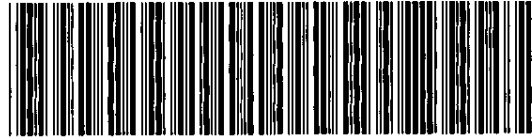
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CROSSROADS CENTER OF LABELLE

PROPERTY OWNERS ASSOCIATION, INC.

Signature _____

Requested by: Seth

01/30/12

Name _____

Date _____

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Walk-In _____

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Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

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Art. of Amend. File _____

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Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

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Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CROSSROADS CENTER OF LABELLE PROPERTY OWNERS ASSOCIATION, INC.
(A Corporation Not for Profit)

In order to form a corporation under the provisions of chapter 617 of laws of the State of Florida for a formation of a corporation not for profit, I, the undersigned, hereby create a corporation for the purpose and with the powers herein mentioned. (Capitalized terms not otherwise defined herein and shall have the meaning set forth in the Declaration).

ARTICLE I

NAME AND ADDRESS

The name of the corporation, herein called the "Property Owners Association" is Crossroads Center of LaBelle Property Owners Association, Inc., and its address is 12721 Terabella Way, Fort Myers, Florida 33912.

ARTICLE II

PURPOSE AND POWERS

The purpose for which the Property Owners Association is organized is to provide an entity to administer, manage and operate Crossroads Center of LaBelle, a commercial development located in Hendry County, Florida.

The Property Owners Association is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Property Owners Association shall be distributed or inure to the private benefit of any Member, director or officer of the Property Owners Association. For the accomplishment of its purposes, the Property Owners Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, except as limited or modified by these Articles, the Declaration of Covenants, Conditions and Restrictions for Crossroads Center of LaBelle (the "Declaration"), or the By-Laws of this Property Owners Association, or any other restrictions of Crossroads Center of LaBelle, and it shall have all the powers and duties reasonably necessary to operate Crossroads Center of LaBelle pursuant to the Declaration as it may hereafter be amended, including but not limited to the following:

A. To levy and collect Assessments against Members of the Property Owners Association to defray the costs, expenses and losses of the Property Owners Association, and to use the proceeds of Assessments in the exercise of its powers and duties.

B. To own, lease, maintain, repair, replace, add to or operate the Common Areas, including without limitation, entry medians, parking areas, front entrances and perimeter, street lighting and surface water management systems as permitted by the South Florida Water Management District or any other governmental agency.

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C. To purchase insurance upon the Common Areas for the protection of the Property Owners Association and its members.

D. To maintain the lawns, landscaping features, and external portions of commercial buildings located on the Plots, pursuant to the terms of the Declaration.

E. To reconstruct improvements after casualty and to make further capital improvements or additions to the Properties.

F. To make, amend and enforce reasonable rules and regulations governing the use of the Common Areas and the operation of the Property Owners Association.

G. To sue and be sued, and to enforce the provisions of the Declaration, these Articles and the By-Laws of the Property Owners Association.

H. To contract for the management and maintenance of the Plots, Buildings and/or Common Areas and to delegate any powers and duties of the Property Owners Association in connection therewith except such as specifically required by the Declaration to be exercised by the Board of Directors or the Members of the Property Owners Association.

I. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operations of the Property Owners Association.

J. To borrow or raise money for any proposes of the Property Owners Association, without limit as to amount; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures, and other negotiable or non-negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest thereon, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Property Owners Association.

All funds and the title to all property acquired by the Property Owners Association shall be held for the benefit of the Members in accordance with the provisions of the Declaration, these Articles of Incorporation and the By-Laws.

ARTICLE III

MEMBERSHIP

A. The Members of the Property Owners Association shall consist of all record owners of a fee simple interest in one or more Plots in Crossroads Center of LaBelle, excluding those who hold such interest merely as the security for the performance of an obligation, and as further provided in the By-Laws.

B. Change of membership shall be established by recording in the Public Records

of Hendry County, Florida, a deed or other instrument transferring title, and by the delivery to the Property Owners Association of a copy of such instrument.

C. The share of a Member in the funds and assets of the Property Owners Association shall not be assigned or transferred in any manner except as an appurtenance to his fee simple interest in a Plot.

D. The Members shall be entitled to the number of votes in Property Owners Association matters as set forth in the Declaration and By-Laws. The manner of exercising voting rights shall be as set forth in the Declaration and By-Laws.

ARTICLE IV

TERM

The term of the Property Owners Association shall be perpetual. In the event of dissolution, any portions of the Properties consisting of the surface water management system shall be conveyed to an appropriate agency or government. If not accepted, the system must be deeded to a Florida not-for-profit corporation, which will accept responsibility.

ARTICLE V

BY-LAWS

The By-Laws of the Property Owners Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

A. Amendments to these Articles may be proposed either by a majority of the whole Board of Directors or by a petition signed by voting members representing at least fifty (50%) percent of the voting interests of the Property Owners Association. Once so proposed, the amendments shall be submitted to a vote of the Members not later than the next annual meeting for which the proper notice can be given.

B. These Articles of Incorporation may be amended by a vote of two-thirds (2/3) of the owners of Plots present and voting at a special or annual meeting at which a quorum has been established. Any such amendment may also be approved in writing by a majority of the voting interests without a meeting. Notice of any proposed amendment must be given to the Members, and the notice must contain the text of the proposed amendment.

C. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Hendry County, Florida.

ARTICLE VII

DIRECTORS AND OFFICERS

1. A. Until turnover of control of the Property Owners Association to Members other than the Developer, all Directors shall be appointed by the Developer.

B. The names and addresses of the initial Board of Directors are:

Paula J. Davis
12721 Terabella Way
Fort Myers, Florida 33912

John W. Gnagey
12721 Terabella Way
Fort Myers, Florida 33912

David H. Farmer
12355 Collier Boulevard, Suite B
Naples, Florida 34116

2. A. After turnover of control of the Property Owners Association to Members other than the Developer, or at any time, at the sole option of Developer, all directors shall be elected by the unit owners.

B. The affairs of the Property Owners Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors and in the absence of such determination shall consist of three (3) Directors.

C. Directors of the Property Owners Association shall be elected by the Members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

D. The business of the Property Owners Association shall be conducted by the officers designated in the By-Laws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Property Owners Association and shall serve at the pleasure of the Board.

ARTICLE VIII

INDEMNIFICATION

To the fullest extent permitted by Florida law, the Property Owners Association shall indemnify and hold harmless every Director and Officer of the Property Owners Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceedings) to which he may be a part because of his being or having been a Director or Officer of the Property Owners Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

A. Willful misconduct or a conscious disregard for the best interest of the Property Owners Association to procure a judgment in its favor.

B. A violation of criminal law, unless the Director or Officer has no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

C. A transaction from which the Director or Officer derived an improper personal benefit.

In the event of a settlement or any dispute with respect to any indemnification, the right to indemnification shall not apply unless the Board of Directors approves such settlement or disposes of any such dispute as being in the best interest of the Property Owners Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all rights to which a Director or Officer may be entitled.

ARTICLE IX

OFFICE

The principal office of the Property Owners Association shall be located at 12721 Terabella Way, Fort Myers, Florida 33912, but the Property Owners Association may maintain offices and transact business in other such places within or without the State of Florida as may from time to time be designated by the Board of Directors. The Board of Directors may from time to time relocate the aforesaid principal office.

ARTICLE X

SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is as follows:

Thomas B. Garlick, Esq.
Garlick, Hilfiker & Swift, LLP
9115 Corsea del Fontana Way, Suite 100
Naples, FL 34109

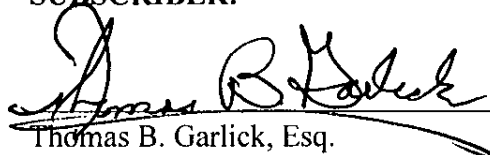
ARTICLES XI

REGISTERED AGENT

The initial registered agent of the Property Owners Association is Thomas B. Garlick, Esq., and the street address of the initial registered office of the Property Owners Association is c/o Garlick, Hilfiker & Swift, LLP, 9115 Corsea del Fontana Way, Suite 100, Naples, Florida 34109. This corporation shall have the right to change such registered agent and office from time to time as provided by law.

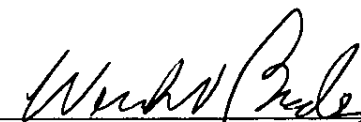
IN WITNESS WHEREOF, the subscriber has hereunto set his hand and seal this 27, day of January, 2012.

SUBSCRIBER:

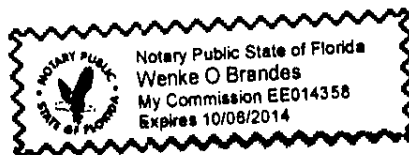

Thomas B. Garlick, Esq.

STATE OF FLORIDA
COUNTY OF COLLIER

Acknowledged before me this 27 day of January, 2012, by Thomas B. Garlick, Esq., who is personally known to me or has produced _____ as identification.


Print Name: _____
Notary Public

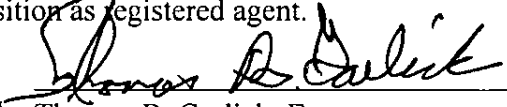
(SEAL)



**Acceptance of Designation
Registered Agent/Registered Office**

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.


Thomas B. Garlick, Esq.

Dated: January 27, 2012

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