

**Electronic Articles of Incorporation
For**

N12000002643
FILED
March 09, 2012
Sec. Of State
jshivers

SHOPPES OF HERITAGE VILLAGE MEMBERS ASSOCIATION, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

SHOPPES OF HERITAGE VILLAGE MEMBERS ASSOCIATION, INC.

Article II

The principal place of business address:

675 N. CITRUS AVENUE
CRYSTAL RIVER, FL. US 34428

The mailing address of the corporation is:

675 N. CITRUS AVENUE
CRYSTAL RIVER, FL. US 34428

Article III

The specific purpose for which this corporation is organized is:

TO PROVIDE TENANTS OF SOUTHERN HERITAGE INCORPORATED, AND
MEMBERS OF THIS CORPORATION, WITH A SINGLE ENTITY THROUGH
WHICH TO PROMOTE AND ENCOURAGE HISTORIC PRESERVATION OF
DOWNTOWN CRYSTAL RIVER AND THE HERITAGE VILLAGE DISTRICT.

Article IV

The manner in which directors are elected or appointed is:

AS PROVIDED FOR IN THE BYLAWS.

Article V

The name and Florida street address of the registered agent is:

FITZPATRICK & FITZPATRICK, P.A.
213 NORTH APOPKA AVENUE
INVERNESS, FL. 34450

I certify that I am familiar with and accept the responsibilities of
registered agent.

Registered Agent Signature: R. SHAWN FITZPATRICK

Article VI

The name and address of the incorporator is:

R. SHAWN FITZPATRICK
213 NORTH APOPKA AVENUE

INVERNESS, FLORIDA 34450

Electronic Signature of Incorporator: R. SHAWN FITZPATRICK

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
LAURA L FITZPATRICK
657 NORTH CITRUS AVENUE
CRYSTAL RIVER, FL. 34428 US

Title: VP
PATRICK S FITZPATRICK SR.
657 NORTH CITRUS AVENUE
CRYSTAL RIVER, FL. 34428 US

Title: T
HUGH E TOLLE
657 NORTH CITRUS AVENUE
CRYSTAL RIVER, FL. 34428 US

Title: S
KATHLEEN J TOLLE
675 NORTH CITRUS AVENUE
CRYSTAL RIVER, FL. 34428 US