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FLORIDA PROFIT/NON PROFIT CORPORATION
Sanibel Promenade Property Owners Association, Inc.

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**ARTICLES OF INCORPORATION
OF
SANIBEL PROMENADE PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes) (the "Act"), submits the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation (the "Corporation") is Sanibel Promenade Property Owners Association, Inc.

ARTICLE II - ADDRESS

The street address of the initial principal office and the mailing address of the Corporation is c/o Barclay Group, 2300 Curlew Road, Suite 100, Palm Harbor, Florida 34683.

ARTICLE III - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Corporation is c/o Barclay Group, 2300 Curlew Road, Suite 100, Palm Harbor, Florida 34683. The name of the initial registered agent of the Corporation at that address is Daniel Vietto.

ARTICLE IV - INCORPORATOR

The name and address of the incorporator is as follows:

Jerilyn H. Reed
c/o Hill Ward Henderson
101 East Kennedy Blvd., Suite 3700
Tampa, Florida 33602

ARTICLE V - PURPOSES

The Corporation is organized exclusively for charitable, religious, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (as further amended, and any corresponding provisions of any similar law subsequently enacted, the "Code").

ARTICLE VI - DIRECTORS

The number of directors constituting the Board of Directors of the Corporation and the method of election of the directors shall be as provided in the Bylaws.

The names and addresses of the individuals who are to serve as the initial directors are as follows:

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Davis S. Coia
c/o Barclay Group
2300 Curlew Road, Suite 100
Palm Harbor, Florida 34683

David Edwards
c/o Barclay Group
2300 Curlew Road, Suite 100
Palm Harbor, Florida 34683

ARTICLE VII - PROHIBITED ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, the directors or officers of the Corporation, or to any other private persons, except that the Corporation shall be authorized and empowered (i) to pay reasonable compensation for services rendered to the Corporation and (ii) to make payments and distributions to persons who are qualified to receive same in furtherance of the Corporation's purposes as set forth herein.

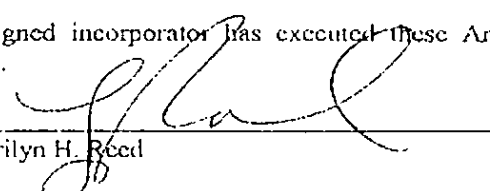
No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code.

ARTICLE VIII - DISSOLUTION

In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by transferring such assets to one or more other organizations exempt from federal income taxation under Section 501(c)(3) of the Code, or to a federal, state, or local government for a public purpose, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of this 24th day of October, 2018.

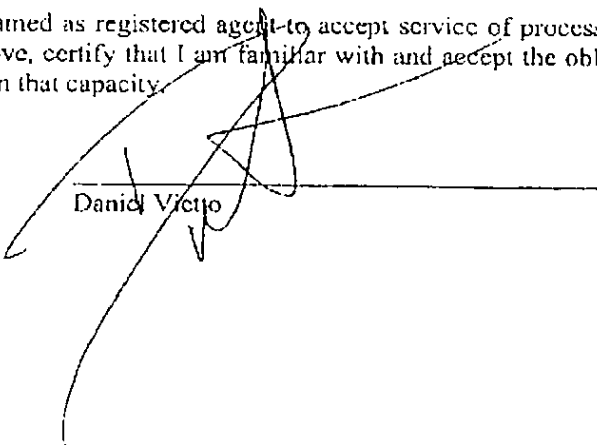

Jerilyn H. Reed

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, Daniel Vietto, having been named as registered agent to accept service of process for the Corporation at the place designated above, certify that I am familiar with and accept the obligations of the registered agent and agree to act in that capacity.



Daniel Vietto