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HAMPTON, STODDARD, GRIFFIN & RUNNELLS

A PARTNERSHIP INCLUDING PROFESSIONAL ASSOCIATIONS

ATTORNEYS AT LAW

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205 S. PARSONS AVENUE
BRANDON, FLORIDA 33510

PLEASE REPLY TO
915 OAKFIELD DRIVE, SUITE F
BRANDON, FLORIDA 33511

March 9, 1995

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

RE: BRANDON TRAILER PARK HOMEOWNERS ASSOCIATION, INC.

Dear Sir or Madam:

Enclosed please find the original and a copy of the above Articles of Incorporation, and a check in the amount of \$70.00 for the filing fee.

Please file the original articles at your earliest convenience and return the copy marked filed to me at the above address. Thank you for your attention in this matter.

Sincerely yours,

Valerie Summerall

Valerie Summerall, Secretary, to
EILEEN H. GRIFFIN, Attorney

vs
Enclosures

*Per Valerie
Add mailing
address*

NANCY HENDRICKS MAR 14 1995

ARTICLES OF INCORPORATION
OF

BRANDON TRAILER PARK HOMEOWNERS ASSOCIATION, INC.

A FLORIDA NONPROFIT CORPORATION

ARTICLE I - NAME

The name of this corporation shall be:

BRANDON TRAILER PARK HOMEOWNERS ASSOCIATION, INC.

The mailing address is: c/o Hampton, Stoddard, et al., P.O. Box 3510, Brandon, FL
33509-3510

ARTICLE II - DURATION

The corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of the corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 723, Florida Statutes. It is not organized for the private gain of any person.

The association is authorized to acquire by purchase, gift, devise, bequest, lease or otherwise, land or interest in land; to own, hold, improve, develop and manage any land so acquired for the purpose of conducting thereon a general mobile home park business, and for the purpose of renting, leasing, and letting such lands, whether improved or unimproved, for the conduct of any lawful business, trade or occupation, customarily associated with mobile home parks; to own, hold, rent, lease, manage, mortgage, encumber, improve, exchange, buy and sell real property, collect rents and to do the general real estate business; and in general to have and exercise all powers, rights and privileges necessary or incident to carrying out properly the objects above mentioned.

The association has the power to negotiate for, acquire, and

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operate the mobile home park on behalf of the mobile home owners, and the mobile home park may be converted to a condominium, a cooperative form of ownership, or any other type of ownership (as provided by Florida law) once the acquisition has taken place.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

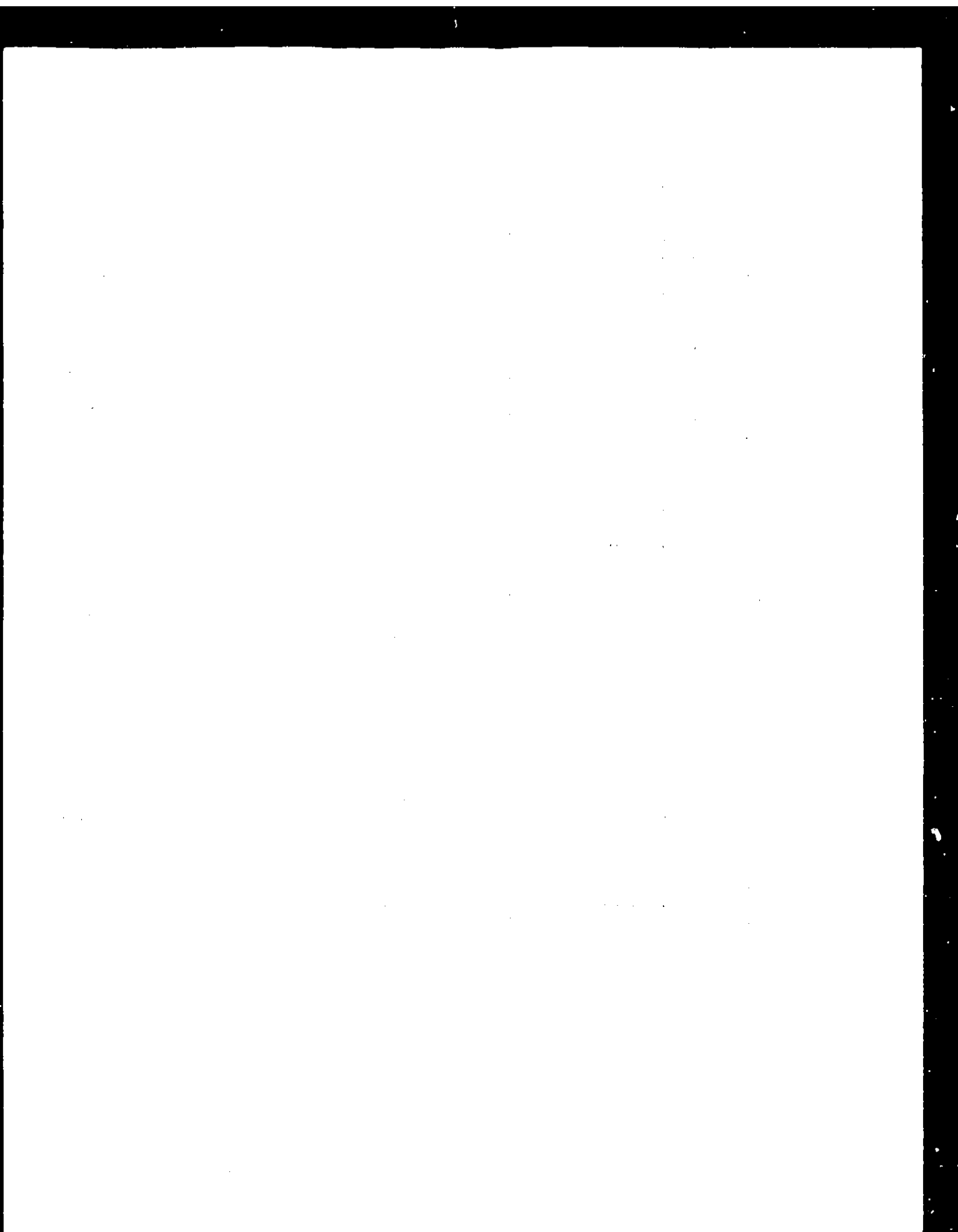
ARTICLE IV - MEMBERS

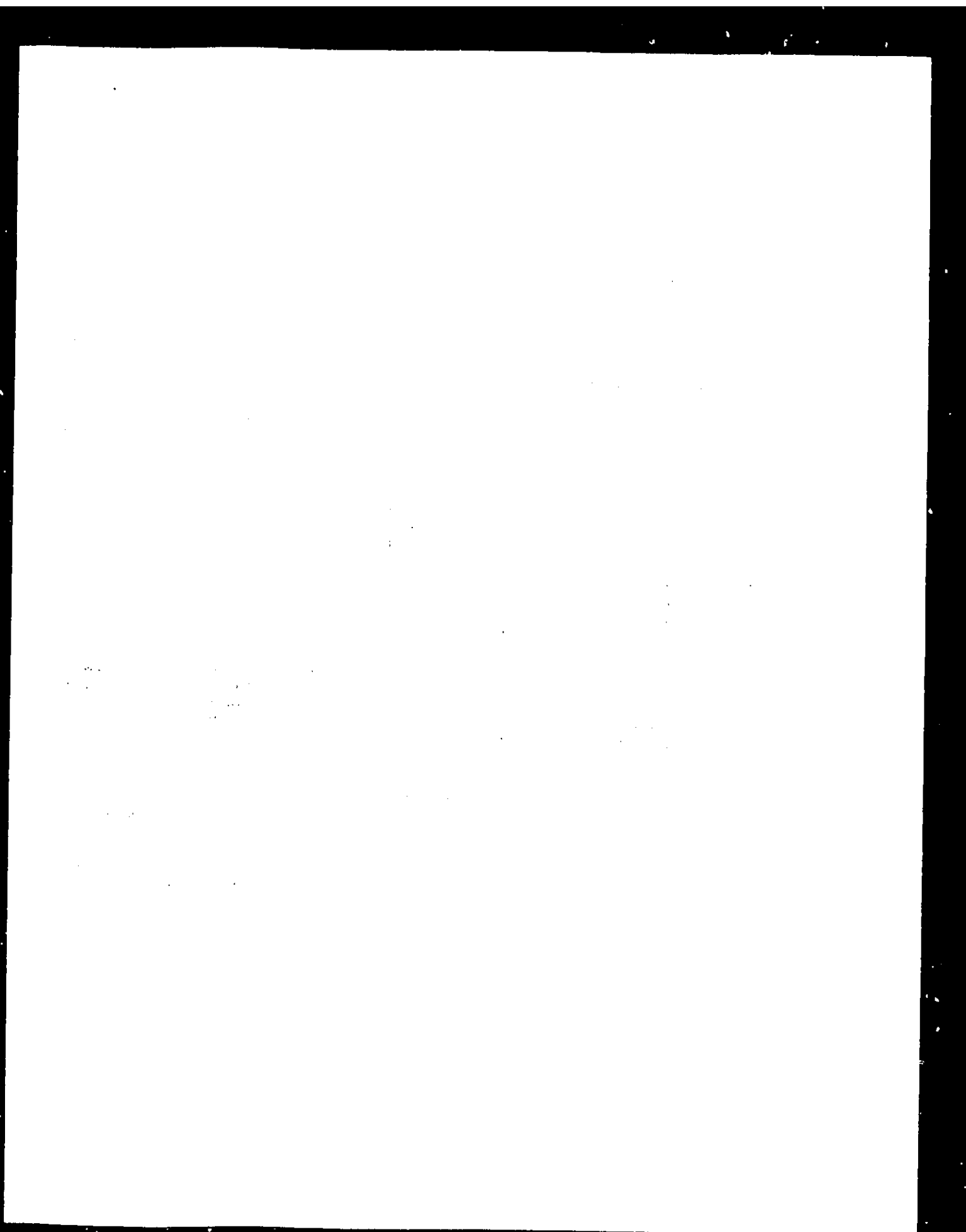
The Corporation shall have voting members, who shall be elected (and may be removed) by the voting members, and who shall have all the rights and privileges of members of the corporation. The ByLaws may provide for nonvoting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the ByLaws, but who shall not have the right to vote. The name and address of each initial voting member is as follows:

Name

Address

See Attached





ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent is Eileen H. Griffin, Esq.

The initial registered office is 915 Oakfield Dr., Ste. F.,
Brandon, FL 33511.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of nine (9)

members whose names and addresses are:

<u>Name</u>	<u>Address</u>	
Joseph A. Strong	503 Second St.,	Brandon, FL 33511
Mary Elizabeth Croft	513 S Mt Carmel Rd.,	Brandon, FL 33511
Edward Meade	318 Second St.,	Brandon, FL 33511
Frank A. Halse	506 Third St.,	Brandon, FL 33511
Janet E. Lashomb	408 Fifth St.,	Brandon, FL 33511
Ron Langworthy	411 Fourth St.	Brandon, FL 33511
Reynold F. Hertel	310 Second St.	Brandon, FL 33511
Alice E. Pinsonneault	219 Second St.	Brandon, FL 33511
Louis Hudecek	408 Fourth St.	Brandon, FL 33511

The number of directors may be raised or lowered by amendment of the ByLaws but shall in no case be less than five. The number of directors may be increased or decreased from time to time by vote of the Shareholders and the directors shall be elected as set out in the ByLaws.

ARTICLE VII - OFFICERS

The officers of the corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the ByLaws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the ByLaws. The name and address of each initial officer of the corporation is as follows:

<u>Name</u>	
Joseph A. Strong	President
Janet E. Lashomb	Vice President
Mary Elizabeth Croft	Secretary
Louis Hudecek	Treasurer

ARTICLE VIII - INCORPORATORS

The names and addresses of the incorporators of this corporation are:

<u>Name</u>	<u>Address</u>
Joseph A. Strong	503 Second St., Brandon, FL 33511

ARTICLE IX - NONSTOCK BASIS

The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not for Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the ByLaws.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 8TH day of March, 1995.

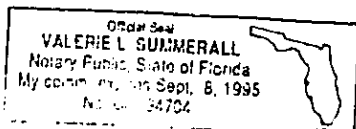
Joseph A. Strong

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation of BRANDON TRAILER PARK HOMEOWNERS ASSOCIATION, INC. was acknowledged before me this 8TH day of March, 1995, by JOSEPH A. STRONG as incorporator.

Valerie L. Summerall
Notary Public
State of Florida at Large.

My Commission Expires:



ACCEPTANCE OF RESIDENT AGENT

I hereby accept designation as registered agent of BRANDON
TRAILER PARK HOMEOWNERS ASSOCIATION, INC.

RECEIVED
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