

Attorneys at Law

Samuel M. Wilson
Patrick K. Akins
Mark D. Schmees
T. Austin Simmons
Wendy L. Spuler
Christopher P. Tessitore
James S. Toscano
Karen A. Williams
David C. Willford

Of Counsel:
Matthew E. Neal
Michael V. Elsberry
Teresa B. Finer

300001533633
-07/10/95--01060--017
***122.50 ***122.50

MEMBER OF COMMERCIAL LAW AFFILIATES WITH OFFICES IN PRINCIPAL CITIES WORLDWIDE

ARTICLES OF INCORPORATION
OF
ROLLINS STREET CONDOMINIUM ASSOCIATION, INC.

This instrument was prepared by:
James Balleta, Esq.
Lowndes, Drosdick, Doster, Kantor & Reed, P.A.
215 N. Eola Drive
Post Office Box 2809
Orlando, Florida 32802-2809
(407) 843-4600
Florida Bar Number: 0443050

ARTICLES OF INCORPORATION
OF
ROLLINS STREET CONDOMINIUM ASSOCIATION, INC.

ARTICLES OF INCORPORATION
OF

ROLLINS STREET CONDOMINIUM ASSOCIATION, INC.

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned, for the purpose of forming a non-profit corporation under the laws of the State of Florida, hereby certifies as follows:

ARTICLE I

Name

The name of this corporation shall be:

ROLLINS STREET CONDOMINIUM ASSOCIATION, INC. (hereinafter referred to as the "Association").

ARTICLE II

Purpose

The Association is organized as a corporation not for profit under the laws of the State of Florida to provide an entity responsible for the operation and administration of ROLLINS STREET CONDOMINIUM, according to the Declaration of Condominium therefor, now or hereafter recorded in the Public Records of Orange County, Florida (the "Declaration"), with respect to certain lands lying in Orange County, Florida. Further, the Association shall hold title to and/or use rights in certain common elements for the use and benefit of all of its members, and the Association shall be responsible for the maintenance and administration of such common elements. The Bylaws of the Association (the "Bylaws") shall be attached to and made a part of the Declaration.

ARTICLE III

Members

All persons who are owners of a Condominium Parcel, as defined in the Declaration, within ROLLINS STREET CONDOMINIUM (the "Condominium"), shall automatically be members of this Association. Such membership shall automatically terminate when such person is no longer the owner of a Condominium Parcel. Membership in this Association shall be limited to such Condominium Parcel owners.

Subject to the foregoing, admission to and termination of membership in the Association shall be governed by the Declaration and the Bylaws.

95 JUL 10 PM 1:15
ROLLINS STREET CONDOMINIUM ASSOCIATION, INC.
ORANGE COUNTY, FLORIDA

ARTICLE IV

Existence

This Association shall have perpetual existence.

ARTICLE V

Registered Office and Registered Agent

The initial registered agent of this Association shall be William Primo, and the initial registered office shall be at 8527 Butternut Boulevard, Orlando, Florida 32817.

ARTICLE VI

Incorporator

The name and address of the Incorporator to these Articles of Incorporation are as follows:

William Primo

8527 Butternut Boulevard
Orlando, Florida 32817

ARTICLE VII

Management

Section 1. The affairs of the Association shall be managed and governed by a Board of Directors composed of three (3) members, as set forth in the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Board of Directors, shall be established by the Bylaws consistent with the provisions of the Declaration.

Section 2. The principal officers of the Association shall be:

President
Vice President
Secretary/Treasurer

(and such other officers as are deemed desirable and consistent with the Bylaws), who shall be elected from time to time, in the manner set forth in the Bylaws.

ARTICLE VIII

Officers

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration and the Bylaws, are as follows:

William Primo	President
Rebecca Muench	Vice President
Robert Prickett	Secretary/Treasurer

ARTICLE IX

First Board of Directors

The following persons shall constitute the first Board of Directors, and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

- | | |
|--------------------|--|
| 1. William Primo | 8527 Butternut Boulevard
Orlando, Florida 32817 |
| 2. Rebecca Muench | 8527 Butternut Boulevard
Orlando, Florida 32817 |
| 3. Robert Prickett | 420 Wilmington Circle
Oviedo, Florida 32765 |

ARTICLE X

Bylaws

The Bylaws shall be adopted by the first Board of Directors and attached to the Declaration, which Bylaws may be altered, amended or rescinded at any duly called meeting of the members in the manner provided by the Bylaws.

ARTICLE XI

Amendments

Proposals for the alteration, amendment or rescission of these Articles of Incorporation which do not conflict with Chapter 718, Florida Statutes (the "Condominium Act"), the Declaration or applicable law, may be made by a majority of the Board of Directors or a majority of the voting members of the Association. Such proposals shall set forth the proposed alteration, amendment or rescission, shall be in writing filed by the Board of Directors or a majority of voting members, and shall be delivered to the President, who shall thereupon call a special meeting of the

Association. Said special meeting shall be held not less than ten (10) days nor more than sixty (60) days from the date the notice of the proposed amendment is given as provided in the Bylaws. An affirmative vote of two-thirds (2/3) of the Board of Directors, and an affirmative vote of more than three-fourths (3/4) of all voting members of the Association shall be required for the approval of the requested alteration, amendment or rescission.

ARTICLE XII

Powers

This Association shall have all of the powers set forth in Chapter 617, Florida Statutes, all of the powers set forth in the Condominium Act and all powers granted to it by the Declaration and the appendices thereto.

ARTICLE XIII

Stock and Dividends

There shall be no dividends paid to any of the members of the Association, nor shall any part of the income of the Association be distributed to its directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied in the manner provided in the Declaration and the Bylaws. The Association may pay compensation in a reasonable amount to its members, directors and officers, for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members in the manner permitted by a Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Association shall issue no shares of stock of any kind or nature whatsoever. Membership in the Association and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration and Bylaws.

ARTICLE XIV

Indemnification

The Association shall indemnify every director and every officer, his heirs, executors and administrators, to the full extent allowed by law, including, without limitation, against all losses, costs and expenses reasonably incurred in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer of the Association, except as to matters wherein he shall be finally

adjudged in such action, suit or proceeding to be liable for, or guilty of, gross negligence or willful misconduct. The Association may, to the extent it is available, obtain insurance covering all of its officers and directors against liability or loss in connection with the foregoing matters for which indemnification is appropriate and for such other matters as is allowed by law. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XV

Address

The principal office of the Association shall be located at 8527 Butternut Boulevard, Orlando, Florida 32817, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30 day of JUNE, 1995.

Signed, sealed and delivered
in the presence of:

Printed Name: JOSEPH J. GANETT, JR.

William Primo

Printed Name: _____

STATE OF FLA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30 day of JUNE, 1995 by WILLIAM PRIMO, who is personally known to me or has produced _____ as identification.

Notary Public, State of Florida
Name: _____

Notary Commission No. _____

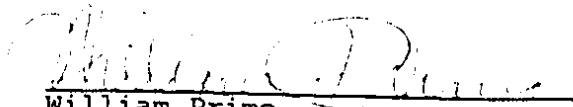
My Commission Expires: _____



CHARLES E. BRENNER
State of Florida
My Comm. Exp. Oct. 22, 1995
Comm. # CC 155441

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of ROLLINS STREET CONDOMINIUM ASSOCIATION, INC.


William Primo
Registered Agent

55 JUL 10 PM 1:15
RECEIVED
FBI - ALBANY