LEE JAY COLLING & ASSOCIATES, P.A.

ATTORNEYS AT LAW

N96000000653

LEE JAY COLLING *
WILLIAM SHAW BLALOCK
LAVINIA N. MCMILLEN

* ALSO ADMITTED IN MICHIGAN

SUITE 700
UNION BUILDING
NORTH ORANGE AVENUE
ORLANDO, FLORIDA
TELEPHONE (407) [illegible]
FAX (407) [illegible]

PARALEGAL
NADINE K. COLLING

February 9, 1996

60000171262G
-02/12/96--01078--015
****122.50 ****122.50

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fla. 32314

FILED
96 FEB 12 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Sweetwater Co-op, Inc.

Dear Sir or Madam:

I am enclosing an original and one copy of the Articles of Incorporation for the above-named corporation. In addition, I am enclosing our firm check in the amount of $122.50 which represents the following fees:

Filing fee	$ 35.00
Certified copy	52.50
Registered Agent's fee	35.00
Total	$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

M White

Maggie White
Assistant to Lee Jay Colling

/mw

Enclosures

ARTICLES OF INCORPORATION

OF

SWEETWATER CO-OP, INC.

A Not-For-Profit Florida Corporation

FILED
95 FEB 12

I, the undersigned, for the purposes of forming a Not-for-Profit corporation under the laws of the State of Florida, and in compliance with the requirements of Chapter 617 and Chapter 719, Florida Statutes, hereby certify as follows:

ARTICLE I

NAME

The name of this corporation is:

SWEETWATER CO-OP, INC.

The principal office address is:

P.O. Box 1014
Lake Alfred, Florida 33850

ARTICLE II

REGISTERED AGENT/OFFICE

The name of the initial Registered Agent of this corporation is:

Lee Jay Colling
Attorney-at-Law

The street address of the initial registered office of this corporation is:

First Union Tower, Suite 700
20 North Orange Avenue
Orlando, Florida 32801.

ARTICLE III

PURPOSE AND POWERS

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific and primary purposes for which this corporation is formed are:

A. For the advancement of charitable purposes by the distribution of its funds for such purposes.

B. To operate in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax-exempt organizations under the Internal Revenue code, as amended.

C. To represent its members in Sweetwater Co-op, Inc., their successors and assigns, pursuant to the provisions of Chapter 719, Florida Statutes.

D. To negotiate for, acquire, finance, and operate Sweetwater Golf & Tennis Club (Club) on behalf of its members.

E. To convert the Club, once acquired, to a cooperative form of ownership. Upon acquisition of the property, the Corporation shall be the entity that operates and manages a cooperative and offers cooperative parcels for sale or lease in the ordinary course of business.

F. To contract, sue or be sued with respect to the exercise or non-exercise of its powers. For these purposes, the powers of the Corporation include, but are not limited to, the maintenance, management, and operation of the Club property.

G. To institute, maintain, settle, or appeal actions or hearings in its name on behalf of its members concerning matters of common interest, including, but not limited to, the common property; structural components of a building or other improvements; mechanical, electrical, and plumbing elements serving the Club property; and protests of ad valorem taxes on commonly used facilities. In addition, the Corporation shall have all of the applicable powers specified in Chapters 617, 607, and 719, Florida Statutes.

H. To make and collect assessments and to lease, maintain, and replace the common areas upon purchase or lease of the Club.

I. To purchase lots in the Club and to acquire and hold, lease, mortgage and convey them.

J. To modify or move or create any easement for ingress and egress or for the purposes of utilities if the easement constitutes part of, or crosses, the Club property upon purchase or lease of the Club.

ARTICLE IV

MEMBERSHIP

Membership in this Corporation shall be limited to persons who have purchased Membership Certificates in the Corporation. Upon the transfer of a Membership Certificate, either voluntarily or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

ARTICLE V

PERPETUAL EXISTENCE

This Corporation shall have a perpetual existence unless sooner dissolved according to law.

ARTICLE VI

DIRECTORS

The Powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The initial number of directors of the corporation shall be nine (9); provided however, that such number may be changed by a By-Law duly adopted.

The directors named herein as the first Board of Directors shall hold office until either the first annual meeting of the membership at which time an election of directors shall be held, or until a special meeting of the membership held for the purpose of electing a new Board of Directors to replace the Initial Board. The manner in which the Directors shall be elected will be determined in the By-Laws.

The names and addresses of the Initial Board of Directors of this corporation are:

NAME:	ADDRESS:
Richard D. Allen	87 Straphmore Dr., Haines City, FL 33844
R.C. Drew	287 Dartmouth Dr., Haines City, FL 33844
Elvira W. Harrison	131 Victoria Dr., Haines City, FL 33844
Jo Ann W. Dennett	19 Edinburgh Dr., Haines City, FL 33844
James D. Bray	330 Melbourn Dr., Haines City, FL 33844
Raymond N. Wells	182 Dartmouth Dr., Haines City, FL 33844
James J. Dee	95 New Castle Blvd., Haines City, FL 33844
Wesley W. Crabtree	18 Edinburgh Dr., Haines City, FL 33844
Herbert R. Rowe	269 Dartmouth Dr., Haines City, FL 33844

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Lee Jay Colling
First Union Tower, Suite 700
20 North Orange Avenue
Orlando, Florida 32801

ARTICLE VIII

BY-LAWS

The power to amend or repeal the By-Laws shall be in the members. The affirmative vote of the majority of the voters present, in person or by proxy, at a meeting at which a quorum has been established, shall be necessary to exercise that power. The power to adopt the first By-Laws of the Corporation, however, shall be in the Board of Directors. A majority vote of the Directors shall be necessary to adopt the first By-Laws. The By-Laws may contain any provisions for the regulation and management of the Corporation which are consistent with Chapter 719, Florida Statutes and these Articles of Incorporation.

ARTICLE IX

AMENDMENTS

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation. Such amendment may be proposed and adopted in the manner provided by the By-Laws of the Corporation.

The undersigned, being the Incorporator of this corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation this 6th day of February, 1996.

Lee Jay Colling

Lee Jay Colling
Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, this day, personally appeared Lee Jay Colling, the person described in and who executed the foregoing instrument, who, being first duly sworn and under oath, acknowledged, before me, that he is the person who executed the foregoing Articles of Incorporation, as Incorporator.

- ☑ *Affiant is personally known to me, or*
- ☐ *Affiant produced his/her driver's license*
- ☐ *Affiant produced as identification:*

____

WITNESS my hand and official seal this 8th *day of* February *199*6.

Magdalena Philp White
Signature of Notary Public

MAGDALENA PHILP WHITE
Typed or Printed Name of Notary

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
MAGDALENA PHILP WHITE
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC497834

96 FEB 12 AM 10: 11
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

ACCEPTANCE BY REGISTERED AGENT

The undersigned is familiar with and hereby accepts the duties and responsibilities as Registered Agent of SWEETWATER CO-OP, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 6th day of February, 1996.

Lee Jay Colling
Lee Jay Colling
Registered Agent

STATE OF FLORIDA
COUNTY OF ORANGE

Before me, this day, personally appeared Lee Jay Colling, the person described in and who executed the foregoing instrument, who, being first duly sworn and under oath, acknowledged, before me, that he is the person who executed the foregoing Acceptance by Registered Agent.

- ☒ *Affiant is personally known to me, or*
- ☐ *Affiant produced his/her driver's license*
- ☐ *Affiant produced as identification:*

____

WITNESS my hand and official seal this 6th day of February, 1996.

Magdalena Philp White

Signature of Notary Public

MAGDALENA PHILP WHITE

Typed or Printed Name of Notary

My commission expires:

STATE OF FLORIDA NOTARY PUBLIC

MAGDALENA PHILP WHITE
My Comm Exp. 9/25/99
Bonded By Service Ins
No. CC497834
☑ Personally Known ☐ Other I

N96000000653

LEE JAY COLLING & ASSOCIATES, P.A.

ATTORNEYS AT LAW

LEE JAY COLLING *
WILLIAM SHAW BLALOCK
LAVINIA N. McMILLEN

* ALSO ADMITTED IN MICHIGAN

SUITE 700
FIRST UNION BUILDING
20 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

TELEPHONE (407) 849-2084
FAX (407) 849-1060

PARALEGAL
NADINE S. COLLING

March 26, 1996

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fla. 32314

500001769755
-04/04/96--01092--002
*****35.00 *****35.00

500001769755
-04/15/96--01061--007
*****52.50 *****52.50

RE: Sweetwater Co-op, Inc.

Dear Sir or Madam:

Enclosed please find our check in the sum of $35.00 which represents the filing fee for the enclosed Amendment to the Articles of Incorporation of Sweetwater Co-op, Inc.

Very truly yours,

M White

Maggie White
Assistant to Lee Jay Colling

SH 4/12
Amend.

96 APR 12 PM 2:38

/mw

Enclosures

P.S. Please provide us a certified copy. Thank you.

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 8, 1996

Maggie White
Lee Jay Colling & Associates, P.A.
20 N. Orange Ave., Suite 700
Orlando, FL 32801

SUBJECT: SWEETWATER CO-OP, INC.
Ref. Number: N96000000653

We have received your document for SWEETWATER CO-OP, INC. and your check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The fee to file articles of amendment is $35. For each certified copy requested, please add an additional $52.50.

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Please remove any reference to shareholder approval from the amendment.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 496A00015976

LEE JAY COLLING & ASSOCIATES, P.A.

ATTORNEYS AT LAW

LEE JAY COLLING *
WILLIAM SHAW BLALOCK
LAVINIA N. McMILLEN

* ALSO ADMITTED IN MICHIGAN

SUITE 700
FIRST UNION BUILDING
20 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

TELEPHONE (407) 843-2684
FAX (407) 849-1000

PARALEGAL
NADINE B. COLLING

April 11, 1996

Steve Harris
Corporate Specialist
Florida Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: Sweetwater Co-op, Inc.

Dear Steve:

Enclosed herein are the revised Articles of Amendment to Articles of Incorporation of Sweetwater Co-op, Inc. As we discussed over the telephone, I am only enclosing a check in the sum of $52.50 to cover the fee for the certified copy since your office is holding our original check for $35.00 to cover the filing fee.

As you requested, we have indicated the Article numbers being amended, enclosed a statement indicating that there are no members entitled to vote on the amendment, and have removed any reference to shareholder approval from the amendment.

Steve, as I mentioned on the phone, time is of the essence and I appreciate your prompt attention to this matter. Should you have any questions whatsoever, please contact me at (407) 843-2684. Thank you very much for your cooperation.

Sincerely,

MWhite

Maggie White
Assistant to Lee Jay Colling

Enclosures

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

SWEETWATER CO-OP, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article III
Article V

96 APR 12 PM 2:33

SECOND: The date of adoption of the amendment(s) was: 3/29/96

THIRD: Adoption of Amendment *(CHECK ONE)*

☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

SWEETWATER CO-OP, INC.
Corporation Name

Richard Allen
Signature of Chairman, Vice Chairman, President or other officer

RICHARD ALLEN
Typed or printed name

PRESIDENT 4/11/96
Title Date

AMENDMENTS TO ARTICLES OF INCORPORATION

OF

SWEETWATER CO-OP, INC.

FIRST: ARTICLE III - PURPOSE AND POWERS shall be amended to read as follows:

ARTICLE III

PURPOSE AND POWERS

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific and primary purposes for which this corporation is formed are:

1. To operate in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax-exempt organizations under the Internal Revenue code, as amended.

2. To represent its members in Sweetwater Co-op, Inc., their successors and assigns, pursuant to the provisions of Chapter 719, Florida Statutes.

3. To negotiate for, acquire, finance, and operate Sweetwater Golf & Tennis Club (Club) on behalf of its members.

4. To convert the Club, once acquired, to a cooperative form of ownership. Upon acquisition of the property, the Corporation shall be the entity that operates and manages a cooperative and offers parcels for sale or lease in the ordinary course of business.

5. Operate and maintain common property, including without limitation the surface water management system including any mitigation areas as permitted by the Southwest Florida Water Management District including all lakes, retention areas, culverts and related appurtenances.

6. Establish rules and regulations.

7. To institute, maintain, settle, or appeal actions or hearings in its name on behalf of its members concerning matters of common interest, including, but not limited to, the common property; structural components of a building or other improvements; mechanical, electrical, and plumbing elements serving the Club property; and protests of ad valorem taxes on commonly used facilities. In addition, the Corporation shall have all of the applicable powers specified in Chapters 617, 607, and 719, Florida Statutes.

8. To make, collect and enforce assessments and to lease, maintain, and replace the common areas.

9. To modify or move or create any easement for ingress and egress or for the purposes of utilities if the easement constitutes part of, or crosses, the Club property upon purchase or lease of the Club.

10. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

11. Adopt, use, and alter a common corporate seal. However, such seal must always contain the words "corporation not for profit."

12. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation if allowed by the bylaws.

13. Adopt, change, amend, and repeal bylaws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

14. Increase, by a vote of its members cast as the bylaws may direct, the number of its directors so that the number shall not be less than three but may be any number in excess thereof.

15. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its

obligations by mortgage and pledge of all or any of its property, franchises, or income.

16. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by this act in any state, territory, district, or possession of the United States or any foreign country.

17. Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

18. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks and any licenses and other rights or interests thereunder or therein.

19. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.

20. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipally, or of any instrumentality thereof.

21. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds loaned or invested except as prohibited by Chapter 617.0833, Florida Statutes.

22. Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes.

23. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

24. Merge with other corporations both for profit and not for profit, domestic and foreign, if the surviving corporation is a corporation not for profit.

SECOND: ARTICLE V - PERPETUAL EXISTENCE shall be amended to read as follows:

ARTICLE V

PERPETUAL EXISTENCE

This Corporation shall have a perpetual existence unless sooner dissolved according to law. In the event the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government, and that if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

THIRD: ADOPTION OF AMENDMENTS

These amendments were adopted by the Board of Directors. The Board of Directors of Sweetwater Co-op, Inc. adopted the above stated amendments by a majority vote of the Directors at a duly noticed meeting held on 11th day of April, 1996.

SWEETWATER CO-OP, INC.

Richard Allen

By: Richard Allen,
President

ATTEST:

Jo Ann Dennett

Jo Ann Dennett, Secretary

N96000000653

LEE JAY COLLING & ASSOCIATES, P.A.

ATTORNEYS AT LAW

LEE JAY COLLING *
WILLIAM SHAW BLALOCK
LAVINIA N. MCMILLEN

* ALSO ADMITTED IN MICHIGAN

SUITE 700
FIRST UNION BUILDING
20 NORTH ORANGE AVENUE
ORLANDO, FLORIDA 32801

TELEPHONE (407) 649-2084
FAX (407) 649-1900

PARALEGAL
NADINE S. COLLING

August 1
~~June 11~~, 1996

600001913056
-08/05/96--01058--001
*****87.50 *****87.50

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Fla. 32314

RE: Sweetwater Co-op, Inc.

Dear Sir or Madam:

Enclosed please find a Second Amendment to the Articles of Incorporation of Sweetwater Co-op, Inc. I have enclosed our check in the sum of $87.50 representing the filing fee of $35.00 and $52.50 for a certified copy. If you have any questions, please contact the undersigned as soon as possible. Thank you.

Very truly yours,

MWhite

Maggie White
Assistant to Lee Jay Colling

/mw

Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG -5 PM 1:12

Amend

TLL AUG - 9 1996

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SWEETWATER CO-OP, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Article IV
Article VIII

SECOND: The date of adoption of the amendments was: May 28, 1996.

THIRD: There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.

SWEETWATER CO-OP, INC.

Wesley W. Crabtree

Wesley W. Crabtree, Vice President

Date: July 21, 1996

SECOND AMENDMENTS TO ARTICLES OF INCORPORATION

OF

SWEETWATER CO-OP, INC.

FIRST: ARTICLE IV - MEMBERSHIP shall be amended to read as follows:

ARTICLE IV

MEMBERSHIP

4.A Shareholder Membership in this Corporation shall be limited to persons who have purchased shares or Membership Certificates (shareholders) in the Corporation. Upon the transfer of a share or Membership Certificate, either voluntarily or by operation of law, the transferee shall become a member of the Corporation if all the requirements for membership have been met.

4.B Social and Special nonvoting Memberships in this Corporation may be authorized for non shareholders as may be provided for in the Bylaws.

SECOND: ARTICLE VIII - BYLAWS shall be amended to read as follows:

ARTICLE VIII

BY-LAWS

Unless otherwise provided in the Bylaws, the power to amend or repeal the By-Laws shall be in the members. The affirmative vote of the majority of the voters present, in person or by proxy, at a meeting at which a quorum has been established, shall be necessary to exercise that power. The power to adopt the first By-Laws of the Corporation, however, shall be in the Board of Directors. A majority vote of the Directors shall be necessary to adopt the first By-Laws. The By-Laws may contain any provisions for the regulation and management of the Corporation which are consistent with Chapter 719, Florida Statutes and these Articles of Incorporation.

These amendments were adopted by the Board of Directors. The Board of Directors of Sweetwater Co-op, Inc. adopted the above stated amendment by a majority vote of the Members at a duly noticed meeting held on the 23th day of May, 1996.

SWEETWATER CO-OP, INC.

Wesley W. Crabtree

By: Wesley W. Crabtree,
Vice President

ATTEST:

JoAnn Dennett

JoAnn Dennett, Secretary

f:\wpdocs\sweetwat\amend2.art

SENTRY MANAGEMENT INC.
COMMUNITY ASSOCIATION MANAGEMENT

N96000000653

May 13, 1997

2180 West SR 434
Suite 5000
Longwood, FL 32779
PH: 407-788-6700
FAX: 407-788-7488

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

RE: Sweetwater Co-op, Inc.
Document Number N96000000653

Gentlemen:

Would you please correct the mailing address **and the business address** of the subject corporation to read:

2180 West SR 434, Suite 5000
Longwood, FL 32779-5044

Should you have reason to correspond with us concerning this association, please refer to it by name. We manage almost 300 such associations and correspondence addressed to Sentry Management cannot be identified.

Thank you.

Sincerely,

SENTRY MANAGEMENT, INC.

Sherri Barwick

Sherri Barwick
Manager of Operations

cc: RWhite

$5/22

REALTOR

N96000000653

SENTRY MANAGEMENT INC.

2180 State Road 434 W Ste 5000
Longwood FL 32779-5044

535300 SWEETWATER COUP
ADDRESS CORRECTION REQUESTED

400002223734--7
-06/26/97--01049--011
*****35.00 *****35.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. ______________ (Corporation Name) ______________ (Document #)
2. ______________ (Corporation Name) ______________ (Document #)
3. ______________ (Corporation Name) ______________ (Document #)
4. ______________ (Corporation Name) ______________ (Document #)

☐ Walk in ☐ Pick up time ________ ☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

N96000000653
6-25-97
PA Ck
218

APPROVED AND FILED

97 JUN 25 AM 11:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials	

CR2E031(1 95)

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA *submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.*

1a. The name of the corporation is: SWEETWATER CO-OP, INC.

1b. The mailing address of the corporation is : 2180 WEST SR 434 STE 5000
LONGWOOD FL 32779-5044

1c. Date of incorporation: 02/12/96 Document number: N96000000653

2. The name and address of the current registered agent and office:

COLLING, LEE J
500 N MAITLAND AVE, STE 203
MAITLAND FL 32751

3. The name and address of the new registered agent and office:(P.O. Box Not Acceptable)

JAMES W. HART, JR.
SENTRY MANAGEMENT, INC.
2180 WEST SR 434 STE 5000
LONGWOOD FL 32779-5044

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Mabel E Huffman 6/18/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

MABEL E. HUFFMAN
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

(Signature of Registered Agent) 6/13/97
(Date)

If signing on behalf of an entity:

JAMES W. HART, JR. Mabel E Huffman PRESIDENT
(Typed or Printed Name) (Capacity)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

FILING FEE: $35.00

CR2F045(11/94)