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March 4, 1996

AUDIE E. LANGSTON 4010 OLD BAINBRIDGE ROAD TALLAHASSEE, FL 32303

SUBJECT: LIGHTHOUSE RIDGE ESTATES UNIT III HOMEOWNERS

ASSOCIATION, INC.

Ref. Number: W96000004817

We have received your document for LIGHTHOUSE RIDGE ESTATES UNIT III HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three 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) 487-6972.

Letter Number: 396A00009531

Doris Brown Document Specialist

ARTICLES OF INCORPORATION

OF

TEMESSEE PHOSES LIGHTHOUSE RIDGE ESTATES UNIT III HOMEOWNERS' ASSOCIATIO

A Florida Corporation Not For Profit

The undersigned, a natural person competent to contract, hereby forms this corporation not for profit under the laws of the State of Plorida. This corporation is organized pursuant to the Corporations Not for Profit Law of the State of Florida set forth in Part One, of Chapter 617, of the Florida Statutes.

ARTICLE 1

NAME

The name of this corporation is LIGHTHOUSE RIDGE ESTATES UNIT III HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II

PRINCIPAL OFFICE

The street address and mailing address of the initial principal office of the Corporation is 4010 Old Bainbridge Road, Tallahassee, Florida 32303.

ARTICLE III

PURPOSES

The purpose for which this corporation is organized is to enhance and protect the value, attractiveness and desirability of Lighthouse Ridge Estates Unit III, an unrecorded subdivision, and the lots therein.

This corporation shall have and exercise the rights and powers conferred upon corporations under the laws of the State of Florida, provided however, that this corporation is not empowered to engaged in any activity that is not in furtherance of the purposes as set forth above.

ARTICLETY

INCORPORATORS

The name and residence of the subscriber to these Articles of Incorporation is as follows:

Audle B. Lingston

4010 Old Balnbridge Road

Talfalussee, Florida 32303

ARTICLE Y

MEMBERSHIP

The qualifications for membership in this corporation shall be as follows: Membership shall be limited to persons who are owners of lots in Lighthouse Ridge Estates Unit III, Franklin County, Florida. Each owner of a lot who acquired the lot from Audie E. (Gene) Langston on or after March 1, 1996, and each owner of any other lot who shall so elect, shall automatically be a member and shall abide by the Association Charter, By-Laws and rules. Each lot owner shall be entitled to one vote, regardless of the number of owners. Each lot owner shall be entitled to one vote on the Board of Directors. The initial member of the corporation, and the Board of Directors shall be:

Audie E. Langston

4010 Old Bainbridge Road

Tallahassee, Florida 32303

ARTICLE VI

MANAGEMENT OF CORPORATE AFFAIRS

a) Board of Directors.

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number of Directors herein provided for may be changed by a By-Law

duly adopted by the members entitled to vote. Directors shall be elected annually by majority vote of the membership.

The name and address of the person constituting the first Board of Directors who is to act in that capacity until the selection of his successor or additional directors is:

Marjoria Langston

are:

Audie B. Langston

Michael Langston

4010 Old Bainbridge Road

4010 Old Bainbridge Road

4010 Old Bainbridge Road

Tallahasace, Florida 32303

Tallahassee, Florida 32303

Tallahassae, Florida 32303

b) Officers.

The officers of this corporation shall be a President, Vice-President, Secretary and Treasurer. Other offices and officers may be established or appointed by members of this corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, their terms of office, and the manner of removing officers shall be as set forth in the By-Laws.

The officers who are to serve until the first election of officers under the Articles of Incorporation

President:

Audie E. Langston

4010 Old Bainbridge Road

Tallahassee, Florida 32303

Vice-President:

Audie E. Langston

4010 Old Bainbridge Road

Tallahassee, Florida 32303

Secretary/Treasurer:

Audie E. Langston

4010 Old Bainbridge Road Tallahassee, Florida 32303

ARTICLE VII

LOCATION OF REGISTERED OFFICE IDENTIFICATION OF REGISTERED AGENT

a) The street address of this corporation's initial registered office in the State of Florida at 41 Commerce Street, Apalachicola, Florida 32320.

- b) The mailing address of this corporation's initial registered agent in the State of Florida at 41 Commerce Street, Apalachicola, Florida 32320.
 - c) The name of this corporation's initial registered agent at the above address is Douglas W. Gaidry.

ARTICLE VIII

BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed in whole by the members in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE IX

AMENDMENT OF ARTICLES

Amendments to these Articles of incorporation may be proposed by resolution and adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

ARTICLE X

DISSOULTION

This corporation shall be dissolved and its affairs wound up by a two-thirds vote of the corporation's voting members. In the event of dissolution, property of the corporation shall be distributed to an organization which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

The undersigned, constituting the subscriber of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 2944 day of February, 1996.

Audie E. LANGSTON Soa

STATE OF FLORIDA COUNTY OF FRANKLIN

The foregoing instrument was acknowledged before me this 29 TH day of February, 1996, by Audie

H. Langston, who is personally known to me.

Notary Public | | My Commission Expires:

DOUGLAS W. CANDITY
MY COMMISSION # CO 178782
EXPIRES; Merch 28, 1888
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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent pursuant to Section 617.0501, Florida Statutes, for LIGHTHOUSH RIDGE BSTATES UNIT III HOMEOWNERS' ASSOCIATION, INC., at the registered office at 41 Commerce Street, Apalachicola, Florida 32320, 1 hereby accept such designation and acknowledge that I am familiar with and accept the obligations of that position. I agree to act in this capacity and to comply with the provisions of law relative to keeping open the registered office.

DOUGLAS W. GAIDRY Registered Agent

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2/22/96