



THE UNITED STATES
CORPORATION
COMPANY

N98 0000000033

ACCOUNT NO. : 072100000032

REFERENCE : 652315 12086A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : December 30, 1997

ORDER TIME : 9:39 AM

ORDER NO. : 652315-005

CUSTOMER NO: 12086A

CUSTOMER: Mr. Kenneth W. Cleary
CONLEY & CLEARY

2401 Manatee Avenue West

Bradenton, FL 34205

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-12/30/97--01049--020
****122.50 ****122.50

DOMESTIC FILING

NAME: PRESERVE OUR NEIGHBORHOOD,
INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 PM 3:10

W97-28941

5/1/5

97 DEC 30 21:10:57
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED
98 JAN -5 AM 10:48
DIVISION OF CORPORATION

RESUBMIT

Please give original
submission date as file date.

December 31, 1997

CSC NETWORK

SUBJECT: PRESERVE OUR NEIGHBORHOOD, INC.
Ref. Number: W97000028941

We have received your document for PRESERVE OUR NEIGHBORHOOD, INC. and your check(s) totaling \$122.50. 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 the original and one copy of 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 (850) 487-6995.

Wanda Sampson
Document Specialist

Letter Number: 297A00060971

LAW OFFICES
CONLEY & CLEARY

2401 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205

Phone: (941) 748-8778

WATS: 1 - 800-239-0371

ROGER P. CONLEY*
KENNETH W. CLEARY
D. ROBERT HOYLE
LORI M. DORMAN**
JAY HILL***

*Also admitted in Mississippi

**Also admitted in Colorado

***Also admitted in Ohio

Telecopier: (941) 745-2572

December 29, 1997

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

Re: PRESERVE OUR NEIGHBORHOOD, INC.

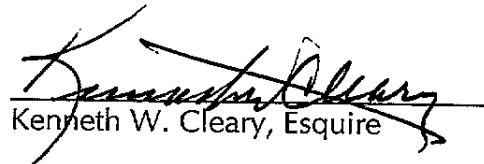
Gentlemen:

Please find enclosed duplicate originals of the Articles of Incorporation for the above, together with the certificate of designating the resident agent for same.

Also, please find enclosed a check in the amount of \$122.50, representing payment of the following:

1. \$35.00 - filing fee;
2. \$52.50 - filing fee for designation of resident agent;
3. \$35.00 - for certified copy of the Articles of Incorporation.

Very truly yours,


Kenneth W. Cleary, Esquire

KWC/as
Enclosures

ARTICLES OF INCORPORATION
OF
PRESERVE OUR NEIGHBORHOOD, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 PM 3:10

I, the undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I.

The name of the corporation shall be Preserve Our Neighborhood, Inc.

ARTICLE II.

This corporation shall be perpetual in its existence unless dissolved according to law.
Corporate existence shall commence upon filing of these Articles.

ARTICLE III.

The general purposes of the corporation for which the corporation is organized is:

1. To preserve the compatibility of existing residential communities north of State Road 70 between 37th Street E and 51st Street E and the proposed development of new residential communities within the above designated area;
2. To take such legal actions necessary to perform and carry out the above purposes and such other purposes as authorized by Florida Law.

ARTICLE IV.

The qualifications of members and the manner of their admission and removal shall be regulated by the provisions of the corporate Bylaws.

ARTICLE V.

The street address and city of the initial registered^{& principal} office of the corporation is 2401 Manatee Avenue West, Bradenton, Florida and the name of its initial registered agent at such address is Kenneth W. Cleary.

ARTICLE VI.

The corporation shall never have fewer than three Directors. The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the name and address of those persons are to serve as the initial Director until the first election are:

<u>NAME</u>	<u>ADDRESS</u>
Dick Lovelace	4822 Raintree Street Circle East, Bradenton, Florida 34203
George Fischer	4227 Caddie Drive, Bradenton, Florida 34203
Ila Perrone	4517 Dover Street Circle East, Bradenton, Florida 34203

ARTICLE VII.

This corporation shall neither have nor issue stock.

ARTICLE VIII.

The name and residence of the incorporator to this Charter is:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth W. Cleary	2401 Manatee Avenue West Bradenton, Florida 34205

ARTICLE IX.

The executive officers of this corporation shall be a President, Vice President, a Secretary, and a Treasurer. Any person may hold two or more offices. This corporation may also have such other officers and agents as may be deemed necessary and all such officers and agents shall be chosen in such manner, hold their offices for such terms, and have such powers and duties as may

be prescribed by the Bylaws or determined by resolution of the Board of Directors not inconsistent with the Bylaws.

ARTICLE X.

The By-laws of the corporation are to be made, altered or rescinded by the Board of Directors of the corporation, subject to the consent of a majority or the membership.

ARTICLE XI.

The Board of Directors of the corporation shall adopt a resolution setting forth any proposed amendment to the Articles of Incorporation which also shall be subject to the consent or the membership, either by vote or signature. If no members have been admitted, the amendment shall be adopted by a vote of the majority of directors; and the provisions for adoption by members shall not apply.

At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of members entitled to vote thereon and present at the meeting.

ARTICLE XII.

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local government for exclusive public purpose.

IN WITNESS WHEREOF, I have caused this Charter to be executed under my hand and seal on this the 24 day of December, 1997.


KENNETH W. CLEARY

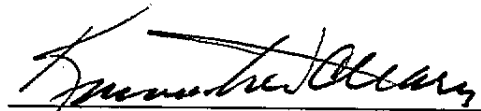
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

FIRST - That **PRESERVE OUR NEIGHBORHOOD, INC.**, desiring to organize under the laws of the State of Florida with its principal office, is indicated in the Articles of Incorporation, at the City of Bradenton, County of Manatee, State of Florida, has named **KENNETH W. CLEARY** located at 2401 Manatee Avenue West, Bradenton, Florida 34205, County of Manatee, State of Florida, as its agent to accept service of process within said State.

ACKNOWLEDGMENT

Having been named as Register Agent and to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept the appointment as Register Agent and agree to act in this capacity. I further agree to comply with the provisions of all Statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.



KENNETH W. CLEARY

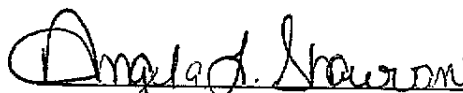
Date: December 24, 1997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 PM 3:11

**STATE OF FLORIDA
COUNTY OF MANATEE**

BEFORE ME, the undersigned authority, personally appeared, **KENNETH W. CLEARY**, who is personally known to me and known to be the person making, subscribing and acknowledging the foregoing Articles of Incorporation to be his free act and deed for the purposes and uses therein set forth.

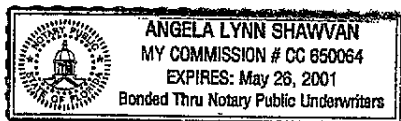
SWORN TO AND SUBSCRIBED before me on this the 24th day of December, 1997.



Notary Public

Name: Angela L. Shawvan

My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 30 PM 3:10