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RISH & GIBSON, P.A.
ATTORNEYS AT LAW
206 E. FOURTH STREET
POST OFFICE BOX 39
PORT ST. JOE, FLORIDA 32457

WILLIAM J. RISH
THOMAS S. GIBSON

TELEPHONE (850) 229-8211
FAX (850) 227-1619

February 17, 1998

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32399

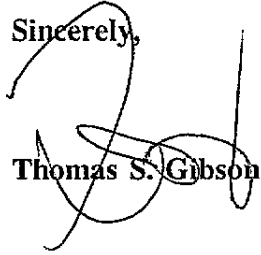
600002438386-5
-02/23/98-01144-006
****122.50 ****122.50

Re: The Homeowners' Association of Bay Breeze, Inc.

Dear Sir or Madam:

I have enclosed the original and one copy of Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$122.50 to cover the filing fee and the cost of receiving a certified copy of the Articles of Incorporation. Please forward your certificate of incorporation and certified copy to me as soon as possible.

Thank you for your assistance in this matter.

Sincerely,

Thomas S. Gibson

TSG/pwr

Enclosure: as stated

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -3 PM 3:35

RP
03-03-98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 25, 1998

RISH & GIBSON, P.A.
POST OFFICE BOX 39
PORT ST. JOE, FL 32457

SUBJECT: THE HOMEOWNERS' ASSOCIATION OF BAY BREEZE, INC.
Ref. Number: W98000004149

We have received your document for THE HOMEOWNERS' ASSOCIATION OF BAY BREEZE, 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):

You must list the corporation's principal office and/or a mailing address in the document.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 298A00010548

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
THE HOMEOWNERS' ASSOCIATION OF BAY BREEZE, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation is THE HOMEOWNERS' ASSOCIATION OF BAY BREEZE, INC. The principal office for the corporation shall be 2010 Monument Avenue, Port St. Joe, FL 32456.

ARTICLE II
DURATION

The duration of the Corporation is perpetual. Corporate existence shall commence upon the proper filing of these Articles in the Office of the Secretary of State of the State of Florida.

ARTICLE III
PURPOSE

The general purposes and powers are to have and to exercise all rights and powers conferred on non-profit corporations under the laws of Florida, including the power to contract, rent, buy or sell personal or real property; provided, however, that this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

ARTICLE IV
MEMBERSHIP

The members of the corporation shall be the owners of lots within the Bay Breeze Subdivision as described in the Public Records of Gulf County, Florida and the Bylaws.

**ARTICLE V
REGISTERED AGENT**

The initial registered agent for this corporation is THOMAS S. GIBSON, and the initial registered office is located at 206 East Fourth Street, Port St. Joe, FL 32456.

**ARTICLE VI
DIRECTORS**

The number of directors constituting the initial Board of Directors of the Corporation is 2. The name and address of each person who is to serve as a member of the initial Board of Directors are:

**WILLIAM J. RISH, JR.
206 East Fourth Street
Port St. Joe, FL 32456**

**RALPH P. RISH
206 East Fourth Street
Port St. Joe, FL 32456**

The number of directors shall be fixed by the Bylaws and may be changed from time to time, but shall never be less than two (2) nor more than .

**ARTICLE VII
OFFICERS**

The number of officers constituting the initial officers of the Corporation is four (4). The name and address of each person who is to serve as an initial officer are:

**WILLIAM J. RISH, JR., PRESIDENT
206 EAST FOURTH STREET
PORT ST. JOE, FL 32456**

**RALPH P. RISH, SECRETARY
206 EAST FOURTH STREET
PORT ST. JOE, FL 32456**

The number of officers for the Corporation shall be fixed by the Bylaws and may be changed from time to time.

**ARTICLE VIII
BYLAWS**

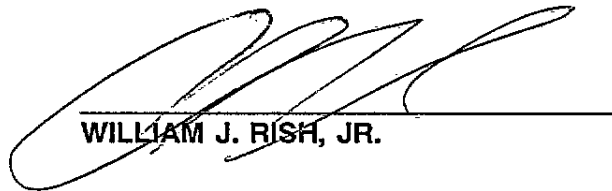
The Board of Directors shall have the authority to adopt, alter or amend the

Bylaws for the Corporation by a majority vote at any directors' meeting.

ARTICLE IX
INCORPORATORS

The name and address of the incorporator is as follows:

WILLIAM J. RISH, JR.
206 E. Fourth Street
Port St. Joe, FL 32456

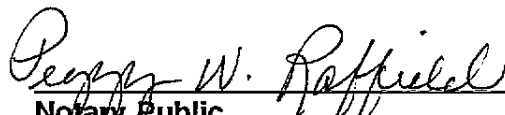

WILLIAM J. RISH, JR.

DATED this 18 day of February, 1998.

STATE OF FLORIDA
COUNTY OF GULF

I hereby Certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared WILLIAM J. RISH, JR., known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification of the above-named person(s): personally known to me

18 WITNESS my hand and official seal in the County and State last aforesaid this day of February, 1998.


Notary Public
My Commission Expires:



Peggy W. Raffield
MY COMMISSION # GC488704 EXPIRES
August 15, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.



THOMAS S. GIBSON

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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