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Jack Locklin, Jr.  
Board Certified  
Real Estate Attorney

Angela J. Jones

June 10, 1998

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-06/15/98-01087-009  
\*\*\*\*122.50 \*\*\*\*122.50

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
409 E. Gaines Street  
Tallahassee, FL 32314

RE: MILTON PLAZA CENTER OWNERS ASSOCIATION, INC.

Dear Sir:

Enclosed is an original and one executed copy of the Articles of Incorporation of MILTON PLAZA CENTER OWNERS ASSOCIATION, INC. and an original and one copy of an executed Certificate Designating the Resident Agent. Check in the amount of \$122.50 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	52.50
Total .....	\$122.50

Please file the original and certify and return the copy of the enclosed Articles of Incorporation.

Yours very truly,

LOCKLIN & JONES, P.A.

*Jack Locklin Jr.*  
Jack Locklin, Jr.

JL:jl  
Enclosures

FILED  
98 JUN 15 PM 1:04  
TALLAHASSEE, FLORIDA  
DIVISION OF STATE

*JB  
6-17-98  
6*

ARTICLES OF INCORPORATION  
OF  
MILTON PLAZA CENTER OWNERS ASSOCIATION, INC.  
A FLORIDA CORPORATION NOT FOR PROFIT

FILED  
98 JUN 15 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator by these articles associates himself for the purpose of forming a corporation not for profit under the laws of the State of Florida, and adopts the following articles of incorporation:

ARTICLE 1. NAME

The name of this corporation is MILTON PLAZA CENTER OWNERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association," these Articles of Incorporation as the "Articles," and the Bylaws of the association as the "Bylaws."

ARTICLE 2. TERM OF EXISTENCE

The Association shall have perpetual existence.

ARTICLE 3. PURPOSE

This Association is organized for the purpose of providing an entity to own and manage the common areas designated on the Plat, to enforce the restrictive covenants recorded in Official Record Book 1692 , Page 1435, of the public records of Santa Rosa County, Florida, as they may be subsequently amended, and for any and all other lawful purposes.

ARTICLE 4. MEMBERS

- 4.1 Membership. The members of the Association shall consist of all of the record title owners of Lots designated on the Plat of Milton Plaza Center recorded in Plat Book G, Page 56(1) and Page 56(2) of the Public Records of Santa Rosa County, Florida.
- 4.2 Voting. On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each Lot, which vote shall be exercised or cast in the manner provided by the Restrictive Covenants recorded in Official Record Book 1692 , Page 1435 , of the public records of Santa Rosa County, Florida, and by-Laws. Any person or entity owning more than one Lot shall be entitled to one vote for each Lot owned.
- 4.4. Meetings. The By-Laws shall provide for an annual meeting of members, and may make provision for regular and special meetings of members other than the annual meeting.

ARTICLE 5. INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT

The street address of the initial Registered Agent of this corporation is 77 Jones Avenue, Milton, Florida, 32570, and the name of the initial Registered Agent of this corporation at that address is Jack Locklin, Jr.

ARTICLE 6. DIRECTORS

- 6.1 Number and Qualifications. The property, business and affairs of the Association shall be managed by a board consisting of the number of directors determined in the manner provided by the By-Laws, but which shall consist of not less than three (3) directors. Directors need not be members of the Association.
- 6.2 Duties and Powers. All of the duties and powers of the Association existing under the above referenced Restrictive Covenants, these Articles and the By-Laws shall be exercised exclusively the Board of Directors, its agents, contractors or employees, subject only to approval by Lot Owners when such approval is specifically required.
- 6.3 Election; Removal. Directors of the Association shall initially be appointed by the Declarant in the manner determined the Restrictive Covenants recorded in Official Record Book , Page , of the public records of Santa Rosa County, Florida. Once the Declarant no longer has the right to appoint the Directors of this Association, the Directors shall be elected by the Lot owners all as provided by the aforementioned Restrictive Covenants and the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws. In all elections for Directors cumulative voting is authorized as defined and provided for in Chapter 617, Florida Statutes.
- 6.4 Term of Developer's Directors. The Declarant shall appoint the members of the first Board of Directors and their replacements who shall hold office for the periods described in the By-Laws.
- 6.5 First Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

NAME	ADDRESS
Prakash Darji	1322 Highway 72 East Athens, Alabama 35611
Niranjana Darji	1322 Highway 72 East Athens, Alabama 35611

Jack Locklin, Jr.

77 Jones Avenue  
Milton, Fla. 32570

#### ARTICLE 7. POWERS

The powers of the Association shall include and be governed by the following:

- 7.1 General. The Association shall have all of the common law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the provisions of these Articles, the aforementioned Restrictive Covenants, and the By-Laws.

#### ARTICLE 8. OFFICERS

The affairs of the Association shall be administered by the officers holding the offices designated in the By-Laws. The officers shall be elected by the Board of Directors of the Association at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The By-Laws may provide for the removal from office of officers, for filling vacancies and for the duties and qualification of the officers.

#### ARTICLE 9. BY-LAWS


The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided in the By-Laws.

#### ARTICLE 10. AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

- 11.1 Notice. Notice of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered and shall be otherwise given in the time and manner provided in Chapter 617, Florida Statutes. Such notice shall contain the proposed amendment or a summary of the changes to be affected thereby.
- 11.2 Adoption. Amendments shall be proposed and adopted in the manner provided in Chapter 617, Florida Statutes.

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation on May , 1998.

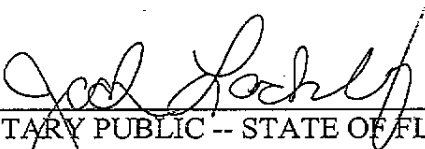
  
Prakash Darji  
Incorporator

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

Before me, the undersigned authority, personally appeared Prackash Darji, who is personally known to me, and who was sworn and says that the foregoing is true.

Sworn to before me on May<sup>28</sup>, 1998.

NOTARY PUBLIC - STATE OF FLORIDA  
JACK LOCKLIN, JR.  
COMMISSION # 00092552  
EXPIRES 12/21/2001  
BONDED THRU ASA 1-888-NOTARY1

  
NOTARY PUBLIC -- STATE OF FLORIDA

Print Name: \_\_\_\_\_

Commission No: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

(Seal)

CERTIFICATE DESIGNATING PLACE OF BUSINESS  
FOR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

MILTON PLAZA CENTER OWNERS ASSOCIATION, INC. desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Milton, Santa Rosa County, Florida, has named Jack Locklin, Jr., 77 Jones Avenue, Milton, Florida 32570, as agent to accept service of process within the state.

Dated this the 28 day of May, 1998.

MILTON PLAZA CENTER OWNERS  
ASSOCIATION, INC.

BY: Prakash Darji  
Prakash Darji

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Jack Locklin, Jr.  
Jack Locklin, Jr.

FILED  
98 JUN 15 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA