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June 24, 1998

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

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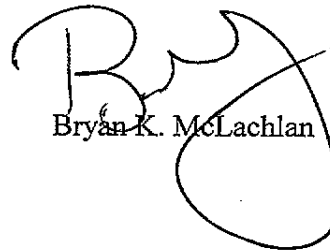
RE: Articles of Incorporation for Regency Heights Homeowners Association, Inc.

Dear Division of Corporations:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced corporation and a check for \$122.50. Please forward the certified Articles to my office at the above address.

If you have any questions or comments regarding this matter, please don't hesitate to contact me.

Sincerely,


Bryan K. McLachlan

BKM/cbc

Enclosures

FILED
98 JUN 26 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98-29-98

ARTICLES OF INCORPORATION
OF
REGENCY HEIGHTS HOMEOWNERS ASSOCIATION, INC.
A NOT FOR PROFIT CORPORATION

FILED
98 JUN 26 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following articles of incorporation:

ARTICLE I

NAME

The name of the corporation is Regency Heights Homeowners Association, Inc. The corporation is a not for profit corporation.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and mailing address of this corporation shall be 2550 State Road 580, Lot 293, Clearwater, Florida 33761

ARTICLE III

PURPOSE

The specific purpose for which the corporation is organized is to promote the general welfare of the residents of Regency Heights Mobile Home Park. Regency Heights Homeowners Association, Inc. has the power to negotiate for, acquire and operate the mobile home park on behalf of the mobile home owners and further has the authority for the conversion of the mobile home park, once acquired, to a condominium, a cooperative form of ownership, or another type of ownership. In addition the Regency Heights Homeowners Association, Inc. has the authority to negotiate with the park owners as to changes in park rules and regulations, rental increases, reduction of services or any other matters pertaining to the general welfare of the residents.

ARTICLE IV

MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is by vote of members present at the annual meeting, in which a minimum of 2/3 of the homeowners are present and in accordance with the by-laws of the corporation.

ARTICLE V

LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Chapter 617, Florida Statutes.

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Ansley Cummins
2550 State Road 580, Lot 293
Clearwater, Florida 33761

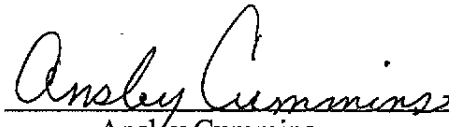
ARTICLE VII

INCORPORATORS

The name and the street address of the incorporator for these articles of incorporation is:

Ansley Cummins
2550 State Road 580, Lot 293
Clearwater, Florida 33761

The undersigned incorporator has executed these Articles of Incorporation this 22nd day of June, 1998.



Ansley Cummins

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE
OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED AGENT/REGISTERED OFFICE, IN THE STATE OF FLORIDA.

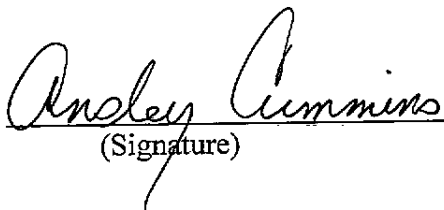
1. The name of the corporation is:

Regency Heights Homeowners Association, Inc.

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

Ansley Cummins
2550 State Road 580, Lot #293
Clearwater, Florida 33761.

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 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.


(Signature)

6-23-98
(Date)

FILED
98 JUN 26 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA