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October 1, 1998

Corporate Records Bureau
Division of Corporations
Department of State
Attn: Doris Brown
Post Office Box 6327
Tallahassee, Florida 32314

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-09/25/98--01047-002
****122.50 ****122.50

RE: David's Landing Commercial Owners' Association, Inc.
Letter Number: 098A00048576

Dear Doris:

Enclosed please find the original and one copy of the Articles of Incorporation which have been amended to include the principal place of business.

Please give me a call with any questions. Thank you.

Yours sincerely,

SHELL, FLEMING, DAVIS & MENGE



Kate Thomas, Secretary to:
Charles L. Hoffman, Jr.

:kzt
Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT - 2 PM 12:38

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N98-22107

D. BROWN OCT - 2 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 28, 1998

CHARLES L. HOFFMAN, JR., ESQ.
SHELL, FLEMING, DAVIS & MENGE
POST OFFICE BOX 1831
PENSACOLA, FL 32598-1831

SUBJECT: DAVIDS LANDING COMMERCIAL OWNERS' ASSOCIATION, INC.
Ref. Number: W98000022107

We have received your document for DAVIDS LANDING COMMERCIAL OWNERS' ASSOCIATION, 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.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 098A00048576

ARTICLES OF INCORPORATION

FOR

DAVID'S LANDING COMMERCIAL OWNERS' ASSOCIATION, INC.

A FLORIDA NONPROFIT CORPORATION

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DIVISION OF CORPORATIONS
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The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1. Name. The name of the Corporation is: DAVID'S LANDING COMMERCIAL OWNERS' ASSOCIATION, INC.

Article 2. Not For Profit. The Corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes (1987). The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

Article 3. Duration. The duration of the Corporation is perpetual.

Article 4. Purposes. The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. To perform all obligations and duties of the Association under the Declaration of Covenants, Conditions and Restrictions ("Declaration") filed with regard to DAVID'S LANDING II, a Planned Unit Development ("Subdivision").

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including

without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5. Limitation. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article 4 (Purposes) hereof.

Article 6. Members. Each Owner of a lot in the Subdivision shall be a member of the Association and shall be entitled to one (1) vote. If a lot is owned by more than one (1) person, all such persons shall collectively have one (1) vote and will not individually have separate votes. The Corporation, except as set forth in the Declaration, shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one

or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Richard E. Riebel
3680 44th Street, SE, Suite 201
Grand Rapids, Michigan 49412

Marie Elizabeth Riebel
40 Pinehill Road
Hollis, New Hampshire 03049

Ron Brown
1389 Green Vista Lane
Gulf Breeze, Florida 32561

Article 7. Initial Registered Office, Principal Place of Business and Agent. The street address of the Initial Registered Office and Principal Place of Business of the Corporation is 1389 Green Vista Lane, Gulf Breeze, Florida 32561, and the name of its initial Registered Agent at that address is Ron Brown.

Article 8. Initial Board of Directors. The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Members shall elect the Directors at an annual meeting of Members. The name and address of each initial Director of the Corporation is as follows:

Richard E. Riebel
3680 44th Street, SE, Suite 201
Grand Rapids, Michigan 49412

Marie Elizabeth Riebel
40 Pinehill Road
Hollis, New Hampshire 03049

Ron Brown
1389 Green Vista Lane
Gulf Breeze, Florida 32561

Article 9. Officers. The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other

Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (any may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Richard E. Riebel - President, Vice President, Secretary/Treasurer
3680 44th Street, SE, Suite 201
Grand Rapids, Michigan 49412

Article 10. Incorporators. The name and address of each Incorporator is as follows:

Richard E. Riebel
3680 44th Street, SE, Suite 201
Grand Rapids, Michigan 49412


Article 11. Indemnification. The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

Article 12. Bylaws. The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors. The provisions of Section 607.081, Florida Statutes (1997), as amended from time to time, shall govern the Bylaws.

Article 13. Amendment. The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation.

Article 14. Non-stock Basis. The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 14th day of September, 1998.



RICHARD E. RIEBEL

STATE OF MICHIGAN

COUNTY OF Kent

BEFORE ME personally appeared RICHARD E. RIEBEL, to me well known and known to me to be the person described in and who executed the forgoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 14th day of September, 1998.


TYPED NAME: Joyce L. Evans
NOTARY PUBLIC-STATE OF MICHIGAN
MY COMMISSION EXPIRES: July 12, 1999

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED HEREBY accepts the appointment as Registered Agent of DAVID'S LANDING COMMERCIAL OWNERS' ASSOCIATION, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 22 day of September, 1998.



RON BROWN
Registered Agent

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SECRETARY OF CORPORATIONS
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