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March 1, 1999

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Secretary of State
State of Florida
Tallahassee, Florida 32301

Re: QUINTETTE COMMUNITY PARK ASSOCIATION, Inc.

Dear Madam/Sir:

Enclosed please find the Articles of Incorporation to be filed along with my check in the amount of $122.50 which represent filing fees. Once the document is filed, please return to this office.

If you have any questions, please do not hesitate to give me a call.

Sincerely,

FREDERICK J. GANT

FJG/tlr
Enclosures

FILED
99 MAR -3 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

3-4-99

FILED
99 MAR -3 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF THE

QUINTETTE COMMUNITY PARK ASSOCIATION, INC.

A FLORIDA NON PROFIT CORPORATION

ARTICLE ONE. NAME

The name of the corporation is **QUINTETTE COMMUNITY PARK ASSOCIATION, INC.**

ARTICLE TWO. STATEMENT OF CORPORATE NATURE

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is organized are to organize events to help improve the community including but not limited to sponsoring tutorial programs, little league sport events, outreach for needy children, managing a community park and center, developing a nature trial, programs to feed the elderly and neighborhood cleanup. The general purposes for which this corporation is formed are to operate exclusively for such purposes as will qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication or distribution of any statements or otherwise in any political campaign on behalf of any candidate for public office.

ARTICLE FOUR. TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE. MEMBERSHIP

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE SIX. SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are as follows:

1. Camilia Spencer
   376 Welcome Circle
   Cantonment FL 32533

2. Barbara Dukes
   1957 Stacey Road
   Cantonment FL 32533

ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

The County in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is the 2945 Highway 95-A North, Cantonment, County of Escambia, Florida 32533.

The name and address of this corporation's registered agent is Barbara Dukes, 1957 Stacey Road, Cantonment, Florida 32533.

ARTICLE EIGHT. MANAGEMENT OF CORPORATE AFFAIRS

Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not more than seven (7) and not less than five (5); provided, however, that such number may be changed by a bylaw duly adopted by the members.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of directors are as follows:

Corporate Officers. The board of directors shall elect the following officers: President, Vice President, Secretary, and Treasurer and such other officers as the bylaws of this corporation may authorize the membership to elect from time to time. Initially, such officers and directors shall be elected at the first annual meeting of the corporation. Until such election is held, the following persons shall serve as corporate officers:

Chairman	Benny Travis 2945 Highway 95-A North Cantonment FL 32533
Vice Chairman & Secretary	Barbara Dukes 1957 Stacey Road Cantonment FL 32533
Treasurer	David Sanders 2865 Highway 95A North Cantonment FL 32533
Chaplin	Karry Brown 2456A Quintette Lane Cantonment FL 32533
Financial Secretary	Camilia Spencer 376 Welcome Circle Cantonment FL 32533

ARTICLE NINE. BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the corporations Not For Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE ELEVEN. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE. AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by the vote of 3/4 of a quorum of members of the corporation.

ARTICLE THIRTEEN. INCORPORATORS

We, the undersigned, being the incorporator of this corporation and Vice Chairman/Secretary, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on this 25 day of February, 1999.

Camilia Spencer

CAMILIA SPENCER, INCORPORATOR

Barbara J. Dukes

BARBARA DUKES, VICE CHAIRMAN /SECRETARY

FILED
99 MAR -3 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, personally appeared **CAMILIA SPENCER AND BARBARA DUKES**, to me well known and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the foregoing Articles for the purposes therein stated.

WITNESS my hand and seal on this 26th day of February, 1999.

Tracy Brown

NOTARY PUBLIC
My Commission Expires:

TRACY BROWN
MY COMMISSION # CC 638427
EXPIRES: April 16, 2001
Bonded Thru Notary Public Underwriters

ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

I, **BARBARA DUKES**, hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation, QUINTETTE COMMUNITY PARK ASSOCIATION, Inc.

Barbara J. Dukes

BARBARA DUKES
1957 Stacey Road
Cantonment, Florida 32533
850-968-3476
Mailing Address: same as above

THIS INSTRUMENT PREPARED BY:
FREDERICK JEROME GANT, ESQUIRE
ALLBRITTON & GANT
Attorneys at Law
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Pensacola, Florida 32501
(850) 433-3230