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ACCOUNT NO. : 072100000032

REFERENCE : 166667 4351650

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 12, 1999

ORDER TIME : 10:44 AM

ORDER NO. : 166667-020

CUSTOMER NO: 4351650

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-03/12/99--01057--005
****315.00 *****78.75

CUSTOMER: Mr. Steve Marshall
LEBOEUF LAMB GREENE & MACRAE
LEBOEUF LAMB GREENE & MACRAE
Suite 2800
50 North Laura Street
Jacksonville, FL 32202-3650

RECEIVED
99 MAR 12 AM 11:26
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: OCEAN GATE PHASE III
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

g 3/12/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 12 PM 1:13

ARTICLES OF INCORPORATION
OF
OCEAN GATE PHASE III CONDOMINIUM ASSOCIATION, INC.,
a Florida not-for-profit corporation

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SECRETARY OF STATE
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The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

Article I - Name

The name of this corporation is OCEAN GATE PHASE III CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

This corporation is organized for the purpose of transacting any or all lawful business. The powers and duties of the corporation include those set forth in Florida Statutes Section 718.111, Florida Statutes Chapter 607 and 617, and those set forth in the Declaration of Condominium of Ocean Gate Phase III, a Condominium and in the bylaws of the corporation.

Article IV - Principal and Registered Office and Registered Agent

The street address of the principal office of the corporation is 4730-B Highway A1A South, St. Augustine, Florida 32084, and the address of the initial registered office of this corporation is 50 N. Laura Street, Suite 2800, Jacksonville, FL 32202, and the name of the initial registered agent at that address is Alan C. Sheppard, Jr., Esq.

Article V - Initial Board of Directors

This corporation shall have three (3) directors initially. Thereafter, the number of directors may be increased from time to time in the manner provided by the Bylaws, but shall never be fewer than three. The name and address of the initial directors of this corporation are:

<u>Name</u>	<u>Address</u>
Roger W. McClain	4730-B Highway A1A South St. Augustine, FL 32084

Leslie Gallagher

4730-B Highway A1A South
St. Augustine, FL 32084

Robert J.L. Laurence

4730-B Highway A1A South
St. Augustine, FL 32084

Article VI - Incorporator

The name and address of the person signing these articles is:

<u>Name</u>	<u>Address</u>
Robert J.L. Laurence	4730-B Highway A1A South St. Augustine, Florida 32084

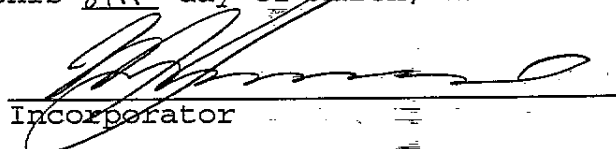
Article VII - Indemnification

The corporation shall have the power to indemnify all officers and directors and former officers and directors to the fullest extent possible under Florida law or as may be more fully set forth in the By-laws.

Article VIII - Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

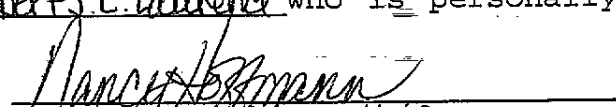
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of March, 1999



Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 8th day of March, 1999, by Robert J.L. Laurence who is personally known to me.



Print Name: Nancy Hoffmann
Notary Public, State of Florida
Commission Number _____
My Commission Expires: _____

[SEAL]



ACKNOWLEDGMENT AND ACCEPTANCE

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept such designation to act as registered agent and agree to comply with the provisions of Florida Statutes relative to keeping open said office.

Ala C. Sheppard, Jr.
Registered Agent

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