

SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34102

N/99000005063

August 18, 1999

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*****78.75 *****78.75

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

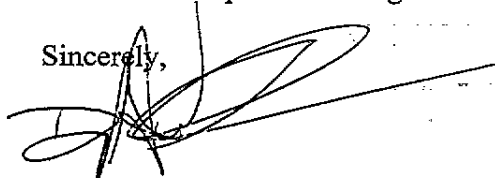
Re: Livingston Industrial Park Master Association, Inc.

To Whom It May Concern:

Enclosed are the Articles of Incorporation for the above-referenced corporation along with a check in the amount of \$78.75 which I understand to be the filing fee for same.

Please file the enclosed with the State of Florida and return proof of filing to this office.

Sincerely,



Douglas A. Wood

DW/mn
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
FOR
LIVINGSTON INDUSTRIAL PARK MASTER ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I

The name of the corporation is:

LIVINGSTON INDUSTRIAL PARK MASTER ASSOCIATION, INC.

herein referred to as the "Master Association."

The office of the association shall be at 4555 Radio Road, Naples, Florida 34104.

The name and address of the Registered Agent is Douglas A. Wood, Siesky, Pilon & Wood, 1000 Tamiami Trail North, Suite 201, Naples, Florida 34102.

The terms used in these Articles shall have the definitions as provided in of the Master Declaration of Covenants, Conditions, and Restrictions for Livingston Industrial Park.

ARTICLE II

PURPOSE AND POWERS OF THE MASTER ASSOCIATION

This Master Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed is to provide an entity which is ultimately responsible for the operation, maintenance and preservation of the preservation areas, mitigation areas and the surface water management system including all lakes, retention areas, culverts and related appurtenances and roads, within that certain tract of property located in Collier County, Florida, known as Livingston Industrial Park, including any additions thereto as may hereafter be brought within the jurisdiction of this Master Association and in furtherance of those purposes to:

A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Master Association as set forth in that certain Master Association of Covenants, Conditions and Restrictions for Livingston Industrial Park hereinafter called the "Declaration",

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applicable to the property, to be recorded in the Public Records of Collier County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by reference as if set forth in length;

B. Fix, levy, collect and enforce payment by any lawful means any charges and assessments of the members to carry out the purposes for which the Association was formed; to pay all expenses in connection therewith and other expenses incident to the conduct of the business of the Master Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Master Association;

C. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Master Association;

D. Dedicate, sell or transfer all or part of the Master Association Common Area to any public agency, authority, or utility or a similar non-profit corporation for such purposes and subject to such conditions as may be agreed by the Master Association;

E. Operate and maintain common property, specifically the surface water management system as permitted by the South Florida Water Management District including all lakes, retention areas, culverts and related appurtenances;

F. Sue and be sued;

G. Establish rules and regulations to carry out the purpose of the Master Association;

H. Contract for services (if the association contemplates employing a maintenance company) to provide the services for operation and maintenance;

I. All other powers necessary for the purposes for which the Master Association is organized.

ARTICLE III

MEMBERSHIP

Every person or entity who is a record owner of a lot in Livingston Industrial Park shall be a member of the Master Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of a lot.

ARTICLE IV

VOTING RIGHTS

Members, including the Declarant shall be entitled to voting rights as provided in the Bylaws of the Master Association.

ARTICLE V

BOARD OF DIRECTORS

Until turnover, the affairs of the Master Association shall be managed by a board of three (3) members who shall be initially appointed by the Developer. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

SAMUEL HUBSCHMAN 4555 Radio Road, Naples, Florida 34104

CONNIANNE PERKINS 4555 Radio Road, Naples, Florida 34104

ADAM HUBSCHMAN 4555 Radio Road, Naples, Florida 34104

After turnover, the affairs of the Master Association shall be managed by a Board of Directors, who are elected by the members as fully set forth in the Bylaws.

ARTICLE VI

INDEMNIFICATION

The Master Association shall indemnify every Director and every officer of the Master Association against all expenses and liabilities including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Master Association. The foregoing right of indemnification shall not apply to:

- A. Gross negligence or willful misconduct in office by any Director or officer.
- B. Any criminal action, unless the Director or officer acted in good faith and in a manner he reasonably believed was in, not opposed to, the best interest of the Master Association, and had no reasonable cause to believe his action was unlawful.

To the extent that a Director or officer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in subsection (A) or subsection (B), or in defense of any claim, issue, or matter therein, he shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE VII

DURATION

The corporation shall exist perpetually. If this corporation shall ever be dissolved, the property owned by the corporation consisting of the surface water management system shall be conveyed to an appropriate agency of local government. If it is not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

ARTICLE VIII

AMENDMENTS

These Articles may be amended in the same manner as amendments to the Declaration of Covenants, Conditions and Restrictions for Livingston Industrial Park, as more fully described therein.

ARTICLE IX

NOT FOR PROFIT STATUS

In compliance with the requirements of Chapter 617, the corporation shall issue no stock, and no dividends shall be paid and no part of the income of the corporation shall be distributed to the members, Directors or officers.

ARTICLE X

OFFICERS

There shall be a President, Vice-President, Secretary and Treasurer of the Corporation. The initial officers of the Corporation are as follows:


PRESIDENT	SAMUEL HUBSCHMAN
VICE-PRESIDENT	ADAM HUBSCHMAN
SECRETARY/TREASURER	CONNIANNE PERKINS

ARTICLE XI

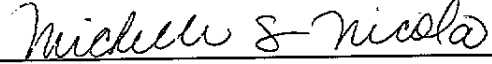
COMMENCEMENT OF EXISTENCE

The Corporation shall be deemed to commence on the date of filing of these Articles with the Secretary of the State of Florida.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Master Association, have executed these Articles of Incorporation this 17th day of August, 1999.


DOUGLAS A. WOOD, Esquire


JAMES H. SIESKY, Esquire



MICHELLE S. NICOLA

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME, the undersigned authority, personally appeared DOUGLAS A. WOOD, JAMES H. SIESKY and MICHELLE S. NICOLA, who acknowledged before me that they executed the foregoing Articles of Incorporation.

WITNESS my hand and seal this 17th day of August, 1999.




Notary Public Signature

Tanya Sue Keech
Notary Public Printed Name

My Commission Expires: 04/09/01

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That LIVINGSTON INDUSTRIAL PARK MASTER 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 Collier County, Florida, has named DOUGLAS A. WOOD, Esquire, Siesky, Pilon and Wood, 1000 Tamiami Trail North, Suite 201, Naples, Florida 34102, as its agent to accept service of process within this State.

ACCEPTANCE

Having been named to accept service of process for the above corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



DOUGLAS A. WOOD, Esquire

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