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Division of Corporations

Page 1 of 2

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FLORIDA NON-PROFIT CORPORATION

Ten Oaks Homeowners Association, Inc.

Certificate of Status	1
Certified Copy	1
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A. Howell DEC 30 1999

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
TEN OAKS HOMEOWNERS ASSOCIATION, INC.**

The undersigned incorporator, a resident of the State of Florida, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation is TEN OAKS HOMEOWNERS ASSOCIATION, INC. (hereinafter also called the "Association").

ARTICLE II

Principal Office

The principal place of business and mailing address of this corporation shall be 441 Cortez Road West, Bradenton, FL 34207.

ARTICLE III

Purpose and Powers of the Association

This Association does not contemplate pecuniary gain or profit to the members thereof. This Association is formed specifically to promote the health, safety and general welfare of the residents within all or any portion of Ten Oaks Subdivision, a proposed residential subdivision lying and being in Manatee County, Florida (the "Subdivision"), as may be brought within the jurisdiction of the Association by proper filing and recording in the Public Records of Manatee County, Florida, of a Declaration of Protective Covenants, Conditions, Easements and Restrictions (hereinafter referred to as "Declaration") and the Association is formed generally to perform any legal act or to perform any legal duty or obligation as may legally be permitted by the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617.

Notwithstanding anything in the above to the contrary, no part of the net earnings of the Association shall inure to the benefit of any member within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, nor shall the Association engage in any other activity prohibited by such section, nor act in violation of any provision governing such tax exempt organizations as determined by the federal revenue laws. The Association's amount of earnings, if any, is not to be taken into account in any manner for the purpose of determining whether there should be a rebate of any assessment paid or the amount of the rebate.

ARTICLE IV

Membership

Every person or legal entity who holds legal title of record to a present fee simple interest in any residential lot being a part of the Subdivision (each a "Lot Owner"), shall be a member of this Association. A Lot Owner of more than one such lot shall have one membership for each such lot owned by him or her. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to the provisions of the Declaration.

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ARTICLE V
Corporate Existence

The Association shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida. The corporation shall exist perpetually.

ARTICLE VI
Voting Rights

This Association shall have two (2) classes of voting membership. The voting rights of each class of membership shall be set forth, and be governed by the Bylaws of the Association.

ARTICLE VII
Board of Directors

The business affairs of this Association shall be managed by a Board of Directors. The method of election or appointment of the Board of Directors shall be as set forth in and governed by the Bylaws of the Association.

ARTICLE VIII
Officers

This Association shall have the officers described in its Bylaws who shall be elected or appointed at such time and for such terms as is provided in the Bylaws.

ARTICLE IX
Incorporator

The incorporator of these Articles is of the age of majority. The name and address of the incorporator of these Articles of Incorporation is as follows:

Darrell L. Reha	441 Cortez Road West
	Bradenton, FL 34207

ARTICLE X
Dissolution

This Association may be dissolved with the assent given in writing and signed by members entitled to cast not less than two-thirds (2/3) of the votes of each Class of members, or as set forth in the Association's bylaws. Notwithstanding any other provision herein, the assets owned by the Association herein shall be distributed to the County of Manatee, State of Florida, or if said county refuses to accept such assets, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes, but in no event shall such assets inure to the benefit of any member or other private individual.

ARTICLE XI
Initial Registered Office and Agent

The street address of the initial registered office of the Association is 441 Cortez Road

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West, Bradenton, FL 34207. The name of the initial registered agent of the Association is Darrell L. Reha.

ARTICLE XII
Amendment to Articles

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

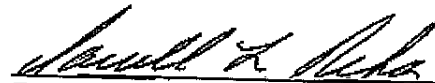
ARTICLE XIII
Indemnity

The corporation shall indemnify any person made a party or threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, pursuant to the provisions contained in the bylaws.

ARTICLE XIV
Interpretation

Express reference is hereby made to the terms and provisions of the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions of these Articles shall be consistent with the provisions of the Declaration, and these Articles shall be interpreted, construed and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREFORE, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this Association has executed these Articles of Incorporation this 29 day of December, 1999.



Darrell L. Reha
Incorporator

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.



Darrell L. Reha
Registered Agent

12-29-99

Date.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DESIGNATION AND ACKNOWLEDGMENT OF REGISTERED AGENT

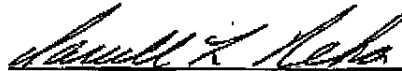
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted:

That TEN OAKS HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office being located at 441 Cortez Road West, Bradenton, FL 34207, as indicated in the Articles of Incorporation; has named Darrell L. Reha with Registered Office at 441 Cortez Road West, Bradenton, FL 34207, as its agent to accept service of process within this state.

ACCEPTANCE

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

Dated this 21 day of December, 1999.



Darrell L. Reha

Kendar Corp. designation

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