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**WEAN & MALCHOW, P.A.**

ATTORNEYS AT LAW

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December 27, 1999

State of Florida  
Secretary of State  
Division of Corporations  
New Corporate Filings  
P.O. Box 6327  
Tallahassee, Florida 32314

300003084693-2  
-12/30/99--01068--001  
\*\*\*\*\*122.50 \*\*\*\*\*78.75  
89.50

**RE: Incorporation of Ventura Condominium Management Company, Inc.**

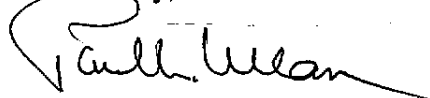
Dear Sir or Madam:

Enclosed for filing please find the original Articles of Incorporation for "Ventura Condominium Management Company, Inc." together with the designation and acceptance of registered agent. Also enclosed is my client's check in the amount of \$122.50 to cover the filing fees for same plus the cost of a Certificate of Status and a certified copy of the filed Articles. Kindly return the certificate and certified copy of the Articles to the undersigned.

If you have any questions, please contact the undersigned at the number shown above.

Thank you for your attention to this matter.

Sincerely,



PAUL L. WEAN,  
For the Firm

FILED  
99 DEC 30 AM 10:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

PLW/fms  
Enclosure

cc: Ventura Country Club Community Homeowners Association, Inc.

ax1/6

**ARTICLES OF INCORPORATION  
OF  
VENTURA CONDOMINIUM MANAGEMENT COMPANY, INC.**

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

Article I                      Name

The name of the corporation shall be Ventura Condominium Management Company, Inc.

Article II                      Principal Office

The principal place of business and mailing address of this corporation shall be 3333 Woodgate Boulevard, Orlando, Florida 32822.

Article III                      Purpose

1. The corporation shall engage in the business providing community association management services to condominium associations.
2. The corporation may transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act, or engage in any other trade or business which can, in the opinion of the board of directors of the corporation, be advantageously carried on in connection with or auxiliary to the preceding business, and
3. To do such other things as are incidental to the above or necessary or desirable in order to accomplish the above,
4. Provided that the corporation shall not engage in the brokerage of real property for sale or lease.

Article IV                      Capitalization

The aggregate number of shares of which the corporation is authorized to issue at one time is five hundred (500). Such shares shall be of a single class, and shall have a par value of one (\$1.00) dollar per share. No preemptive rights are to be granted to shareholders.

Article V                      Initial Registered Agent and Street Address

The name and address of the initial registered agent is Paul L. Wean, Wean & Malchow, P.A., 1305 East Robinson Street, Suite "A", Orlando, Florida 32801.

**FILED**  
99 DEC 30 AM 10:31  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

#### Article VI      Officers

Election of the officers shall be determined from time to time as provided in the By-Laws of the corporation. The initial officers of the corporation shall be those persons holding the corresponding offices of the President, Secretary, and Treasurer of the Ventura Country Club Community Association, Inc. The names and addresses of the initial officers of the corporation are as follows:

|            |                   |   |
|------------|-------------------|---|
| President: | Henrietta Smith   | 3419 Brookwater Circle, Orlando, Florida 32822      |
| Secretary: | Earl Bloomingburg | 4027 Atrium Drive, Orlando, Florida 32822           |
| Treasurer: | Eugene Telep      | 6029 Lakepointe Drive, #212, Orlando, Florida 32822 |

#### Article VII     Directors

There shall be three (3) directors. The directors shall be appointed by the Board of Directors of the Ventura Country Club Community Homeowners Association, Inc. Except for the initial Board of Directors, two (2) directors shall also be directors of the Ventura Country Club Community Homeowners Association, Inc., and one (1) shall be a non-director member of the Ventura Country Club Community Homeowners Association, Inc., as well as an owner of a condominium in Ventura. The name and address of each person who is to serve as a member of the initial board of directors is:

|                   |   |
|-------------------|---|
| Henrietta Smith   | 3419 Brookwater Circle, Orlando, Florida 32822      |
| Earl Bloomingburg | 4027 Atrium Drive, Orlando, Florida 32822           |
| Eugene Telep      | 6029 Lakepointe Drive, #212, Orlando, Florida 32822 |

#### Article VIII    Corporate Duration

The duration of the corporation is perpetual. Corporate existence shall commence at the date and time of the filing of the articles of incorporation with the Department of State.

#### Article IX      Incorporators

The names and addresses of the persons serving as incorporators of the corporation are:

|                   |   |
|-------------------|---|
| Henrietta Smith   | 3419 Brookwater Circle, Orlando, Florida 32822      |
| Earl Bloomingburg | 4027 Atrium Drive, Orlando, Florida 32822           |
| Eugene Telep      | 6029 Lakepointe Drive, #212, Orlando, Florida 32822 |

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 corporation, have executed these Articles of Incorporation this 16<sup>th</sup> day of December, 1999.

**INCORPORATORS:**

Henrietta Smith

Henrietta Smith, President

Earl Bloomingburg

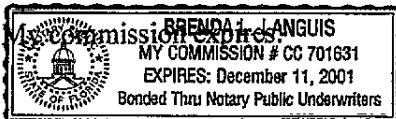
Earl Bloomingburg, Secretary

Eugene Telep

Eugene Telep, Treasurer

STATE OF FLORIDA  
COUNTY OF ORANGE

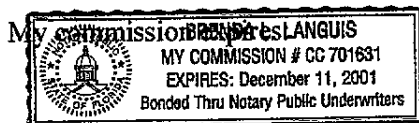
The foregoing instrument was acknowledged before me this 9 day of December, 1999 by Henrietta Smith, who is personally known to me or has produced \_\_\_\_\_ as identification.



Brenda L. Languis  
NOTARY PUBLIC, State of Florida  
Print name: Brenda L. LANGUIS

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11 day of December, 1999 by Earl Bloomingburg, who is personally known to me or has produced \_\_\_\_\_ as identification.

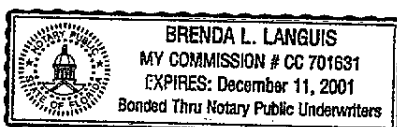


Brenda L. Languis  
NOTARY PUBLIC, State of Florida  
Print name: BRENDA L. LANGUIS

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16 day of December, 1999 by Eugene Telep, who is personally known to me or has produced \_\_\_\_\_ as identification.

My commission expires:



Brenda L. Languis  
NOTARY PUBLIC, State of Florida  
Print name: BRENDA L. LANGUIS

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT REGISTERED OFFICE**

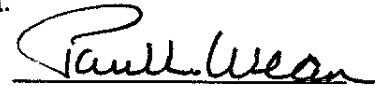
PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the corporation is: Ventura Condominium Management Company, Inc.  
The name and address of the registered agent and office is:

Paul L. Wean  
WEAN & MALCHOW, P.A.  
1305 East Robinson Street, Suite A  
Orlando, Florida 32801

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.

DATED: December 27th, 1999

  
Paul L. Wean

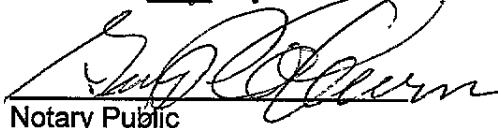
The State of Florida )  
County of Orange )

I certify that on this date before me, an officer duly authorized in the state and county named above to take acknowledgments, personally appeared Paul L. Wean, known to me to be the person described herein or having produced a Florida driver's license as identification that he is the person described herein and who executed the foregoing instrument, and he acknowledged before me that he executed the same.

Executed and sealed by me at Orlando, Florida on this 27 day of December, 1999.



Guy P. Coburn  
MY COMMISSION # CC682883 EXPIRES  
November 27, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public  
in and for the State of Florida

Guy P. Coburn  
(Printed)

My commission expires:

[Seal]



November 27, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.