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REFERENCE : 661348 156166A

AUTHORIZATION : *Patricia Pizutto*

COST LIMIT : 9 122.50

ORDER DATE : August 17, 1995

ORDER TIME : 1:04 PM

ORDER NO. : 661348

XXXXXXXXXXXX

CUSTOMER NO: 156166A

CUSTOMER: Mary Carotenuto, Esq
MARY CAROTENUTO, ESQ

Suite 200
3000 Gulf To Bay Boulevard
Clearwater, FL 34619

DOMESTIC FILING

NAME: THE TRAILS AT RIVARD, INC.

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: Carina L. Dunlap

EXAMINER'S INITIALS: _____

FILED
95 AUG 17 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN
AUG 18 1995

ARTICLES OF INCORPORATION
OF
THE TRAILS AT RIVARD, INC.

FILED
95 AUG 17 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby make the within Articles of Incorporation for the purpose of becoming incorporated and being a corporation under any and by virtue of the laws of the State of Florida under the following proposed charter:

ARTICLE I - NAME/ADDRESS

The name of this corporation shall be THE TRAILS AT RIVARD, INC., and it's business shall be carried on in the State of Florida and such other states and foreign countries as may be agreed upon, and it's principal place of business shall be 31111 U.S. Hwy 19 North, Palm Harbor, Florida 34684 or such other place as from time to time is designated.

ARTICLE II - PURPOSE

This corporation shall be authorized and permitted to engage in any activity or business permitted under the laws of the United States and the State of Florida. This corporation's primary business shall be the development of property and to do every other act or thing incidental or pertinent to or growing out of or connected with the aforesaid purpose and in addition, to engage in any other business or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

The total number of shares that may be issued by the corporation is 7,500 shares of common stock, with a par value of one dollar per share, which stock may be issued in fractional

shares and may be in whole or in part cancelled and reissued at any time in compliance with the By-Laws of this corporation. Said stock shall be paid for in such manner as the Board of Directors may provide and approve, whether in cash, services or property.

ARTICLE IV - DURATION

This corporation shall have perpetual existence unless sooner terminated by operation of law or voluntary dissolution in the manner prescribed by law.

ARTICLE V - OFFICERS AND DIRECTORS

The business and affairs of this corporation shall be conducted and managed by a Board of Directors of not less than one member who shall be elected annually by the stockholders of the corporation at such time and place as may be fixed by the By-Laws, Shareholder's Agreement, or by resolution of the Board of Directors, and who shall hold office until their successors shall be elected and qualified. The name and address of the initial officer and director who is to serve until the first annual meeting of the stockholders is as follows:

Mark Maconi, President and Director
31111 U.S. Hwy 19 North
Palm Harbor, Florida 34684

ARTICLE VI - INCORPORATORS

The name and address of the incorporator to these Articles is Mark Maconi, 31111 U.S. Highway 19 North, Palm Harbor, FL 34684.

ARTICLE VII - BY-LAWS


The power to adopt, alter, amend or repeal By-Laws shall be

vested in the Board of Directors and Shareholders in accordance with the Shareholders Agreement.

ARTICLE VIII - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act as now pending or hereafter enacted.

IN WITNESS WHEREOF, I, the undersigned, for the purpose of forming a corporation to do business in the State of Florida, under the laws of Florida, do make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, set my hand this 13 day of August, 1995.


MARK MACONI

ACCEPTANCE

Pursuant to Florida Statutes, the following is submitted in compliance with said act:

That THE TRAILS AT RIVARD, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles of Incorporation at the City of Palm Harbor, County of Pinellas, State of Florida, have named Mark Maconi at 31111 U.S. Hwy 19 North, City of Palm Harbor, County of Pinellas, State of Florida as its registered agent to accept service of process within this State.

ACCEPTANCE

Having been named to accept service of process for the above named corporation, at the place designated in the above Articles of

MARK MACONI

Sworn to and subscribed before me this 13 day of August,

Moslene M. Zackman
NOTARY PUBLIC - STATE OF FLORIDA

My Commission Expires:

ACCEPTANCE


FILED
95 AUG 17 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes, the following is submitted in compliance with said act:

That THE TRAILS AT RIVARD HOMEOWNERS' ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the foregoing Articles of Incorporation at the City of Palm Harbor, County of Pinellas, State of Florida, have named Mark Maconi at 31111 U.S. Hwy 19 North, City of Palm Harbor, County of Pinellas, State of Florida as its registered agent to accept service of process within this State.

ACCEPTANCE

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



MARK MACONI