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November 13, 1996

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*****70.00 *****70.00

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

Re: Country Creek Homeowners Association of Manatee, Inc.

Dear Sir(s):

Enclosed for filing with your office, please find proposed Articles of Incorporation for Country Creek Homeowners Association of Manatee, Inc.

Additionally, I am enclosing my client's check in the amount of \$70 to cover the following itemized expenses:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ <u>35.00</u>
TOTAL	\$ 70.00

Thank you for your assistance in this matter.

Very truly yours,


Lawrence D. Crow

LDC:km
Enclosure(s)

FILED
STATE
DIVISION OF CORPORATIONS
NOV 15 PM 12:24
TALLAHASSEE, FL

gj 11/20/96

ARTICLES OF INCORPORATION
OF
COUNTRY CREEK HOMEOWNERS ASSOCIATION
OF MANATEE, INC.

FILED
CLERK OF DISTRICT COURT
MANATEE COUNTY, FLORIDA
JAN 15 1981

I, the undersigned, FILIC CHUNG, acting as incorporator of a not-for-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLES I

The name of the corporation (hereinafter called the ASSOCIATION) is COUNTRY CREEK HOMEOWNERS ASSOCIATION OF MANATEE, INC.

ARTICLE II

The principal place of business and initial registered office of the ASSOCIATION is 4924 Fruitville Road, Sarasota, Florida 34232. The registered agent of the ASSOCIATION is FILIC CHUNG.

ARTICLE III

The specific primary purposes of which the ASSOCIATION is formed are to provide for the maintenance, repair and improvement of the right-of-way landscape areas, drainage and sewer pipes contained within or as may be necessary to maintain access to the lots of a certain portion of a subdivision to be known as follows:

COUNTRY CREEK, a subdivision in Manatee
County, Florida

and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the ASSOCIATION for such purpose.

In furtherance of such purposes, the ASSOCIATION shall have power to:

(a) Perform all of the duties and obligations of the ASSOCIATION as set forth in a certain Declaration of Covenants, Conditions and Restrictions (hereinafter called the DECLARATION) applicable to the subdivision to be recorded in the Public Records of Manatee County, Florida.

(b) Affix, levy, and collect, and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the ASSOCIATION, including all licenses, taxes, or governmental charges levied on or imposed against the property of the ASSOCIATION;

(c) Acquire by gift, purchase, or otherwise, own, hold, and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the ASSOCIATION;

(d) Borrow money and, subject to the consent by vote or written instrument of three-fourths of the members entitled to vote, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the common areas or easements to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members.

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional commercial property or common areas, provided that any merger, consolidation, or annexation shall have the assent by vote or written instrument of two-thirds ($2/3$) of any class of members then entitled to vote.

(g) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The ASSOCIATION is organized and shall be operated exclusively for the purposes set forth above. The activities of the ASSOCIATION will be financed by assessments against members and lots as provided in the Declaration, and no part of any net

earnings of the ASSOCIATION will inure to the benefit of any member.

ARTICLE IV

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot, as defined in the Declaration, which is subject by covenants of record to assessment by the ASSOCIATION, including contract buyers, but excluding person or entities holding title merely as security for performance of an obligation, shall be a member of the ASSOCIATION. Record owners is defined as the owner of record according to the Public Records of Manatee County for those owners holding title under recorded instrument or the owner as last shown on the records of the ASSOCIATION for those owners holding title under unrecorded instruments.

ARTICLE V

The period of duration of the ASSOCIATION shall be perpetual.

ARTICLE VI

The name and residence address of the incorporator is:

FILIC CHUNG	4924 Fruitville Road Sarasota, FL 34232
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ARTICLE VII

The affairs of the ASSOCIATION shall be managed by a board of directors, a president, a secretary and a treasurer who shall at all times be members of the board of directors. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of the members.

The names of the officers who are to serve under the first election are:

FILIC CHUNG	PRESIDENT
WEN Y. CHUNG	SECRETARY/TREASURER

ARTICLE VIII

The number of persons constituting the first board of directors of the ASSOCIATION shall be three (3), and the names

and addresses of the persons who shall serve as directors until the first election are:

FILIC CHUNG	4924 Fruitville Rd Sarasota, FL 34232
MARK OGLES	1111 - 8th Avenue West Bradenton, FL 34206
WEN Y. CHUNG	4924 Fruitville Rd Sarasota, FL 34232

ARTICLES IX

The by-laws of the ASSOCIATION may be made, altered, or rescinded at any annual meeting of the ASSOCIATION, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of any class of members existing and then entitled to vote and present at such meeting.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by any member of the ASSOCIATION. These articles may be amended at any annual meeting of the ASSOCIATION, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of any class of members existing and then entitled to vote at the time of, and present at such meeting.

ARTICLE XI

The ASSOCIATION shall have one class of members. Each Lot will be entitled to one of those in the ASSOCIATION. In a case of ownership of a Lot by more than one person or entity, the vote for said Lot must be cast as a whole and not split into fractional amounts.

ARTICLE XII

On dissolution, the assets of the ASSOCIATION shall be distributed to an appropriate public agency to be used for purposes similar to those for which the ASSOCIATION was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal and acknowledged these Articles of Incorporation

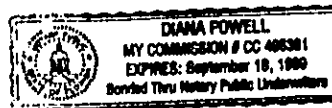
and direct that they be delivered to the Department of State from the State of Florida, this 7th day of November, 1996.

Filic Chung
FILIC CHUNG, INCORPORATOR

STATE OF FLORIDA)
COUNTY OF Sarasota) SS:

7th The foregoing instrument was acknowledged before me this day of November, 1996, by FILIC CHUNG, who is personally known to me or who has produced (/s/) a Driver's License or Non-Driver's I.D. issued by Florida or any other U.S. State; () a U.S. Passport or a Foreign Passport stamped by the U.S. Immigration and Naturalization Services; () a U.S. Military I.D.; () a Canadian or Mexican Driver's License issued by an official agency; () for an inmate in custody, an I.D. issued by the Florida Department of Corrections, as identification and who (did)(did not) take an oath.

Diana Powell
Name:
Notary Public-State of Florida
Commission No.:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 15 1996

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

COUNTRY CREEK HOMEOWNERS ASSOCIATION OF MANATEE, INC.,
desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business at the City of
Sarasota, State of Florida, has named FILIC CHUNG, located at
4924 Fruitville Road, Sarasota, Florida 34232 as its agent to
accept service of process within Florida.

SIGNATURE: Filic Chung

TITLE: INCORPORATOR

DATE: NOVEMBER 7, 1996

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 I
further agree to comply with the provisions of all statutes
relative to the proper and complete performance of my duties.

Filic Chung
NOVEMBER 7, 1996
Date