

P96000072572

JOHN W. STAPES  
JEFFREY L. KLEIN  
20 N. ORANGE AVE.  
SUITE 1400  
ORLANDO, FLORIDA 32801

AUGUST 26, 1996

SECRETARY OF STATE  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
NEW FILINGS SECTION  
409 E. GAINES STREET  
TALLAHASSEE, FLORIDA 32399

SECRETARY OF STATE  
-08/28/96--01073--0000  
WWW122.50 WWW122.50

SEND VIA FED EX

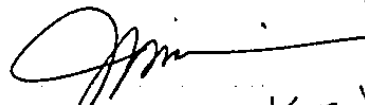
TO WHOM: IT MAY CONCERN:

PLEASE FIND ENCLOSED TWO EXECUTED SETS OF ARTICLES OF  
INCORPORATION FOR, SPRING LAKE VILLAGE, INC.

ALSO ENCLOSED IS A CHECK FOR \$122.50, TO COVER FILING  
FEES, AND THE RETURN OF A CERTIFIED COPY OF THE ARTICLES OF  
INCORPORATION, AND A CERTIFICATE OF INCORPORATION.

IF YOU HAVE ANY QUESTIONS, PLEASE DO NOT HESITATE TO CONTACT  
ME AT ANY TIME, AT (407) 236-9750.

SINCERELY,

  
JEFFREY L. KLEIN

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 AUG 28 PM 3:20

FILED

AUG 30 1996

BSPB

## ARTICLES OF INCORPORATION

FILED

96 AUG 28 PM 3:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, John W. Staples, the undersigned, as a proper person acting as incorporator of a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

### FIRST

The name of the corporation is: Spring Lake Village, Inc.

### SECOND

The period of duration is: In Perpetuity.

### THIRD

The purpose of the corporation is to develop an adult manufactured home community, and any other such business activities as from time to time may be designated by the officers and board of directors of the corporation.

### FOURTH

The aggregate number of authorized shares is: One Million.

### FIFTH

The corporation will not commence business until at least one-hundred dollars have been received by it as consideration for the issuance of shares.

### SIXTH

Cumulative voting of shares of stock is authorized.

### SEVENTH

There are no provisions limiting or denying to shareholders the preemptive right to acquire additional or treasury shares of the corporation.

### EIGHTH

Provisions for regulating the internal affairs of the corporation are contained in the corporate by-laws.

**NINTH**

The address of the initial registered office of the corporation is:

20 North Orange Avenue  
Suite 1400  
Orlando, Florida 32801

**TENTH**

The address of the principal place of business is:

20 North Orange Avenue  
Suite 1400  
Orlando, Florida 32801

**ELEVENTH**

The number of directors constituting the initial board of directors of the corporation is two, and the name and address of the persons who will serve as director until the first annual meeting of shareholders, or until the successor(s) are elected and shall qualify is:

John W. Staples, 252 Harding Road, Harriman, Tennessee 37798

Jeffrey L. Klein, 395 Golf Brook Circle, Apartment 103, Longwood, Florida 32779

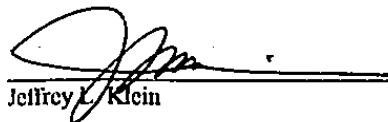
**TWELFTH**

The name and address of the incorporator is:

John W. Staples, 252 Harding Road, Harriman, Tennessee 37798

 8/26/96  
John W. Staples date

I, Jeffrey L. Klein, do hereby accept the duties and responsibilities as Registered Agent for the corporation.

 8/26/96  
Jeffrey L. Klein date