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ACCOUNT NO. : 072100000032
REFERENCE : 420811 12086A
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : June 9, 1997
ORDER TIME : 9:54 AM
ORDER NO. : 420811-005
CUSTOMER NO: 12086A

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-06/09/97--01072--002
****122.50 ****122.50

CUSTOMER: Ms. Lori M. Dorman
CONLEY & CLEARY
2401 Manatee Avenue West
Bradenton, FL 34205

FILED
JUN 9 1997
DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: RIVER OAKS PARK, INC.

EFFECTIVE DATE:

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: W. Charles Earnest

EXAMINER'S INITIALS: _____

RECEIVED
97 JUN -9 AM 11:32
DIVISION OF CORPORATIONS

6 JUN -9 1997

LAW OFFICES
CONLEY & CLEARY
2401 MANATEE AVENUE WEST
BRADENTON, FLORIDA 34205
(941) 748-8778

ROGER P. CONLEY
KENNETH W. CLEARY
D. ROBERT HOYLE
LORI M. DORMAN

TELECOPIER
(941) 745-2572

June 5, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

re: RIVER OAKS PARK, INC.

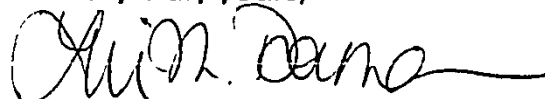
Dear Sir or Madam:

Enclosed please find duplicate originals of the Articles of Incorporation for RIVER OAKS PARK, INC., together with the Certificate Designating Registered Agent. Also enclosed is a check in the amount of \$122.50 for payment of the following:

Filing Fee	35.00
Filing Fee for Designating Registered Agent	52.50
Fee for Certified Copy of Articles of Incorporation	35.00

Please contact me if you have any questions. For now, thank you for your assistance with this filing.

Very truly yours,



Lori M. Dorman

LMD:mmi
Enclosures

ARTICLES OF INCORPORATION
OF
RIVER OAKS PARK, INC.

CORPORATION
ST. JAMES
TALLAHASSEE, FLORIDA

Pursuant to the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit, the undersigned has placed her signature and seal upon this document for the purposes of becoming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: **River Oaks Park, Inc.**

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the following purposes:

- a. To own, operate and manage mobile home parks;
- b. To lease commercial and residential real property of all kinds, including, but not limited to, space for mobile homes, trailers and recreational vehicles;
- c. To own, operate and manage commercial and residential real properties;
- d. To own, operate and manage space for recreational vehicles, including, but not limited to, space for overnight and long-term storage of recreational vehicles;
- e. To acquire by purchase or otherwise the goodwill, business property rights, franchises and assets of every kind, and undertake either wholly or in part the liabilities of any person, firm, association or corporation engaged in any business similar to those purposes, and to take up any business, similar or incidental to the business in which this corporation is engaged, as to going concern or otherwise: (1) by purchase of the assets thereof wholly or in part;

(2) by acquisition of the capital or any part hereof, or (3) in any other manner, and to pay for the same in cash, the stock or bonds of this corporation, or partly in cash and partly in such stock or bonds or otherwise; to hold, maintain and operate or in any manner dispose of the whole or in part of the goodwill, business rights and property so acquired; and to conduct in any lawful manner the whole or any part of any business so acquired and to exercise all the powers necessary or convenient in and about the management of business;

- f. To purchase, take, acquire, lease, hold, own, maintain, cultivate, work, develop, sell, convey, mortgage, exchange and improve or otherwise deal in and with real estate or any interest and rights therein and water rights, and to erect, construct, alter and maintain and improve land, building or works or any description on any land or any water rights so purchased or otherwise acquired or upon any other land, and to repair, alter and improve existing houses, cottages, offices, warehouses or works thereon and appurtenant or convenient thereto;
- g. To act as agent or representative for corporations, associations, firms and individuals and as such to develop, improve and extend the trade and business interest of corporations, associations, firms and individuals;
- h. To purchase and otherwise acquire, sell and otherwise dispose of, deal in and deal with personal property of all kinds, including patents, patent rights, copyrights, trademarks and including business concerns and undertakings;
- i. To borrow money, to give its promissory notes or other evidences of indebtedness therefor, to make and enter into indenture of trust agreements, to make and issue its debenture bonds or certificates of indebtedness, payable to bearer or otherwise, with or without interest coupons attached, and in addition to such interest, until such certificate of indebtedness or debenture bonds are discharged but no thereafter, with or without participation in the earnings, or a share of the earnings of the corporation, and to issue bonds and secure the same by mortgage, deed of trust or otherwise on all or any part of its assets, for any of the purposes of the corporation;
- j. To make by-laws and regulations not inconsistent with the constitution or laws of the United States, or of this state, or of the charter of the corporation; to have one or more offices; to carry on all or any of its operations and business and without restriction or limit as to amount; to purchase or otherwise acquire, hold, own, mortgage, sell, convey or otherwise dispose of real and personal property of every class and description; and for the purposes of attaining or furthering any of its objects or purposes, the corporation shall have the power to do any and all such other incidental acts

and things and to exercise any and all other powers which a co-partnership or natural person could do and exercise, as may be authorized by law; and

k. To transact any or all lawful business.

The several clauses contained in this statement of purposes shall be construed as both purposes and powers, and their statements contained in each clause shall, except where otherwise expressly stated, be in no way limited or restricted by reference to or *interference from the terms of any other clause* but shall be regarded as independent purposes and powers, rights or privileges given by law to corporations.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 500 shares of common stock with par value of \$1.00 per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and mailing address of the corporation is: 4003 Plumosa Terrace, Bradenton, Florida 34210, and name and address of the initial registered office and agent of this corporation is: BRUCE HARRELL, 1139 Oxbow Rd., Wimauma, FL 33598.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased from time to time by the by-laws but shall never be less than one (1) and said corporation is authorized to have four (4) directors at any one time. The name and addresses of the initial directors of this corporation are:

Jack L. Tolar
4003 Plumosa Terrace
Bradenton, Florida 34210

Ada R. Tolar
4003 Plumosa Terrace
Bradenton, Florida 34210

The officers of this corporation shall be a president and a secretary-treasurer, both whom shall be directors of the corporation, and such other officers and agents as may be necessary. All officers and agents as may be necessary shall be chosen in such manner, hold office for such terms and have such powers and duties as may be prescribed by the by-laws of the corporation or determined by the board of directors.

ARTICLE VII - INCORPORATORS

The names and addresses of the persons signing these Articles of Incorporation are:

Jack L. Tolar
4003 Plumosa Terrace
Bradenton, Florida 34210

Ada R. Tolar
4003 Plumosa Terrace
Bradenton, Florida 34210

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by laws.

IN WITNESS WHEREOF, the undersigned have executed these Articles of
Incorporation this the 5th day of ~~March~~
JUNE, 1997.

Jack L. Tolar
JACK L. TOLAR

Ada R. Tolar
ADA R. TOLAR

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 5th day of
June, 1997, by JACK L. TOLAR and ADA R. TOLAR who are personally known to me or
who have produced _____ as identification and
who did/did not take an oath.

Ina Jo Donovan
Notary Public
Name: Ina Jo DONOVAN



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
AND NAMING AGENT FOR SERVICE OF PROCESS
WITHIN THIS STATE**

In accord with the Laws of the State of Florida and Section 48.091, Fla. Stat. Ann.,
the following is submitted:

River Oaks Park, Inc., desiring to organize under the laws of the State of Florida
with its principal office as indicated in the Articles of Incorporation located in the City of
Bradenton, County of Manatee, State of Florida, has named **BRUCE HARRELL**, 1139
Oxbow Road, Wimauma, County of Hillsborough, Florida 33598, as its agent to accept
service of process within said State.

ACKNOWLEDGMENT
(MUST BE SIGNED BY DESIGNATED AGENT)

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

Bruce Harrell

BRUCE HARRELL

TALLAHASSEE
FLORIDA
91 JUL -9 PM 2:45