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ARTICLES OF INCORPORATION

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SECRETARY OF STATE TRUXELL HOMEOWNER'S ASSOCIATION, INCALL AHASSEE. FLORIDA

Article I. Name

The name of this corporation is: Truxell Homeowner's Association, Inc.

Article II. Initial Principal and Registered Office and Agent

The initial principal office and the street address of the initial registered office is 135 Rio_Vista Drive, Sopchoppy, Florida 32358. The mailing address of the corporation is Rural Route 1, Box 434, Sopchoppy, Florida 32358. The initial registered agent is Clyde W. Truxell, III.

Article III. Capital Stock

This corporation is authorized to issue 10,000 shares of \$1.00 per share par value common stock.

Article IV. Preemptive Rights

Upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, every shareholder shall have the right to purchase his or her <u>pro rata</u> share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article V. Management of Corporation by Shareholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation in lieu of a board of directors.

Article VI, Incorporator

The name and address of the person signing these Articles of Incorporation is: Clyde W. Truxell, III, Rural Route 1, Box 434, Sopchoppy, Florida 32358.

Signed at Tallahassee, Leon County, Florida, on May 22, 1998.

Olyde W. Truxell, III, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Pursuant to the provisions of Section 607.0501(3) of the Florida Statutes (1997), the undersigned hereby:

- 1. Accepts his appointment as registered agent of Truxell Homeowner's Association, Inc., a Florida corporation ("the corporation"), and agrees to act in this capacity;
- 2. Agrees to accept service of process for the corporation at the place designated in the Articles of Incorporation which is 135 Rio Vista Drive, Sopchoppy, Florida 32358,
- 3. Agrees to comply with the provisions of all statutes relating to the proper and complete performance of all duties as registered agent; and
- 4. States that he is familiar with and accepts all obligations of the position of registered agent.

Signed at Tallahassee, Leon County, Florida, on May 22,

Clyde W. Truxell, III Registered Agent

Rural Route 1, Box 434

Sopchoppy, Florida 32358