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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Pinnacle Woods Apartments Inc.

☐ Walk In

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☐ Certificate of Status

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☐ ARTICLES ONLY

☐ ALL CHARTER DOCUMENTS

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

DIVISION OF CORPORATION

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Date: _____

98-52-6-NB

**ARTICLES OF INCORPORATION
OF
PINNACLE WOODS APARTMENTS, INC.**

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, as particularly set forth in Chapter 607, Florida Statutes, as last amended, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the Corporation is: **PINNACLE WOODS APARTMENTS, INC.**

ARTICLE II. DURATION

The duration of the Corporation is perpetual.

ARTICLE III. PURPOSE

The general purposes for which the Corporation is organized are the following:

A. To engage in and transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act as last amended. No other purpose limits this general purpose in any way.

B. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE IV. CAPITAL STOCK

The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) shares of common stock. Such shares shall be of a single class and shall have a par value of One dollar (\$1.00) per share.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the corporation at its initial registered office and the street address of the initial Registered Office of the Corporation is:

R. SCOTT BARKER, 12699 New Brittany Blvd, Fort Myers, Florida 33907.

ARTICLE VI. ADDRESS OF PRINCIPAL OFFICE

The address of the principal office of the corporation, which is the it's mailing address is:

7331 Pinnacle Pines, Fort Myers, FL 33907.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be

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less than one. The name and address of the initial directors of the Corporation are:

FRANK J. EICHER, 17590 Boat Club Drive, Fort Myers, FL 33908.

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is as follows:

R. SCOTT BARKER, Post Office Drawer 159, Fort Myers, FL 33902.

ARTICLE IX. AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. Any right conferred upon the Shareholders is also subject to this reservation of the right to amend or repeal.

ARTICLE X. INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and former Directors, to the full extent permitted by law.

ARTICLE XI. BYLAWS

The power to adopt, alter amend and repeal the Bylaws shall be vested in the Board of Directors of the Corporation, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Shareholders.

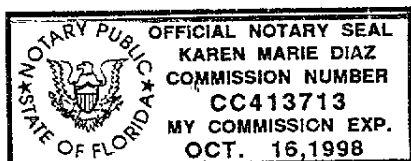
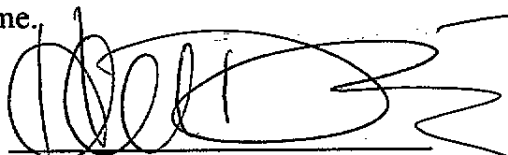
IN WITNESS WHEREOF, the person executing these Articles of Incorporation has caused his hand and seal to be set this 24th day of September, 1998.



R. SCOTT BARKER

STATE OF FLORIDA)
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 24th day of September, 1998, by R. SCOTT BARKER, who is personally known to me.



Notary Public

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for **PINNACLE WOODS APARTMENTS, INC.**, at the place designated in the Articles of Incorporation, **RICHARD S. BARKER**, the Registered Agent named in said Articles of Incorporation, agrees to act in this capacity and agrees to comply with the provisions of Chapter 48.091, Florida Statutes, as last amended, relative to keeping said office open.

DATED this 24th day of September, 1998.



R. SCOTT BARKER
Registered Agent for
PINNACLE WOODS APARTMENTS, INC.

48.091 Corporations; designation of registered agent and registered office.

(1) Every Florida corporation and every foreign corporation now qualified or hereafter qualifying to transact business in this state shall designate a registered agent and registered office in accordance with chapter 607.

(2) Every corporation shall keep the registered office open from 10 a.m. to 12 noon each day except Saturdays, Sundays, and legal holidays, and shall keep one or more registered agents on whom process may be served at the office during these hours. The corporation shall keep a sign posted in the office in some conspicuous place designating the name of the corporation and the name of its registered agent on whom process may be served.

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