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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE PINES OF CLEARWATER CONDOMINIUM, INC.  
A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a non-profit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of this corporation is:

THE PINES OF CLEARWATER CONDOMINIUM, INC.

ARTICLE II.

The purpose for which the association is organized is to provide an entity pursuant to the Condominium Act which is Chapter 718, Florida Statutes, for the operation and management of THE PINES OF CLEARWATER CONDOMINIUM, INC. ("The Condominium"), located in Pinellas County, Florida and described in the Condominium of THE PINES OF CLEARWATER CONDOMINIUM, INC. and its exhibits.

ARTICLE III.

The members of the corporation shall consist of all the present and or future record owners of apartments in the condominium; and after termination of the condominium, shall also consist of those who are members at the time of such termination and the successors and assigns.

ARTICLE IV.

This corporation is to exist perpetually.

ARTICLE V.

The names and addresses of the subscribers to these Articles are:

PEGGY PARKER	216 South Duval, Suite 208 Tallahassee, Florida 32301
JANIE HARRIS	216 South Duval, Suite 208 Tallahassee, Florida 32301
VONNIE MORGAN	216 South Duval, Suite 208 Tallahassee, Florida 32301

ARTICLE VI.

The officers of the corporation shall be a President, Vice President-Treasurer, Secretary and such other officers as may be provided in the Bylaws.

The names of the persons who are to serve as officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Charles M. Banks President	711 Florida Avenue Tampa, Florida
John C. Cannon V.P./Treas.	711 Florida Avenue Tampa, Florida
Frank Threadgill Secretary	1575 Greenlea Drive Clearwater, Florida 33515

ARTICLE VII.

The business of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors, initially. The number of directors may be increased from time-to-time by the Bylaws, but shall never be less than three (3).

The Board of Directors shall be elected and hold office in accordance with the Bylaws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

Charles M. Banks Director	711 Florida Avenue Tampa, Florida
John C. Cannon Director	711 Florida Avenue Tampa, Florida
Frank Threadgill Director	1575 Greenlea Drive Clearwater, Florida 33515

ARTICLE VIII.

The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time-to-time.

Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX.

These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a three-quarters vote of those present.

Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws of intention to submit such amendments.

ARTICLE X.

The street address of the initial registered office of this corporation shall be C/O 216 South Duval Street, Suite 208, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Information Services - Peggy Parker.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals on this 18th day of August, 1978.

Peggy Parker (SEAL)  
PEGGY PARKER

Janie Harris (SEAL)  
JANIE HARRIS

Vonnie Morgan (SEAL)  
VONNIE MORGAN

STATE OF FLORIDA )  
COUNTY OF LEON )

Before me, a Notary Public, duly authorized in the State and County named above to take acknowledgements, personally appeared PEGGY PARKER, JANIE HARRIS, and VONNIE MORGAN, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 18th day of August, 1978.

Sheryl S. Ocasio  
Notary Public, State of Florida at Large

Notary Public, State of Florida at Large  
My Commission Expires Oct. 27, 1980  
Bonded By American Ind & Casualty Company

My Commission Expires: \_\_\_\_\_