

763617

Registered - 7-22-05

ARTICLES OF INCORPORATION  
OF  
PARRAMORE SHORES  
PROPERTY OWNERS' ASSOCIATION, INC.

We, the undersigned, acting as incorporators of a non-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation (hereinafter called the association) is PARRAMORE SHORES PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II

The subdivision is divided into four (4) phases of development; PARRAMORE SHORES, Block A, Block B, Block C, and Block D. Each phase is subject to slightly varying Restrictive Covenants. The owners of property in all four phases shall be members of this association. The legal description of the property within the four phases is described in Composit Exhibit "A" attached.

The specific primary purposes for which the association is formed are to provide for maintenance of roads and architectural control of buildings on the residence lots within the subdivision. Generally, the association's purpose is to promote the health, safety, and welfare of the residents within the subdivision.

In furtherance of the specific and general purposes, the association shall have power to:

(a) Perform all of the duties and obligations of the association as set forth in restrictive covenants applicable to each phase of the subdivision;

(b) Affix, levy, and collect, and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the applicable restrictive covenants; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;

(d) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes; or annex additional residential property or common areas, provided that any merger, consolidated, or annexation shall have the assent by vote or written instrument of two-thirds (2/3) of each class of members;

(e) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The association is organized and shall be operated exclusively for the purposes set forth above. The activities of the association will be financed by assessments against members as provided in the restrictive covenants, and no part of any net earnings of the association will inure to the benefit of any member.

#### ARTICLE III

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is within the property described in Exhibit "A", but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the association. Membership shall be appurtenant to and may not be separated from ownership of a lot.

#### ARTICLE IV

The period of duration of the association shall be perpetual.

#### ARTICLE V

The name and residence address of each subscriber is:

ARYLIS PARRAMORE  
821 Jetty Avenue  
Quincy, Florida 32351

ALTON PARRAMORE  
Post Office Box 183  
Wilson, North Carolina

#### ARTICLE VI

The street address of its initial registered office is 821 Jetty Avenue, Quincy, Florida 32351 and the name of its initial registered agent at such address is ARYLIS PARRAMORE.

ARTICLE VII

The affairs of the association shall be managed by a board of directors, a president and vice president, who shall at all times be members of the board of directors, and a secretary and treasurer. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of members.

The names of the officers who are to serve until the first election are:

ARYLIS PARRAMORE	-	President
ALTON PARRAMORE	-	Secretary-Treasurer

ARTICLE VIII

The number of persons constituting the first board of directors of the association shall be three (3), and the names and addresses of the persons who shall serve as directors until the first election are:

ARYLIS PARRAMORE  
821 Jetty Avenue  
Quincy, Florida 32351

ALTON PARRAMORE  
P. O. Box 183  
Wilson, North Carolina 27893

MARY C. PARRAMORE  
821 Jetty Avenue  
Quincy, Florida 32351

ARTICLE IX

The Bylaws of the association may be made, altered, or rescinded at any annual meeting of the association, or at any special meeting duly called for such purpose, or the affirmative vote of two-thirds (2/3) of each class of members existing at the

time of and present at such meeting except that the initial Bylaws of the association shall be made and adopted by the board of directors.

#### ARTICLE X

Amendments to these Articles of Incorporation may be proposed by any member of the association. These Articles may be amended at any annual meeting of the association or at any special meeting duly called and held for such purpose, or the affirmative vote of a majority of each class of members existing at the time of, and present at such meeting.

#### ARTICLE XI

The association shall have two (2) classes of voting members as follows:


Class A. Class A members shall be all owners of property within the subdivision with the exception of declarant, and shall be entitled to one (1) vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as such members may determine among themselves, but in no event shall more than one vote be cast with respect to any lot owned by Class A members.

CLASS B. The Class B members shall be the declarants, as such term is defined in the Declaration of Restrictive Covenants of PARRAMORE SHORES, who shall be entitled to two (2) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership as provided in the Declarations of PARRAMORE SHORES.

ARTICLE XII

On dissolution, the assets of the association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

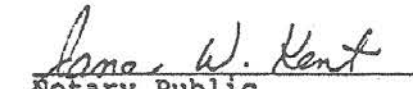
EXECUTED this 24th day of May, 1982.

  
ARYLIS PARRAMORE

  
Alton Parramore

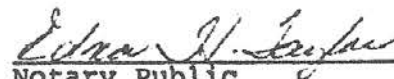
STATE OF FLORIDA  
COUNTY OF GADSDEN

The foregoing instrument was acknowledged before me by  
ARYLIS PARRAMORE on this 24th day of May, 1982.

  
Notary Public  
My Commission Expires:  
Notary Public, State of Florida at Large.  
My Commission Expires July 17, 1984.

STATE OF NORTH CAROLINA  
COUNTY OF WILSON

The foregoing instrument was acknowledged before me by  
ALTON PARRAMORE on this 24 day of May, 1982.

  
Notary Public  
My Commission Expires:  
11-27-84

STATE OF FLORIDA  
DEPARTMENT OF STATE

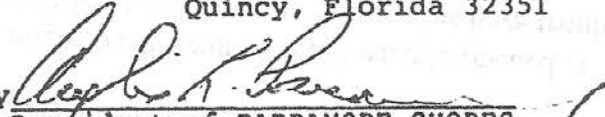
Certificate Designating Place of Business or Domicile for the  
Service of Process Within This State Naming Agent Upon Whom Process  
May be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That PARRAMORE SHORES PROPERTY OWNERS' ASSOCIATION, INC., a corporation duly organized and existing under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at 821 Jetty Avenue, Quincy, Gadsden County, Florida 32351, has named ARYLIS PARRAMORE located at 821 Jetty Avenue, Quincy, Gadsden County, Florida, as its agent to accept service of process within this state.

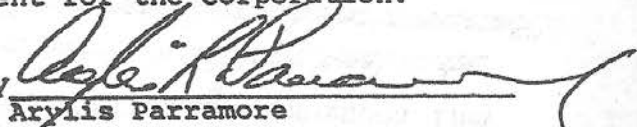
Second--That the names and addresses of the officers and directors are as follows:

<u>Name</u>	<u>Title</u>	<u>Specific Address</u>
Arylis Parramore	President and Director	821 Jetty Avenue Quincy, Florida 32351
Alton Parramore	Secretary-Treasurer and Director	P. O. Box 183 Wilson, North Carolina 27893
Mary C. Parramore	Director	821 Jetty Avenue Quincy, Florida 32351

By   
President of PARRAMORE SHORES  
PROPERTY OWNERS' ASSOCIATION, INC.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above named Corporation at the place designated in this certificate, I hereby agree to act as Registered Agent for the Corporation.

By   
Arylis Parramore  
821 Jetty Avenue  
Quincy, Florida 32351  
Registered Agent