

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: SILVERLEAF OFFICE PARK ASSOCIATION, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
6208 NW 43rd Street, Gainesville, FL 32606

ARTICLE III PURPOSE(S)

The specific purpose(s) for which the corporation is organized is(are):

The association is organized for the purpose of maintenance, preservation, and architectural control of the building sites and common area, and management, maintenance, operation and care of real and personal property, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands and wetland mitigation areas, roads and other common areas which are owned or controlled by the association or the owners in common, within a certain tract of real property known as "SILVERLEAF OFFICE PARK" located in Alachua County, Florida.

In furtherance of such purposes, the association shall have power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the declaration) applicable to "SILVERLEAF OFFICE PARK" recorded in the public records of Alachua County, Florida or by any permit or authorization from any unit of local, regional, state or federal government and to enforce by any legal means the provisions of these articles, the bylaws, and the declarations;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, 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) To maintain, repair, replace, operate, and care for the common area, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the association or the owners in common in manner consistent with the permit issued any government entity having jurisdiction and the operation and maintenance plan attached thereto;

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

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(f) To make, amend, impose, and enforce by any lawful means, reasonable rules and regulations regarding the use of the common areas and the association property;

(g) To do and perform anything required by these articles, the by-laws, of the declaration to be done by the owner, but if not done by the owner in a timely manner, at the expense of the owner.

(h) To do and perform any obligations imposed upon the association by the declaration or by any permit or authorization from any unit of local, regional, state, or the federal government and to enforce by any legal means the provisions of these articles, the bylaws and the declaration.

(i) To purchase and maintain insurance for the common area.

The association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the association shall be financed by assessments on members as provided in the declaration, and no part of any net earnings shall inure to the benefit of any member.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as stated in the by-laws.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:
G. W. Robinson, 6208 NW 43rd Street, Gainesville, FL 32606

ARTICLE VI INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:
G. W. Robinson, 6208 NW 43rd Street, Gainesville, FL 32606

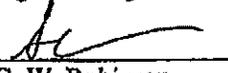


G. W. Robinson

2/29/00

Date

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



G. W. Robinson

2/29/00

Date

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