

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

03/15/01

ARTICLES OF INCORPORATION
OF
CREEKWOOD HOMEOWNERS'
ASSOCIATION OF PENSACOLA, INC.

The undersigned action as incorporator of a corporation under the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation;

ARTICLE I - NAME AND ADDRESS

The name of this corporation is Creekwood Homeowners' Association of Pensacola, Inc., a non-profit corporation, and the address of the corporation is 8608 Eight Mile Creek Road, Pensacola, Florida 32526.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing upon the date of subscription and acknowledgment of these Articles of Incorporation.

ARTICLE III - PURPOSE

The purpose of this corporation is to form an association of homeowners living within Creekwood Subdivision, to preserve the residential quality of the land for themselves and for future owners and to provide for the maintenance of common areas in the Creekwood Subdivision together with any other activity permitted for a not for profit corporation under the laws of the United States and the State of Florida.

ARTICLE IV - MEMBERSHIP

Membership in the organization shall be set forth in the By-Laws of the corporation and in the Declaration of Covenants, Conditions and Restrictions of Creekwood Subdivision, together with

any amendments thereto, duly recorded in the public records of Escambia County, Florida.

Every owner of a lot which is subject to assessment shall be a member of the corporation.

The corporation shall have two classes of voting membership:

Class A: Class A members shall be the owners with the exception of the Developer. Each Class A member shall be entitled to one (1) vote for each lot owned in the Creekwood Subdivision.

Class B: Class B members shall be the Developer who shall be entitled to three (3) votes for each lot owned. Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership or on January 1, 2004, whichever occurs earlier.

ARTICLE V - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office is 8608 Eight Mile Creek Road, Pensacola, Florida 32526, and the name of this corporation's initial registered agent is Daniel J. Speranzo.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

Election of the initial Board of Directors shall be as set forth in the By-Laws. The number of directors constituting the initial Board of Directors is three, whose names and addresses are as

follows:

Ricky L. Faciane
8608 Eight Mile Creek Road
Pensacola, Florida 32526


Connie Faciane
8608 Eight Mile Creek Road
Pensacola, Florida 32526

Daniel J. Speranzo
8608 Eight Mile Creek Road
Pensacola, Florida 32526

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators, who shall also be members, are as listed in Article VII above.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 15th day of March, 2001.


Ricky L. Faciane

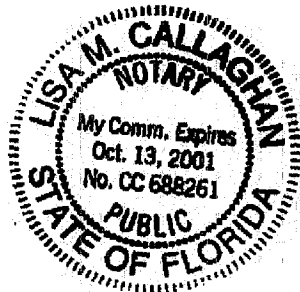

Daniel J. Speranzo

STATE OF FLORIDA

COUNTY OF ESCAMBIA

BEFORE ME, the undersigned authority, authorized to take acknowledgments in the State and County set forth above, personally appeared Ricky L. Faciane and Daniel J. Speranzo, known by me personally to be the persons who executed the foregoing Articles of Incorporation, and acknowledged before me under oath that they executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 15th day of March, 2001.





Notary Public - State of Florida

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Daniel J. Speranzo, hereby accept the appointment as registered agent for **Creekwood Homeowners' Association of Pensacola, Inc.**, as set forth in its Articles of Incorporation being filed herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 15th day of March, 2001.


Daniel J. Speranzo

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