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ARTICLES OF INCORPORATION FILED
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SECRETARY OF STATE
PRITCHARD ISLAND HOMEOWNER'S ASSOCIATION, INC.
A Florida Corporation Not For Profit

I, the undersigned, acting as Incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I

The name of the corporation (hereinafter called the association) is PRITCHARD ISLAND HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

This association is organized for the purpose of providing an entity for the maintenance, preservation and control of the residential units and common areas of the planned unit development known as PRITCHARD ISLAND.

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

- a) Perform all of the duties and obligations of the association as set forth in that certain Declaration of Covenant, Conditions and Restrictions (the Declaration) for PRITCHARD ISLAND.
- b) Affix, levy, collect and enforce payment by any lawful means of all charges and assessments needed by it in order to carry out its duties under the terms of the Declaration.
- 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) Borrow money and, subject to the consent by vote or written statement of two-thirds of each class of members, mortgage, pledge, convey by deed or trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

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PATRICIA BUTLER WITTE
ATTORNEY AT LAW
P.O. BOX 901
MYRTLE BEACH, SOUTH CAROLINA 29577-0901

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e) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by 75 per cent of each class of members, agreeing to such dedication, sale or transfer.

f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes, or annex additional residential property or common areas, provided that any merger, consolidation, or annexation shall have the assent by vote or written instrument of 75 per cent of each class of members.

g) 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 Declaration, and no part of any net earnings of the association will inure to the benefit of any member.

ARTICLE IV

The qualifications of members and the manner of their admission shall be as regulated by the By-Laws.

ARTICLE V

The street address of the initial registered office of this corporation is 405 Grace Street Inverness, Florida 32652, and the initial registered agent of this corporation is PATRICIA BUTLER VITTER, 405 Grace Street, Inverness, Florida 32652.

ARTICLE VI

The number of persons constituting the first Board of Directors shall be three, and their names and addresses are as follows:

ROBERT TESSMER

936 Highway 41
Inverness, Florida 32650

PATRICIA BUTLER VITTER
ATTORNEY AT LAW
P.O. BOX 881
INVERNESS, FL 32652-0881
(804) 726-2744

PATRICIA BUTLER VITTE

485 Grace Street
Inverness, Florida 32658

RODNEY D. WILBURN

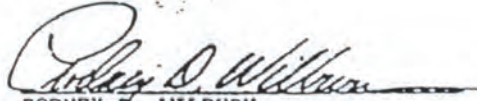
1121 Sterling Avenue
Inverness, Florida 32658

ARTICLE VII

The name and address of the incorporator to these Articles is:

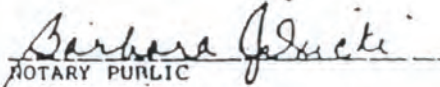
RODNEY D. WILBURN
1121 Sterling Avenue
Inverness, Florida 32658

IN WITNESS WHEREOF, the undersigned incorporator has executed
the Articles of Incorporation on the 12th day of November,
1985.


RODNEY D. WILBURN

STATE OF FLORIDA)
COUNTY OF CITRUS)

The foregoing instrument was acknowledged before me this 12th
day of November, 1985.


NOTARY PUBLIC

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Feb. 21, 1988

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