

ARTICLES OF INCORPORATION
OF
HICKORY GLEN ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned hereby file these Articles of Incorporation to form a corporation not-for-profit.

ARTICLE ONE

The name of the corporation shall be HICKORY GLEN ASSOCIATION, INC., hereinafter referred to as the "Association". Its principal office shall be located at 9799 Old St. Augustine Road, Jacksonville, Florida, 32217.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

This Association is formed to be the corporate entity which is to be responsible for the common areas and for the performance of certain duties, including but not limited to the continual maintenance and cleaning for drainage and the storm water management system in accordance with the requirements and regulations of the appropriate governmental authorities, and the enforcement of certain rights as provided in the Declaration of Covenants, Conditions and Restrictions recorded in Duval County, Florida, for the subdivision to be known as Hickory Glen.

ARTICLE FOUR

Every person or entity who is an owner of any lot subject to the Declaration of Covenants, Conditions and Restrictions for Hickory Glen shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership in any lot. The classes of membership and voting rights shall be as set forth in the Declaration of Covenants, Condition and Restrictions for Hickory Glen.

ARTICLE FIVE

The name and address of the initial Registered Agent are: CLIFFORD B. NEWTON, 10192 San Jose Boulevard, Jacksonville, Florida, 32257.

FILED
DEC 29 11 08 31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE SIX

The affairs of this Association shall be managed by a Board of not less than THREE (3) Directors. The names and addresses of the persons who are to serve as the initial Directors until the first election, or until Class B Membership ceases, shall be as follows:

1. J. ERIC SCHUHLE
6900 Southpoint Drive North, Suite 500
Jacksonville, Florida 32216
2. KENNETH L. JOHNS, JR.
12062 Cranefoot Drive
Jacksonville, Florida 32223
3. PHILLIP A. DANIEL
9799 Old St. Augustine Road
Jacksonville, Florida 32217

ARTICLE SEVEN

The name and address of the subscribers of these Articles of Incorporation are as follows:

1. J. ERIC SCHUHLE
6900 Southpoint Drive North, Suite 500
Jacksonville, Florida 32216
2. KENNETH L. JOHNS, JR.
12062 Cranefoot Drive
Jacksonville, Florida 32223
3. PHILLIP A. DANIEL
9799 Old St. Augustine Road
Jacksonville, Florida 32217

ARTICLE EIGHT

A. The officers of the Association shall be a President, Vice President, Secretary and Treasurer and such other officers as the Board may from time to time by resolution create. Officers shall be elected for a one year term and may be removed with or without cause, in accordance with the procedures set forth in the bylaws.

B. The officers of this corporation who shall serve until the first election of their successors, or until Class B membership ceases, are as follows:

Kenneth L. Johns, Jr.	President
J. Eric Schuhle	Vice President
Phillip A. Daniel	Secretary/Treasurer

ARTICLE NINE

The corporation shall exist perpetually.

ARTICLE TEN

The power to alter, amend or repeal the By-Laws or Articles of Incorporation or to adopt new By-Laws shall be vested in the Board of Directors. The By-Laws may contain any provisions for the regulation and management of the affairs of a corporation not inconsistent with the law or with the Articles of Incorporation. These articles may be amended by a majority vote of the Board of Directors.

IN WITNESS WHEREOF, the subscribers have executed the Articles of Incorporation this 30th day of September, 1988.

Kenneth L. Johns Jr.
Kenneth L. Johns, Jr.

Phillip A. Daniel
Phillip A. Daniel

J. Eric Schuhle
J. Eric Schuhle

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 17th day of October, 1988, by Kenneth L. Johns, Jr. and Phillip A. Daniel.

L. Kellie Leuss
Notary Public, State of Florida

My commission expires: NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Mar. 9, 1992

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 30th day of September, 1988, by J. Eric Schuhle.

Mary Anne Cozmes
Notary Public, State of Florida

My commission expires: 6/8/91

FILED
1988 DEC 29 10 37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTARY PUBLIC
STATE OF FLORIDA
L. KELLIE LEUSS

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

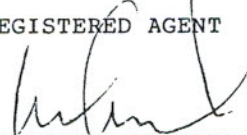
1988 DEC 29 11 8 33 AM
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST, that HICKORY GLEN ASSOCIATES, INC., desiring to organize under the laws of the State of Florida with its principal place of business at 9799 Old St. Augustine Road, Jacksonville, Florida, 32217, has named CLIFFORD B. NEWTON, located at 10192 San Jose Boulevard, Jacksonville, Florida, 32257, as its Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida Statutes.

REGISTERED AGENT



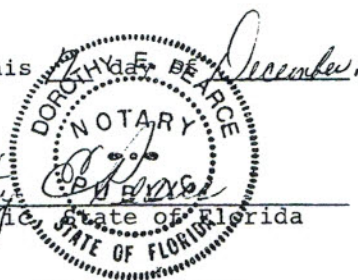
CLIFFORD B. NEWTON

STATE OF FLORIDA

COUNTY OF DUVAL

Sworn to and subscribed before me this
1988.

Dorothy E. Pearce
December 5, 1988



DOROTHY E. BEARCE
NOTARY
STATE OF FLORIDA

Dorothy E. Pearce
Notary Public, State of Florida

MY COMMISSION
EXPIRES 11-1-91