

STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby
certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

Fairway Oak Villas Association, Inc.

a corporation not for profit organized and existing under the Laws of the State of
Florida, filed on the 6th day of February, A.D., 19 73
as shown by the records of this office.

GIVEN under my hand and the Great
Seal of the State of Florida, at
Tallahassee, the Capital, this the
7th day of February,
A.D., 1973.



Richard (Dick) Stone

SECRETARY OF STATE

ARTICLES OF INCORPORATION
OF
FAIRWAY OAK VILLAS ASSOCIATION, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I

NAME

The name of the corporation is: "Fairway Oak Villas Association, Inc."

ARTICLE II

PURPOSES

The corporation is a corporation not for profit, the purpose of which is to operate, maintain, supervise, and administer a condominium known as "Fairway Oak Villas, A Condominium", located upon real property in Amelia Island Plantation, Nassau County, Florida, which is more particularly described in the Declaration of Condominium thereof. In order to carry out these purposes, the corporation shall be authorized to set and collect assessments and to perform all of the functions set forth in the Declaration of Condominium and the By-Laws, and to have all of the powers permitted by the laws of the State of Florida.

ARTICLE III

MEMBERSHIP

Every owner of a condominium parcel in Fairway Oak Villas, A Condominium, shall be a member of the corporation, and shall automatically be admitted upon obtaining an interest in such condominium parcel. A member will be entitled to the number of votes allotted to the condominium parcel which he owns as set forth in said Declaration of Condominium. Voting may be in person or by proxy.

ARTICLE IV

TERM OF EXISTENCE

This corporation is to exist perpetually, unless the condominium is terminated pursuant to the terms of the Declaration of Condominium or the laws of Florida.

ARTICLE V

SUBSCRIBERS

The names and residences of the subscribers to these Articles of Incorporation are:

Douglas D. Batchelor, Jr.

636 Cambridge Drive
Augusta, Georgia

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TALLAHASSEE, FLORIDA

W. Hale Barrett

508 Berckman Road
Augusta, Georgia

Lawton Jordan

630 Gary Street
Augusta, Georgia

ARTICLE VI

OFFICERS

The affairs of the corporation are to be managed by the president, vice-president, secretary-treasurer and such other officers as the by-laws of the corporation may provide for from time to time.

ARTICLE VII

INITIAL OFFICERS

The names and addresses of the initial officers of the corporation are as follows:

President: Frank Brumley
Walker's Point
Amelia Island Plantation
Amelia Island, Florida 32034

Vice-President: Peter Rummell
Phillips Manner Road
Fernandina Beach, Florida 32034

Secretary-Treasurer: Grover W. Crawford
Phillips Manner Road
Fernandina Beach, Florida 32034

These officers shall hold office until the first election of the board of directors which will be held as soon as practicable after completion of construction of Fairway Oak Villas, a Condominium, and closing of sales of all condominium parcels under contracts of sale at the time of completion of construction. Commencing with the first meeting of an elected board of directors such officers will be elected by the board of directors to hold office until a successor is elected and qualified. In the event of a vacancy in any office prior to the first election of a board of directors, such vacancy shall be filled by a majority vote, even though less than a quorum of the board of directors.

ARTICLE VIII

INITIAL DIRECTORS

The Initial Board of Directors of the Corporation shall consist of three persons who shall serve until the first election of directors by the members of the corporation. The names and addresses of the persons so serving as directors of the corporation are:

Frank Brumley
Walker's Point
Amelia Island Plantation
Amelia Island, Florida 32032

Peter Rummel
Phillips Manner Road
Fernandina Beach, Florida 32034

Grover W. Crawford
Phillips Manner Road
Fernandina Beach, Florida 32034

A board of directors consisting of not less than three nor more than five members will be elected at a meeting of members to be held as soon as practicable after completion of construction of Fairway Oak Villas, a Condominium, and closing of sales of all condominium parcels under contracts of sale at the time of completion of construction. The directors of the corporation will be elected to hold office in each instance until the next annual meeting of the members or until their successors are elected and qualified. In the event of a vacancy in the initial board of directors prior to such meeting, such vacancy shall be filled by a majority vote of the remaining members of the board of directors.

ARTICLE IX

BY-LAWS

The initial by-laws of the corporation will be annexed to said Declaration of Condominium, and only the members shall have the power to alter or rescind the by-laws of the corporation as provided for therein.

ARTICLE X

AMENDMENT TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by the board of directors or the members of the corporation. To be adopted, an amendment must be approved as set forth in the by-laws of the corporation or said Declaration of Condominium. All rights granted to members of the corporation herein are subject to this reservation and its lawful exercise.

IN WITNESS WHEREOF, we have hereunto set our hands
this 1st day of February, 1973.

Douglas D. Batchelor, Jr.
Douglas D. Batchelor, Jr.

W. Hale Barrett
W. Hale Barrett

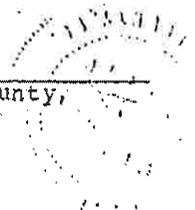
Lawton Jordan
Lawton Jordan

STATE OF GEORGIA]
]
RICHMOND COUNTY]

I hereby certify that on this day, before me, a Notary Public authorized in the State and County named above to take acknowledgements, personally appeared Douglas D. Batchelor, Jr., W. Hale Barrett and Lawton Jordan, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and each of them acknowledged before me that they each subscribed to these Articles of Incorporation freely and voluntarily, and for the purposes therein expressed.

Witness my hand and official seal in the County and State aforesaid this 1st day of February, 1973.

Gail Martin
Notary Public, Richmond County,
Georgia
My Commission Expires:
January 30, 1976



STATE OF FLORIDA]
NAS SAU COUNTY]

DESIGNATION OF PLACE OF BUSINESS AND
APPOINTMENT OF RESIDENT AGENT FOR
SERVICE OF PROCESS IN FLORIDA

The place of business for Fairway Oak Villas Association, Inc. is hereby designated as being in the offices of Amelia Island Company, Amelia Island Plantation, Amelia Island, Nassau County, Florida, 32034, at which office or place of business service of process may be made upon said corporation. The name of the resident agent of Fairway Oak Villas Association, Inc, upon whom process may be served at such address is Frank Brumley.

The undersigned having been designated as Agent for the service of process within the State of Florida upon Fairway Oak Villas Association, Inc., at the address above designated does hereby accept the appointment as such Agent for said corporation.

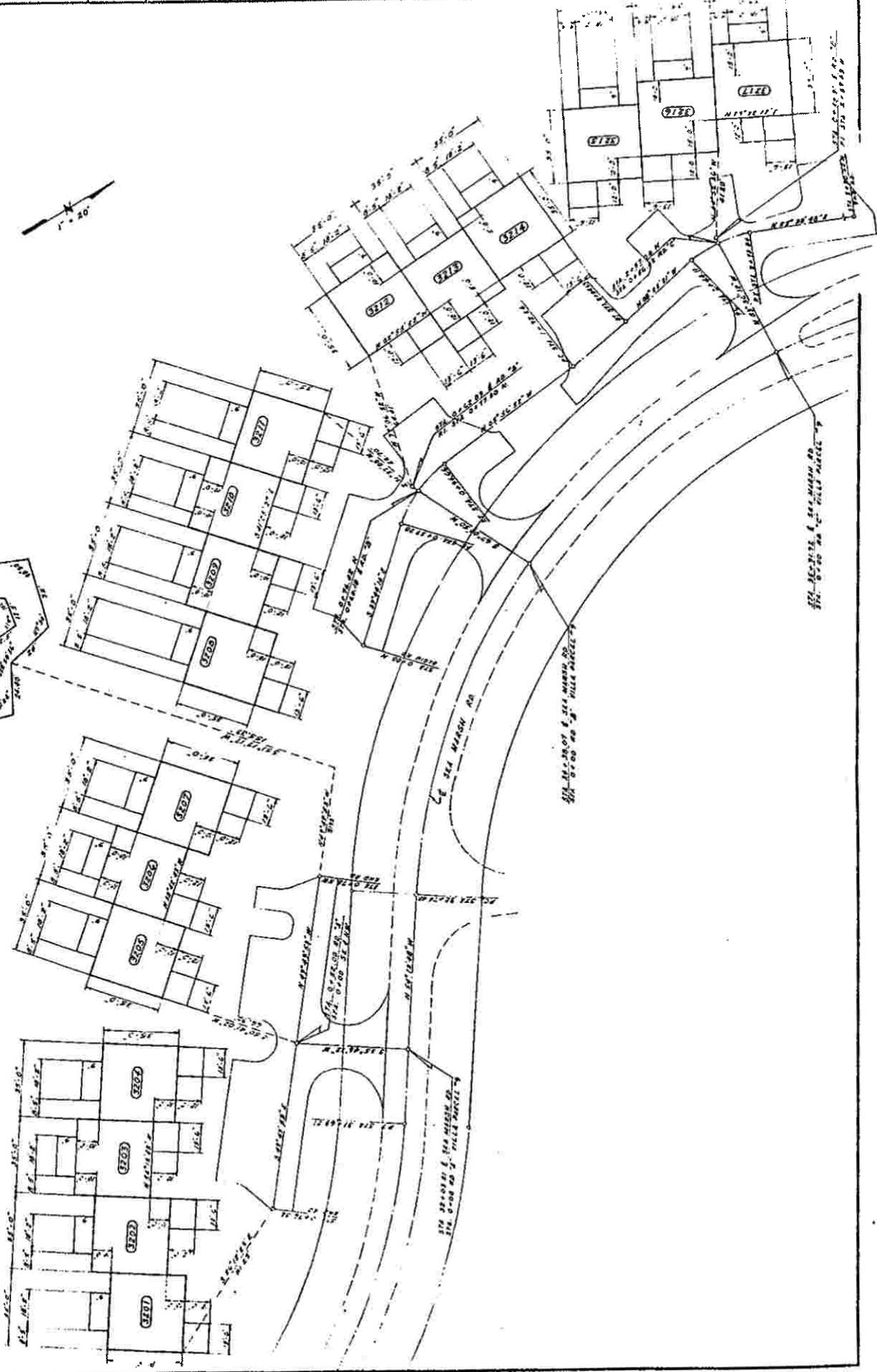
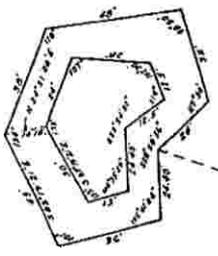
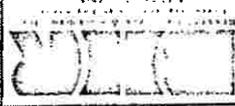
IN WITNESS WHEREOF, FRANK BRUMLEY has signed this certificate this day of February, 1973.


FRANK BRUMLEY

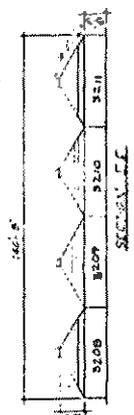
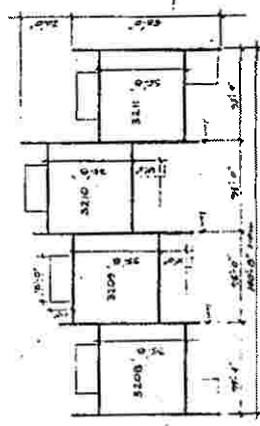
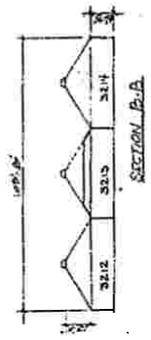
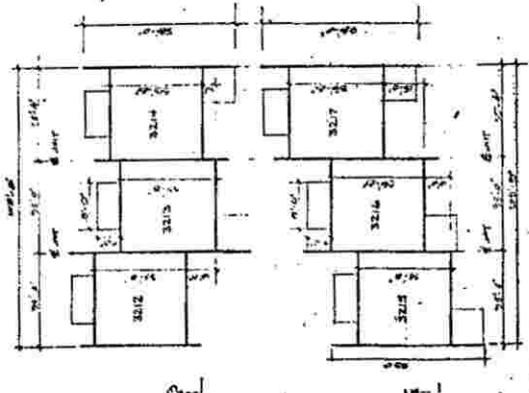
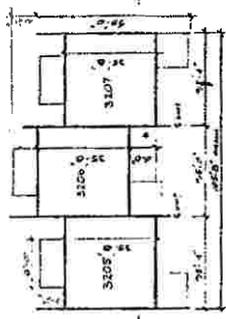
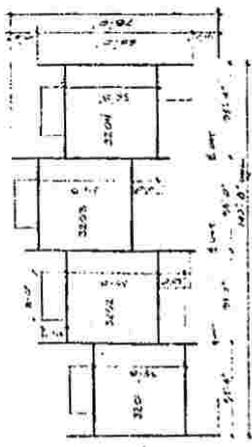
1. NAME OF THE PROJECT
 2. LOCATION
 3. DATE
 4. SCALE
 5. DRAWN BY
 6. CHECKED BY
 7. APPROVED BY

GENERAL LAYOUT

VILLA PART II
 6. 11/20/50

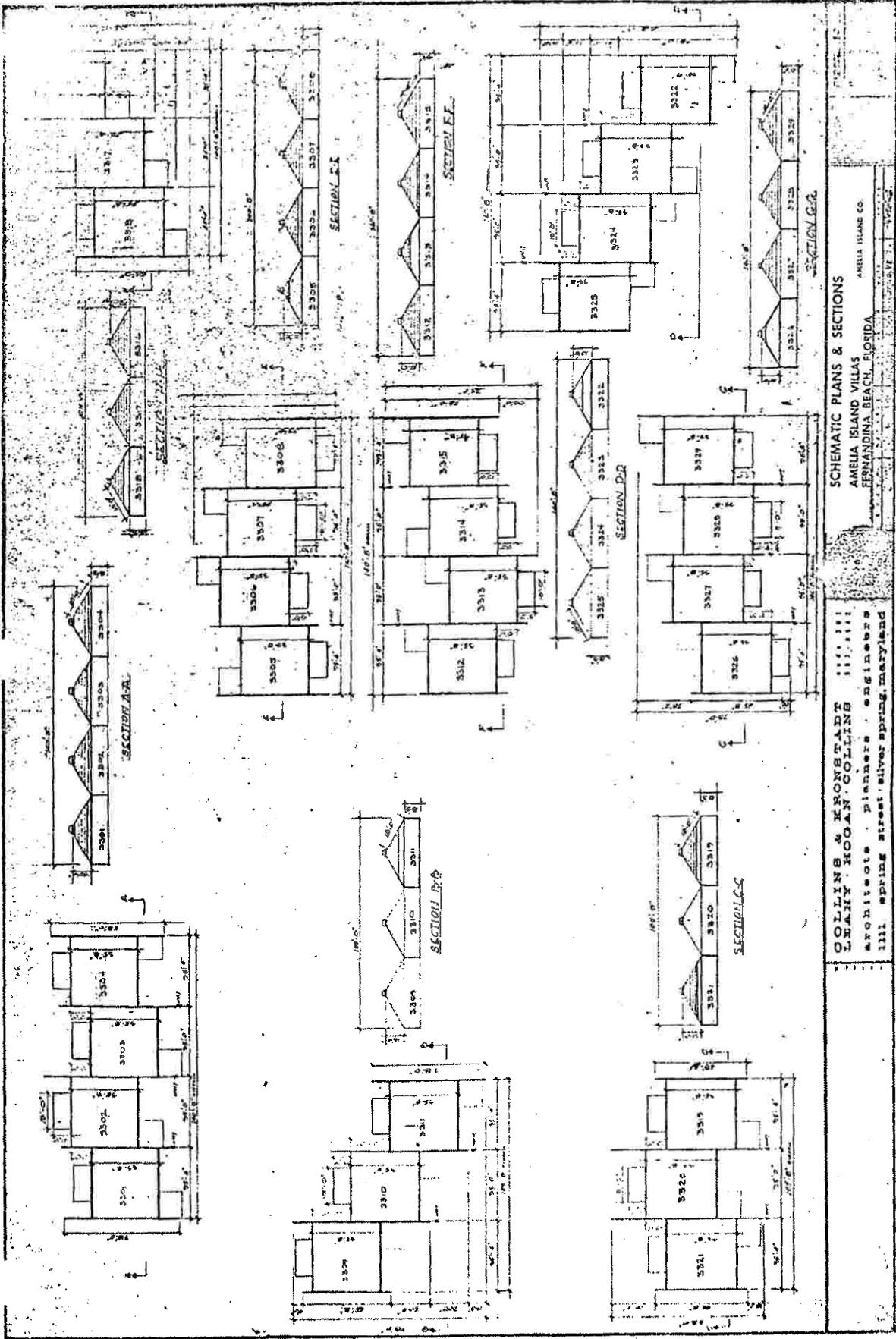


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SCHEMATIC PLANS & SECTIONS
 ANHELA ISLAND VILLAS
 FERNANDINA BEACH, FLORIDA
 ANHELA ISLAND CO.

COLLINS & KRONSTADT
 LEAHY HOGAN COLLINS
 ARCHITECTS
 1001 S. BAYVIEW BLVD.
 MIAMI, FLORIDA



SCHEMATIC PLANS & SECTIONS

AMELIA ISLAND VILLAS
 FERNANDINA BEACH, FLORIDA

COLLINS & KRONSTADT
 LEAHY HOOGAN COLLINS
 architects - planners - engineers
 1111 spring street silver spring, maryland

AMELIA ISLAND CO.

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 B
 R

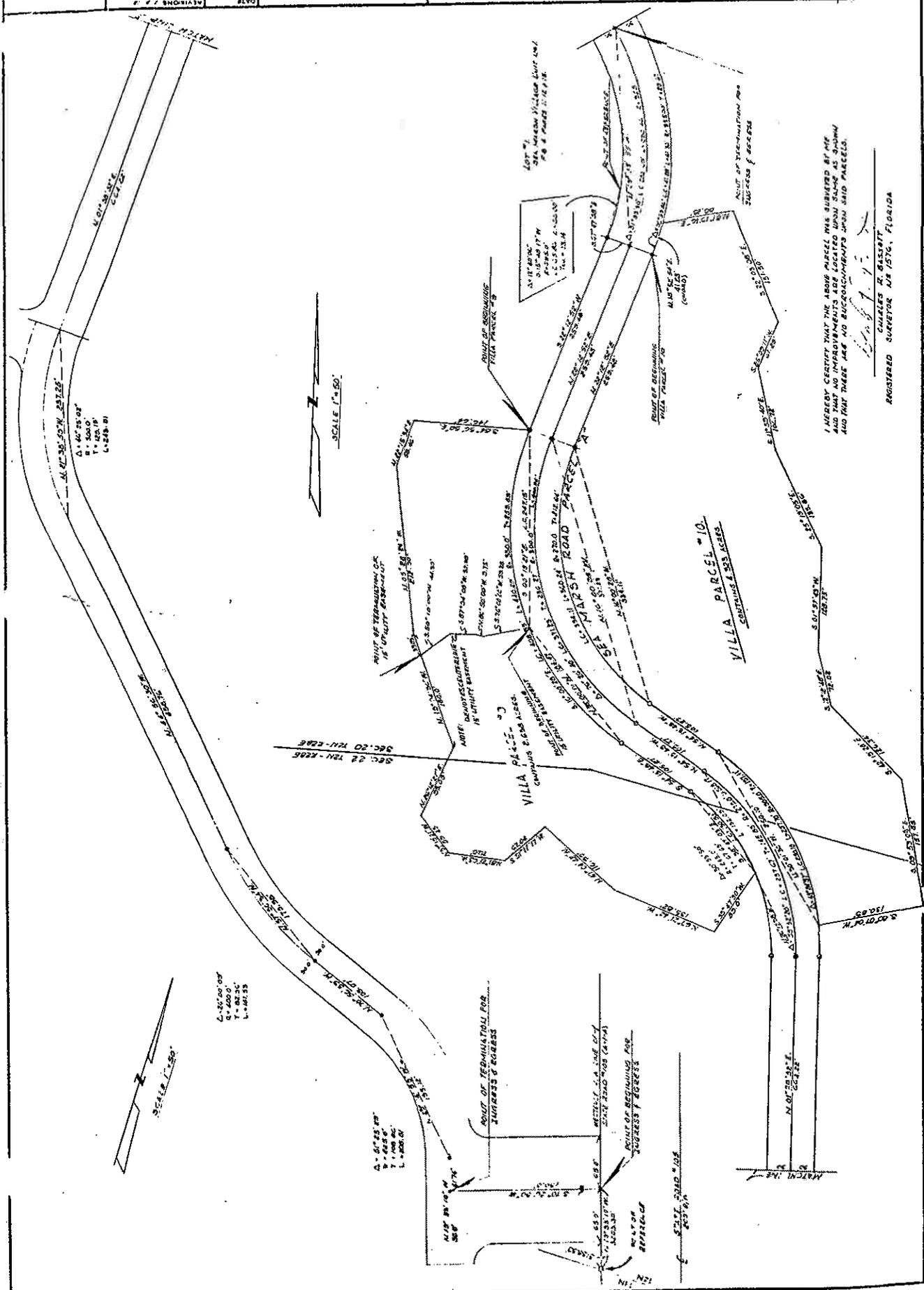
Bassett, Ruckman
 Engineers - Surveyors - Planners

ANNEALS SLAND
 PLANTATION

PROPERTY MAP
 WILL PROCEEDS 2/10

DATE: 11/15/81
 DRAWN BY: [illegible]
 CHECKED BY: [illegible]
 FILE NO: [illegible]

REVISIONS: [illegible]



I HEREBY CERTIFY THAT THE ABOVE PARCEL WAS SURVEYED BY ME
 AND THAT NO IMPROVEMENTS ARE LOCATED WITHIN SAME AS SHOWN
 AND THAT THERE ARE NO ENCUMBRANCES UPON THIS PARCEL.

CHARLES R. BASSETT
 REGISTERED SURVEYOR NO. 1276, FLORIDA