

BY-LAWS
OF
MALLARD LANDING HOMEOWNERS ASSOCIATION, INC.
A corporation not for profit
under the laws of the State of Florida

ARTICLE I

IDENTITY

Section 1. Identity: These are the By-Laws of MALLARD LANDING HOMEOWNERS ASSOCIATION, INC. hereinafter called "ASSOCIATION", a corporation not for profit organized under the laws of the State of Florida, Chapter 617, Florida Statutes, organized for the purpose of administering the property, as defined in and in accordance with the terms and conditions of the Declaration of Covenants and Restrictions of MALLARD LANDING and any amendments thereto recorded in the Public Records of St. John's County, Florida (hereinafter the "Declaration").

Section 2. Principal Office: The principal office of the Association shall be located at 243 W. Main Street, Apopka, Florida 32703, or such other place designated by the Board of Directors.

Section 3. Fiscal Year: The fiscal year of the Association shall be the calendar year.

Section 4. Seal: The seal of the Association shall bear the name of the Association, the word "Florida" and the year of incorporation.

Section 5. Definitions: The definitions set out in Article I of the Declaration are incorporated herein by reference.

ARTICLE II
MEMBERSHIP

Section 1. Members: The Members of the Association shall consist of all Owners of a Single Family Residential Lot (SFRL) as it is defined in the Declaration, provided that any such person or entity who holds such interest merely as security for the performance of any obligation shall not be a Member, unless they have obtained record title to the SFRL by foreclosure or deed in lieu of foreclosure.

Section 2. Change of Membership: Change of membership in the Association shall be established by recording in the Public Records of St. John's County, Florida, a deed or other instrument establishing record title to a SFRL. The Owner designated by such instrument thus becomes a Member of the Association and the membership of the prior owner is terminated. The new Owner shall notify the Association of the recording of the deed or other instrument establishing record title and shall furnish the Association with a certified copy of such instrument if required by

the Association.

Section 3. Membership Rights Appurtenant to SFRL: The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the SFRL.

Section 4. Membership Rights Subject to Payment of Assessments: The rights of membership are subject to the payment of annual and special assessments levied by the Association; the obligation of which assessments is imposed against each Owner of a SFRL and becomes a lien upon the SFRL against which assessments are made as provided in Article VII of the Declaration.

Section 5. Suspension of Certain Membership Rights: The membership rights, including the right to vote and the right to use the Common Property (with the exception of any roads needed for ingress and egress), of any Owner who owns a SFRL may be suspended by action of the Board of Directors during the period when any assessments (and any penalties) against the SFRL remain unpaid. Upon payment of such assessments, the Owner's rights and privileges shall be restored by action of the Board of Directors.

ARTICLE III VOTING

Section 1. Classes of Voting Membership: The Association shall have one class of voting membership as set forth in Article VI of the Declaration. One vote shall be allocated to each SFRL owned by a member. When more than one person holds such interest or interests in any SFRL, all such persons shall be members, and the person entitled to cast the vote for the SFRL shall be designated by a Certificate filed with the Secretary of the Association, at any time before the vote is cast, signed by all record owners of the SFRL. If any SFRL is owned by a corporation, a similar certificate shall be required designating the person entitled to cast the vote for such SFRL. Lacking such certificate by multiple owners or corporation, then the vote for that SFRL shall not be considered in determining the requirement for a quorum or any other purpose until such certificate is filed with the Secretary of the Association. Except, however, when title to an SFRL is held by a Husband and wife, they may, but shall not be required to, designate a voting member. If they do not designate a voting member, and if both are present at a meeting, only one may vote on any given matter. If they are unable to agree on who shall vote, their vote shall not be counted. If no voting member is designated and only one spouse is present at a meeting, the spouse present may cast the vote for the SFRL, without establishing the concurrence of the absent spouse. In no event shall more than one vote be case in resect to any SFRL.

Section 2. Decisions by Designated Representative of Owner: Whenever the decision of an Owner is required upon any matter, whether or not the subject of an Association meeting, such decision

shall be expressed by the same person who would cast the vote on behalf of the Owners if at an Association meeting, unless the joinder of record owners is specifically required by the Declaration, the Articles of Incorporation of MALLARD LANDING HOMEOWNERS ASSOCIATION, INC. (the "Articles") or these By-Laws.

Section 3. Majority: As used in these By-Laws, the Articles, and the Declaration, the term "majority" shall mean more than fifty percent (50%) of the votes of members of the Association in accordance with the votes as assigned in the Articles, these By-Laws and the Declaration.

Section 4. Quorum: Except as otherwise provided in these By-Laws, the presence in person or by proxy of Members entitled to cast thirty-three percent (33%) of the votes of members of the Association, shall constitute a quorum. The acts of members having a majority of the total votes present at a meeting at which a quorum is present shall constitute the acts of the Members, except when approval by a greater number of members is required by the Declaration, Articles or these By-Laws.

Section 5. Proxy: Votes shall be cast in person or by proxy. Proxies must be signed by the Owner or designated representative entitled to cast the vote for the SFRL, and must be filed with the Secretary or the Association by the appointed time of the meeting or any adjournment thereof. In no event shall any proxy be valid for a period longer than one year after the date of the first meeting for which it was given. Every proxy shall be revocable at any time at the pleasure of the Owner or designated representative executing it, and shall automatically cease upon sale by the member of his SFRL.

ARTICLE IV MEMBERS' MEETINGS

Section 1. Annual Meeting: The annual meeting of the Association shall be held on the first Tuesday of February of each year for the purpose of electing the Board of Directors and of transacting any other business authorized to be transacted by the members. If the first Tuesday of February is a legal holiday, the meeting shall be held on the next day that is not a legal holiday. The Board of Directors shall have the discretion to hold the annual meeting at any other time during the first two (2) weeks of February of each year which they may deem to be more convenient to the Members of the Association.

Section 2. Location of Meetings: Meetings of the Association shall be held at such place convenient to the Members and as may be designated by the Board of Directors.

Section 3. Calling of Special Meetings: Special meetings of Members shall be held whenever called by a majority of the Board of Directors and must be called by such Directors upon receipt of a

written request from Members entitled to cast a majority of the votes.

Section 4. Notice: Notice of any meetings shall be given to the Members by any officer of the Association or agent designated by the Board of Directors for the purpose of giving notice. Notice may be given to the Member either personally, or by sending a copy of the notice through the mails, postage thereon fully prepaid to the Member's address appearing on the books of the Association. The notice shall contain the time and place of the meeting and the purpose of the meeting. Notice of any meeting, regular or special, shall be mailed at least six (6) days in advance of the meeting. Notice of meetings may be waived before or after meetings.

Section 5. Failure to Reach Quorum: If any meeting of Members cannot be organized because a quorum has not attended, the Members who are present, either by proxy or in person, may adjourn the meeting from time to time until a quorum is present. In the event they are unable to obtain a quorum, upon scheduling and noticing a new meeting, the quorum requirement shall be 1/2 of the quorum requirement for the original meeting.

Section 6. Minutes: The Association shall maintain minutes of each meeting of the membership and the Board of Directors in a businesslike manner and the minutes shall be kept in a book available for inspection by Owners or their authorized representatives at any reasonable time.

ARTICLE V BOARD OF DIRECTORS

Section 1. Size of Board of Directors: The affairs of the Association shall be managed by a Board of Directors of no less than three (3) Directors, provided the Board of Directors shall always be composed of an odd number of Directors.

Section 2. Term of Board of Directors:

(a) Members of the Board of Directors, unless otherwise provided in these By-Laws, shall be elected at the annual meeting of Members of the Association. The name or names receiving the largest number of votes shall be elected. At such election the Owner of each SFRL or its proxy may cast, as to each vacancy on the Board of Directors, the number of votes allocated to the Owner of a SFRL by virtue of Article III of these By-Laws. Directors need not be Members of the Association.

(b) Except as to vacancies provided by removal of Directors by Members, vacancies on the Board of Directors occurring between annual meetings of Members shall be filled by the remaining Directors. Any such appointed Director shall hold office until his successor is elected by the Members.

(c) Any Director may be removed with or without cause, by concurrence of a majority of the votes cast by members at a special meeting of the Members called for that purpose. A special meeting of the Members to recall a Director or Directors may be called by members entitled to cast twenty-five percent (25%) of the votes of members giving notice of the meeting in the same manner required for a notice of a special or annual meeting, and the notice shall state the purpose of the meeting. The vacancy on the Board of Directors so created shall be filled by the Members of the Association at the same meeting.

Section 3. First Meeting of Board of Directors: The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such place as shall be fixed by the Directors at the meeting at which such Directors were elected, and no further notice of the first meeting shall be necessary.

Section 4. Regular Meetings of Board of Directors: Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone or telegraph, at least three (3) days prior to the day named for such meeting.

Section 5. Special Meetings of Board of Directors: Special meetings of the Board of Directors may be called by the President on three (3) days notice to each Director, given personally or by mail, telephone or telegraph, which notice shall state the meeting time, place and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President, Secretary or Treasurer in like manner and on like notice on the written request of at least a majority of the Directors.

Section 6. Waiver of Notice: Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director at any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 7. Quorum at Meeting of Board of Directors: At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present shall be the acts of the Board of Directors. If, at any meeting of the Board of Directors, there be less than a quorum present, the majority of those present may adjourn the meeting from time to time until a quorum is present. At any adjourned meeting, any business which might have been transacted at the meeting as originally called may be transacted without further notice. The joinder of a Director in the action of

a meeting by signing and concurring in the minutes of that meeting shall constitute the presence of such Director for the purpose of determining a quorum.

Section 8. Action by Consent: Any action which is required to or may be taken at a meeting of the Directors, may be taken without a meeting if a consent in writing setting forth the action so to be taken is signed by all of the Directors and is filed in the minutes of the proceedings of the Board. Such consent shall have the same effect as a unanimous vote.

Section 9. Directors' Fees: There shall be no Director's Fee paid to members of the Board of Directors, except that Directors shall be entitled to reimbursement of out-of-pocket costs authorized by the Board of Directors.

Section 10. Powers and Duties of Board of Directors: The Board of Directors shall have the powers and duties necessary for administration of the affairs of the Association and may do all such acts and things as are not by law or by the By-Laws directed to be done by the Members. In addition to the duties and powers imposed by these By-Laws, the Declaration or by resolution of the Association, the Board of Directors may do the following:

(a) make and collect assessments against Owners of a SFRL to defray the costs, expenses and losses of the Association.

(b) use the proceeds from assessments in the exercise of its powers and duties.

(c) maintain, repair, replace, and operate the Common Property.

(d) contract for the management and maintenance of the Property as is provided for in the Declaration and Articles, and to authorize the management agent, if any, to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules and maintenance of such areas of the Property as provided in the Declaration. The Association shall, however, retain at all times the powers and duties set out herein, in the Declaration and in the Articles.

(e) enforce by legal means, the provisions of the Declaration, Articles and these By-Laws.

(f) employ personnel to perform the services required for proper operation of the Property and the Association, and to supervise all such employees.

(g) purchase insurance for the protection of the Association and its members, as well as liability insurance for the protection of the officers and directors of the Association.

(h) make and amend reasonable rules and regulations respecting the use of the property.

(i) reconstruct the improvements on the Common Property after casualty thereto and to further improve the Property.

ARTICLE VI OFFICERS

Section 1. Officers: The principal officers of the Association shall be a President, a Secretary, and a Treasurer. The President shall be elected from the membership of the Board of Directors, but no other officer need to be a Director. The Directors may appoint a Vice-President, an Assistant Treasurer, and an Assistant Secretary, and such other officers as in their judgment may be necessary. Any person may hold more than one office except the President.

Section 2. Election of Officers. The Officers of the Association shall be elected annually by the Board of Directors at the first meeting of each new Board, and shall hold office at the pleasure of the Board. Vacancies in any office shall be filled by the Board at any duly held Director's meeting.

Section 3. Removal of Officers: Upon an affirmative vote of a majority of the members of the Board of Directors, any officer may be removed, either with or without cause, and his successor elected at any regular meeting of the Board of Directors, or at any special meeting of the Board called for such purpose.

Section 4. Compensation: There shall be no compensation paid to the Officers except that officers shall be entitled to reimbursement of out-of-pocket costs authorized by the Board of Directors.

Section 5. President: The President shall be the chief executive officer of the Association. He shall preside at all meetings of the Association and of the Board of Directors. He shall have all of the general powers and duties which are usually vested in the office of President of an association including, but not limited to, the power to appoint committees from among the members, from time to time, as he may in his discretion decide is appropriate, to assist in the conduct of the affairs of the Association. The President shall also see that orders and resolutions of the Board of Directors are carried out, and sign all notes, checks, contracts, or other written instruments on behalf of the Association.

Section 6. Vice President: The Vice President, if appointed, shall perform all duties of the President in his absence, or if the President is unable to perform such duties. If neither the President nor the Vice-President is able to act, the Board of Directors shall appoint some other member of the Board to so do on

an interim basis. The Vice President shall also perform such other duties as shall from time to time be imposed upon him by the Board of Directors.

Section 7. Secretary: The Secretary shall keep the minutes of all meetings of the Board of Directors and the minutes of all meetings of the Association, record all votes, and record names and addresses of all members of the Association. He shall keep such books and papers as the Board of Directors may direct.

Section 8. Treasurer: The Treasurer shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association in accordance with good accounting purposes. He shall be responsible for the deposit of all monies and other valuable effects in the name, and to the credit, of the Association in such depositories as may from time to time be designated by the Board of Directors.

ARTICLE VII INDEMNIFICATION

Section 1. Indemnification: Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative, or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a Director or officer of the Association, or having served at the Association's request as a Director or officer of any other corporation, whether or not he is a Director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or officer shall be adjudged liable for gross negligence or willful misconduct in the performance of his duties, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Association approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

Section 2. Expenses: Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative, or investigative shall be paid by the Association in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of the Director or officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Association as authorized by these By-Laws.

Section 3. Insurance: The Association shall have the power

to purchase and maintain insurance on behalf of any person who is or was a Director or officer of the Association, or is or was serving at the request of the Association, as a Director, or officer of another association or corporation, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of these By-Laws. The Association shall purchase liability insurance on behalf of any person who is or was a Director or officer of the Association, insuring against any liability asserted against him and incurred by him in such capacity, or arising out of his status as such.

ARTICLE VIII
BUDGET AND ASSESSMENTS

Section 1. Budget: The Board of Directors shall adopt a yearly budget running from January 1 through December 31 of each year, which shall include the estimated funds required to defray the current expenses and may provide funds for deferred maintenance, replacement reserves, and betterments.

(a) Current expenses shall include, but not be limited to:

(i) Professional and management fees and expenses;

(ii) Expenses of any utility service or refuse collection not individually billed to each SFRL;

(iii) Administration, operation and salary expenses of the Association.

(iv) Expenses of maintenance and repair of Common Property and as otherwise provided in the Declaration.

(v) Any other current expenses necessary or desirable, in the judgment of the Association, to keep the Property neat and attractive or to preserve or enhance the value of the property, or to eliminate fire, health, or safety hazards, or, which in the judgment of the Association, may be of general benefit to the Owners, or which is required by the Declaration to be done by the Association.

(b) Deferred maintenance reserves shall include those maintenance items that occur less frequently than annually.

(c) Replacement reserves shall include funds for repair or replacement required because of damage, depreciation or obsolescence.

(d) Betterments shall include funds for capital expenditures for additional improvements to the Common Property, provided, however, that in the expenditures made from this fund, no sum in excess of One Thousand Dollars (\$1,000.00) shall be expended for a

single item or for a single person without approval of a majority of the votes of members present at a meeting of the Association which was properly noticed and included in its notice the expenditure as an item to be considered by the membership at the meeting.

Section 2. Annual and Special Assessments: Annual assessments against the owners for their shares of the items of the budget shall commence upon the conveyance of the first SFRL to an owner other than the Grantor which Owner intends to occupy the SFRL. The Board of Directors shall fix the amount of the annual assessment at least thirty (30) days in advance of each annual assessment period and shall provide written notice of same to every owner subject thereto. The first annual assessment shall be adjusted according to the number of months remaining in the calendar year. Annual assessments after the first annual assessment shall be made in advance. Such assessments shall be due on April 1 of the assessment year, but at the discretion of the Board of Directors, may be payable in monthly or quarterly installments, which shall be payable in advance unless said payment arrangement is changed by action of the Board. Assessments shall be made in an amount no less than required to provide funds in advance for payment of all of the anticipated current operating expenses and for all of the unpaid operating expenses previously incurred. If an annual assessment is not made as required, an assessment shall be presumed to have been made in the amount of the last prior annual assessment and payments thereon shall be due in advance until changed by an amended assessment.

The Board of Directors may levy, in any assessment year, a special assessment applicable to that year only for the purpose of defraying, in whole or in part, the cost of any construction, reconstruction, repair or replacement of a capital improvement upon the Common Property, including fixtures and personal property related thereto, provided that any such assessment shall have the assent of two-third (2/3) of the votes of each members who are voting in person or by proxy at a meeting duly called for that purpose and at which a quorum was present, unless the special assessment is required due to the inadequacy of the insurance proceeds to cover the costs of repair to the Common Property as required in Article IV, Section 1 of the Declaration. Notice and quorum requirements for any meeting called for the purpose of increasing the annual assessment beyond the maximum annual assessment shall be as provided in Section 5, Article IV of the Declaration.

Both annual and special assessments for the purposes set forth in Section 4, Article IV of the Declaration must be fixed at a uniform rate for all SFRL's and any increase must be applied uniformly for all members. In the event that an owner or his family, guests or invitees damage the Common Property as provided in the Declaration or fails to maintain his SFRL as described in the Declaration, such SFRL may be subjected to a nonuniform assessment for payment of such costs.

Section 3. Default in Paying Assessments: Any annual assessment not paid within thirty (30) days after the due date shall bear interest from the due date at the rate of eighteen percent (18%) per annum, but in no event more than the highest amount allowable by law. The Association may bring an action at law against the Owner personally obligated to pay the same, or foreclose the lien against the SFRL.

Section 4. Depository: The depository of the Association shall be such bank or banks and/or such savings and loan association or savings and loan associations as shall be designated from time to time by the Board of Directors and in which the moneys of the Association shall be deposited. Withdrawal of moneys from such accounts shall be only by checks or other withdrawal procedure signed or authorized by such persons as provided by the Board of Directors.

Section 5. Fidelity Bonds: Fidelity bonds shall be obtained by the Board of Directors for all officers, employees, and members of the Board of Directors and all other persons who control or disburse the funds of the Association or administered by the Association, and for all other persons handling or responsible for funds of or administered by the Association. The Fidelity Bonds shall meet all requirements of FNMA. The premiums on such bonds shall be paid by the Association.

ARTICLE IX
AMENDMENT

Section 1. These By-Laws may be amended at any regular or special meeting of the Members, by a vote of two-thirds (2/3) of the votes of each member present in person or by proxy, provided that those provisions of these By-Laws which are governed by the Articles may not be amended except as provided in the Articles or applicable law, and provided further that any matter stated herein to be or which is in fact governed by the Declaration may not be amended except as provided in such Declaration. Until the Turnover Date, these By-Laws may be amended by the Board of Directors passing a resolution adopting the proposed amendment.

Section 2. Conflict: In a case of any conflict between the Articles and these By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 7, 1991

William H. Morrison, Esquire
Baldwin & Morrison
7100 S. U.S. Hwy. 17-92
Fern Park, Florida, 32730-2092

Dear Mr. Morrison:

The Articles of Incorporation for MALLARD LANDING HOMEOWNERS ASSOCIATION, INC. were filed on October 7, 1991, and assigned document number N45500.

Your check for \$70.00 covering the various fees has been received.

A corporation annual report will be due this office between January 1 and July 1 of next year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding corporations, please contact us at the address given below.

ANGEL GRANGER
New Filings Section
Division of Corporations

ARTICLES OF INCORPORATION
OF
MALLARD LANDING HOMEOWNERS ASSOCIATION, INC.
(A Not for Profit Corporation)

FILED
91 OCT - 7 PM 12: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this corporation is MALLARD LANDING HOMEOWNERS ASSOCIATION, INC. and is organized pursuant to Chapter 617, Florida Statutes, as amended.

ARTICLE II

Duration

The term of existence of this corporation is perpetual. The corporate existence will commence on the filing of these Articles of Incorporation by the Department of State.

ARTICLE III

Purpose

The general purpose of this corporation is to become the "Association" as set forth in the Declaration of Covenants and Restrictions for MALLARD LANDING by Mallard Landing Associates, Limited, a Florida Limited Partnership for that certain property located in St. Johns County, Florida, said Declaration having been filed in O.R. Book 691, commencing at page 694 of the Public Records of St. Johns County, said Declaration of Covenants and Restrictions and all amendments and modifications thereto being incorporated herein by reference.

Corporation is also entitled to conduct any and all business matters as set forth in Chapter 617, Florida Statutes, as amended from time to time.

ARTICLE IV

Directors

The corporation shall have three (3) members of the initial Board of Directors of the corporation, who will serve until the first election of Directors. In no event, however, shall there be less than three (3) members of the Board of Directors of the corporation. The director shall be elected pursuant to the By-Laws of the corporation. The names and addresses of the initial directors are as follows:

<u>Name</u>	<u>Address</u>
Dennis Koscicki	243 W. Main St. Apopka, Florida 32703
Kenneth Struck	5623 Santa Barbara Drive Hanover Park, Ill
Ilona Koscicki	243 W. Main St. Apopka, Fl 32703

ARTICLE V

Registered Office and Agent

The initial registered office and the principal address of the corporation shall be located at 243 W. Main St., Apopka, Florida 32703.

The initial registered agent of the corporation at that address shall be SOUTHERN SPRINGS DEVELOPMENT CORPORATION, a Florida corporation.

ARTICLE VI

Members

The corporation shall have members. The qualification for membership in this corporation is set forth in the Declaration of

Covenants and Restrictions and the By-laws of the corporation and is regulated thereby. Persons meeting these qualifications will be admitted in the manner set out by this corporation's By-Laws. The members of the corporation shall be the owners of the building lots as described in the Declaration of Covenants and Restrictions for Mallard Landing herein described.

ARTICLE VII

Incorporators

The names and residence addresses of the subscribers of these Articles of Incorporation are:

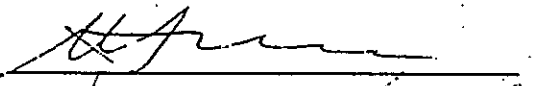
<u>Name</u>	<u>Address</u>
Southern Springs Development Corporation, as General Partner of Mallard Landing 81, Limited, a Florida Limited Partnership	243 W. Main St. Apopka, Fl 32703

IN WITNESS WHEREOF I have subscribed my name on the 2^d day of October, 1991.

MALLARD LANDING 81 LIMITED,
a Florida Limited Partnership

By: Southern Springs
Development Corporation

By: 
Dennis Koscicki, President


Kersey Pittman

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, an officer duly authorized to take acknowledgements, personally appeared, DENNIS KOSCICKI, as President of Southern Springs Development, Inc. to me well known to

be the person described in and who executed the foregoing instrument and he swore to and acknowledged before me that he executed the same.

Dated: 10/3/91

[Signature]
Notary Public



"OFFICIAL NOTARY SEAL"
H. H. MORRISON
MY COMM. EXP. 11/26/92

ACCEPTANCE OF REGISTERED AGENT

I HEREBY AM familiar with and accept the duties and responsibilities as registered agent for said corporation.

SOUTHERN SPRINGS DEVELOPMENT CORPORATION

By: [Signature]
Dennis Koscicki, President