

State of Florida



Department of State

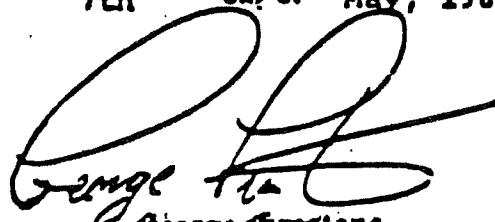
I certify that the attached is a true and correct copy of the Articles of Incorporation of
SUNNY GROVE PARK, INC.

filed on **May 7, 1981.**

The Charter Number for this corporation is **F33728.**

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
7th day of May, 1981.




George Firrstone
Secretary of State

FILED

ARTICLES OF INCORPORATION

MAY 7 11 39 AM '81

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUNNY GROVE PARK, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associates themselves together to form a corporation for profit under the laws of the State of Florida.

ARTICLE I NAME

The name of the corporation is Sunny Grove Park, Inc.

ARTICLE II DURATION

This corporation shall have perpetual existence.

ARTICLE III PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE IV CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is five hundred (500) shares of common stock, each share having the par value of One Dollar (\$1.00).

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

ARTICLE V DIRECTORS

The corporation shall have four directors initially, whose names and street addresses are as follows:

LeVell Johnson Sunny Grove Mobile Home Park
13 Date Palm Lane
Estero, FL 33928

James M. Milton Sunny Grove Mobile Home Park
2 Carambola Drive
Estero, FL 33928

John F. Rodney Sunny Grove Mobile Home Park
 11 Date Palm Lane
 Estero, FL 33928

Harold L. Manecke Sunny Grove Mobile Home Park
 6 Grapefruit Lane
 Estero, FL 33928

ARTICLE VI SUBSCRIBERS

The name and street address of the incorporator and the President, Secretary-Treasurer, who subject to the By-Laws of the corporation shall hold office for the first year of existence of this corporation or until their successors are elected or are appointed and have qualified, are:

LeVell Johnson Sunny Grove Mobile Home Park
President 13 Date Palm Lane
 Estero, FL 33928

James M. Milton Sunny Grove Mobile Home Park
Vice-President 2 Carambola Drive
 Estero, FL 33928

John F. Rodney Sunny Grove Mobile Home Park
Secretary 11 Date Palm Lane
 Estero, FL 33928

Harold L. Manecke Sunny Grove Mobile Home Park
Treasurer 6 Grapefruit Lane
 Estero, FL 33928

ARTICLE VII REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is:

Sunny Grove Mobile Home Park
13 Date Palm Lane
Estero, FL 33928

and the name of its official registered agent at such address is:


LeVell Johnson

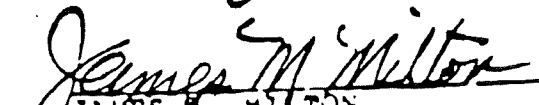
ARTICLE VIII AMENDMENT


These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders

sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned subscribers have executed the foregoing Articles of Incorporation this 5th day of May 1981 under the laws of the State of Florida.


LE VELL JOHNSON
President


JAMES M. MILTON
Vice-President


JOHN P. RODNEY
Secretary


HAROLD L. HANECKE
Treasurer

DANIEL E. BINGHAM
ATTORNEY AT LAW
2606 So Tamiami Trail
Fort Myers, Fla. 33907
(813) 939-2119

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Amendment, filed on July 11, 1986, to Articles of Incorporation for SUNNY GROVE PARK, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is F33728.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
11th day of July, 1986.



George Firestone

George Firestone
Secretary of State

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF SUNNY GROVE PARK, INC.

FILED
1986 JUL 11 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute 607.187, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The present name of the corporation is SUNNY GROVE PARK, INC.
2. The following amendments of the Articles of Incorporation were adopted by the shareholders of the corporation on March 18, 1986, in the manner prescribed by the Florida General Corporation Act:

The Articles of Incorporation of Sunny Grove Park, Inc., shall be amended by deleting Article IV, Article V, Article VI, Article VII, and Article VIII, and adding the following, namely, Article IV, Article V, Article VI, Article VII, Article VIII, and Article IX, in their place:

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 155 shares of common stock, each share having a par value of One Dollar (\$1.00). A share may be held by or sold to a mobile home owner in Sunny Grove Park, Inc. Only persons who have title to a mobile home or a permanent mobile home in Sunny Grove Park, Inc. shall be entitled to own a share of Sunny Grove Park, Inc.

No one shall be allowed to own or be a part owner of more than one share.

The name or names on the stockholder's certificate shall be the same as on the mobile home certificate of title.

Authorized capital stock may be paid for in cash, services, or property at a just value to be fixed by the Board of Directors of this corporation at any regular or special meeting.

Stock certificates shall carry the following notation:

"Transfer of these shares is restricted.
The Corporation will furnish a full
statement of Restrictions to any
requesting shareholder without charge.

ARTICLE V - DIRECTORS

The corporation shall have seven (7) directors all of which shall be shareholders.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street of the initial Registered Agent and Registered Office of the Corporation is:

Sunny Grove Park, Inc.
2 Coralberry Lane
Rural Route 2, Box 853
Estero, Florida 33928

and the mailing address is: Sunny Grove Park, Inc.
Rural Route 2, Box 853
Estero, Florida 33928

The name of the official Registered Agent at such address is:

William A. Durrett

ARTICLE VII - AMENDMENT

The articles of incorporation may be amended in the manner provided by law. Every amendment shall be submitted to the By-Law Committee at least ninety (90) days prior to the annual meeting of the stockholders.

Approval of an amendment to the Articles of Incorporation shall be by a 2/3 vote of the votes cast, however, the vote in favor of the amendment shall require a minimum of 68 votes.

ARTICLE VIII - BY-LAWS

The shareholders shall adopt By-Laws for the conduct of the business operation of the organization. The By-Laws shall be adopted upon a vote of 2/3 of the votes cast, however, the vote in favor of the By-Laws shall require a minimum of 68 votes.

Amendment of the By-Laws shall be accomplished upon compliance with the provisions of the By-Laws and by a 2/3 vote of the votes cast, however, the vote in favor of the amendment or amendments shall require a minimum of 68 votes.

ARTICLE IX - SALE OF REAL ESTATE

The real estate of the corporation shall only be sold upon an affirmative vote of 3/4 of all stockholders. Sale of real estate shall require a special meeting of the shareholders, the voting shall be by written ballot, and the vote count shall be recorded in the minutes of the special meeting.