



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 11, 2003

ROLAND H PEREZ
35626 CLUBBER COURT
ZEPHYRHILLS, FL 33541

The Articles of Incorporation for SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC. were filed on April 7, 2003 and assigned document number N03000003146. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT/UNIFORM BUSINESS REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT/UNIFORM BUSINESS REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT/UNIFORM BUSINESS REPORT NOTICES REACH YOU.

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

Becky McKnight, Document Specialist
New Filings Section

Letter Number: 803A00021878

State of Florida



Department of State

I certify from the records of this office that SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC. is a corporation organized under the laws of the State of Florida, filed on April 7, 2003.

The document number of this corporation is N03000003146.

I further certify that said corporation has paid all fees due this office through December 31, 2003, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eleventh day of April, 2003



CR2EO22 (2-03)

Glenda E. Hood

Glenda E. Hood
Secretary of State

ARTICLES OF INCORPORATION

SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC. A Not-For-Profit Florida Corporation

We, the undersigned, having associated ourselves together for the purpose of forming a Not-For-Profit corporation by and under the laws of the State of Florida, and in compliance with the requirements of Chapter 617 and 723, Florida Statutes, including Sections 723.077, 723.078, and 723.079, hereby certify as follows:

ARTICLE I Name of Corporation

The name of the Corporation shall be the SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the Association.

ARTICLE II Principal Office

The principal place of business and mailing address of this Corporation shall be 35626 Clubber Court, Zephyrhills, Florida, 33541.

ARTICLE III Purpose and Powers

This corporation does not contemplate pecuniary gain or profit to the members thereof, and no part of the income of this corporation shall be distributed to its members, except as compensation for services rendered. The specific and primary purposes for which this corporation is formed are:

- A. To provide an entity pursuant to the Florida Corporation Not for Profit Act (Florida Statutes Chapter 617) and the Florida Mobile Home Act (Florida Statutes Chapter 723) to represent the general interests of the mobile home owners who reside in the mobile home park known as Southport Springs, (hereinafter referred to as the "Park") located near Zephyrhills, Pasco County, Florida.
- B. To operate, if applicable, in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended, or any other corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended.

- C. To represent the owners of manufactured homes in the Park , and their successors and assigns, pursuant to the provisions of Chapter 723, Florida Statutes.
- D. To negotiate for, acquire, and operate the Park on behalf of the home owners in the Park.
- E. To convert the Park, once acquired, to a condominium, a cooperative form, subdivision, or other type of ownership. Upon acquisition of the property, the Association shall be the entity that creates a cooperative or offers cooperative units for sale or lease in the ordinary course of business, or, if the home owners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of the property.
- F. To contract, sue, or be sued with respect to the exercise or non-exercise of its powers. For these purposes, the powers of the Association include, but are not limited to, the maintenance, management, and operation of the Park property.
- G. To institute, maintain, settle, or appeal actions or hearings in its name on behalf of all home owners concerning matters of common interest, pursuant to Chapter 723, Florida Statutes, Rule 1.222, Florida Rules of Civil Procedure, and other applicable laws or rules. In addition, the corporation shall have all the powers specified in Sections 617.0302 and 617.0303, Florida Statutes, or its successor statutes.
- H. To make and collect dues, fees, and assessments and to purchase, lease, maintain, and replace the common areas upon purchase of the Park.
- I. To purchase lots in the Park and to acquire and hold, lease, mortgage, and convey property.
- J. To modify or move or create any easement for ingress and egress or for the purposes of utilities if the easement constitutes part of or crosses the Park property upon purchase of the Park.
- K. To conduct all lawful business and to do such other things as are incidental, necessary, or desirable to accomplish the foregoing.

ARTICLE IV

Directors

The powers of this corporation shall be exercised by a Board of Directors which shall consist of not less than five (5) nor more than nine (9) persons, as shall be designated by the By-laws. The initial Board of Directors herein inscribed shall hold office until such time as successor Directors are elected at annual meetings in the manner as set forth in the By-Laws.

The names and addresses of the initial Board of Directors of this Corporation:

<u>NAME</u>	<u>ADDRESS</u>
Edward E. Anderson	3715 Bubba Drive, Zephyrhills, FL 33541
Larry J. Bilski	3712 Ranger Parkway, Zephyrhills, FL 33541
Ronald M. Greene	3542 Azinger Loop, Zephyrhills, FL 33541
Roland H. Perez	35626 Clubber Court, Zephyrhills, FL 33541
Carolyn S. Quear	3536 Ranger Parkway, Zephyrhills, FL 33541
Kenneth A. Winslow	3723 Bubba Drive, Zephyrhills, FL 33541
Eugene E. Zelinski	35652 Clubber Court, Zephyrhills, FL 33541

ARTICLE V

Indemnification of Officers and Directors

All officers and Directors shall be indemnified by the Association against all expenses and liabilities, including counsel fees (Including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which he/she may become involved by reason of holding such office. In no event, however, shall an Officer or Director be indemnified for his/her own willful misconduct or knowing violation of the provisions of the Florida Not for Profit Act, Chapter 617. The Association may purchase and maintain insurance on behalf of all Officers and Directors against any liability as may be against them or incurred by them in their capacity as Officers and Directors or arises because of their status as such.

ARTICLE VI
Initial Registered Agent/Office

The name and address of the initial registered agent is: Roland H. Perez, 35626 Clubber Court, Zephyrhills, FL. 33541

ARTICLE VII
Incorporators

The names and addresses of the Incorporators signing these Articles of Incorporation are the same as the initial Board of Directors:

<u>NAME</u>	<u>ADDRESS</u>
Edward E. Anderson	3715 Bubba Drive, Zephyrhills, FL 33541
Larry J. Bilski	3712 Ranger Parkway, Zephyrhills, FL 33541
Ronald M. Greene	3542 Azinger Loop, Zephyrhills, FL 33541
Roland H. Perez	35626 Clubber Court, Zephyrhills, FL 33541
Carolyn S. Quear	3536 Ranger Parkway, Zephyrhills, FL 33541
Kenneth A. Winslow	3723 Bubba Drive, Zephyrhills, FL 33541
Eugene E. Zelinski	35652 Clubber Court, Zephyrhills, FL 33541

ARTICLE VIII
Membership

Membership in the Corporation and the manner of admission shall be as specified in the By-Laws. More than two-thirds of the mobile home owners in Southport Springs have consented in writing to become members of the corporation as required by Chapter 723, Florida Statutes. The signatures of 148 homeowners in the Park (one signature per leased lot) authorizing the formation of the Corporation as a mobile homeowner's association pursuant to the provisions of Section 723.075, Florida Statutes, and Chapter 723, Florida Statutes generally, is attached hereto as Exhibit "A". As of the date of the filing of these Articles of Incorporation, there are 194 lots in the Park which are leased to home owners, such number being verified by information received from the general manager of the Park and through independent means, and public records indicating the number of homes and homeowners residing in the Park.

ARTICLE IX
Voting Interests

Each member shall be entitled to one vote at Association meetings for each mobile home owned by a mobile home owner within Southport Springs. In the event of a joint ownership of a mobile home, only one vote shall be cast representing the jointly owned mobile home.

ARTICLE X
By-Laws

The initial By-laws of this corporation shall be adopted at the first meeting of the Board of Directors. The By-Laws may be amended or repealed, in whole or part, in the manner provided therein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE XI
Amendment of Articles

Amendments may be made to these Articles of Incorporation, in whole or part, by simple majority vote at a meeting of the members at which a quorum is present in the manner set forth in the By-Laws of this corporation.

ARTICLE XII
Non-Stock Basis

This Corporation shall be organized on a non-stock basis and shall not issue shares of stock. It shall exist perpetually unless dissolved according to law.

IN WITNESS WHEREOF, the undersigned, herein inscribed in Article VII as the **Incorporators** of this corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this the 2nd day of April in the year 2003.

Edward E. Anderson
Edward E. Anderson

Larry J. Bilski
Larry J. Bilski

Ronald M. Greene
Ronald M. Greene

Roland H. Perez
Roland H. Perez

Carolyn S. Quear
Carolyn S. Quear

Kenneth A. Winslow
Kenneth A. Winslow

Eugene E. Zelinski
Eugene E. Zelinski

**STATE OF FLORIDA
COUNTY OF PASCO**

Sworn to and subscribed before me this 2 Day of April
in the year 2003 by Edward E. Anderson, Larry J. Bilski, Ronald M. Greene, Roland H. Perez, Carolyn S. Quear, Kenneth A. Winslow, and Eugene E. Zelinski who are personally known to me or who have produced their driver's License as identification.



Regina J. Buccelli
My Commission DD111034
Expires April 22, 2006

Regina J. Buccelli
Notary Public

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is **SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC.**
2. The name and address of the registered agent and office is:

Roland H. Perez
35626 Clubber Court
Zephyrhills, Florida 33541

Having been named as registered agent and to accept service for process of the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.


Roland H. Perez


SECRETARY OF STATE
TALLAHASSEE, FLORIDA

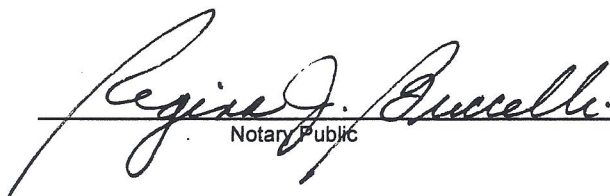
03 APR - 7 PM 4: 22

FILED

**STATE OF FLORIDA
COUNTY OF PASCO**

Sworn to and subscribed before me this 2 Day of April
in the year of 2003 by Roland H. Perez, who is personally known to me or who
has produced his/her driver's License as identification.

 Regina J. Buccelli
My Commission DD111034
Expires April 22, 2008


Notary Public

CONSENT TO INCORPORATION

We, the undersigned, hereby certifying by signature to be mobile home owners residing in Southport Springs Mobile Home Park located near Zephyrhills, Pasco County, Florida (the "Park"), do hereby consent to the formation of a not-for-profit Florida Corporation, whose intended name is **SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC.** and consent to be a member thereof, all in accordance with Sections 723.075 and 723.078, Florida Statutes. We further authorize our incorporated Homeowners Association, when formed, to represent us in connection with all matters and disputes relative to Chapter 723, Florida Statutes. The total number of lots leased by mobile home owners at this time is 194

<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3-26-2003	Buta Muraco	19
3-26-03	Anthony De Gaspari	17
3-26-03	Albert R. Buntz	16
3-26-03	Dora Newman	13
3-26-03	Alfred S. Smith	255
3-26-03	Doretta E. Rignola	6
3-26-03	Sandra Perlock	4
3-26-03	Julie Canale	2
3-26-03	Emil J. Fries	1
3-26-03	Joseph L. Burns	08
3-26-03	Connie Larch	15
3/24/03	Charles B. Swanson	47
3/24/03	Karen M. Ponder	31
3/26/03	Thomas R. Chalk	130
3/26/03	Kenneth F. Trapp	40
3/26-03	William F. Coch	68

EXHIBIT "A"

CONSENT TO INCORPORATION

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
<u>3-26-03</u>	<u>Ronald Roman</u>	<u>44</u>
<u>3-26-03</u>	<u>Wm E. Lee</u>	<u>48</u>
<u>3-26-03</u>	<u>W E Morris</u>	<u>51</u>
<u>3-26-03</u>	<u>Pat + Don</u>	<u>52</u>
<u>3-26-03</u>	<u>Pat + Don Madl</u>	<u>52</u>
<u>3-26-03</u>	<u>Sue + Fred</u>	<u>53</u>
<u>3-26-03</u>	<u>Betty M. Warrick</u>	<u>63</u>
<u>3-26-03</u>	<u>Jackie Bellamy</u>	<u>198</u>
<u>3-26-03</u>	<u>Don Keating</u>	<u>111</u>
<u>3-26-03</u>	<u>Robert S. Daper</u>	<u>605</u>
<u>3-26-03</u>	<u>James S. Ross</u>	<u>607</u>
<u>3-26-03</u>	<u>Billy R. Muller</u>	<u>549</u>
<u>3-26-03</u>	<u>Alize Violante</u>	<u>499</u>
<u>3-26-03</u>	<u>Paula Compton</u>	<u>613</u>
<u>3-26-03</u>	<u>Susan P. Canney</u>	<u>532</u>
<u>3-26-03</u>	<u>Kevin Malano</u>	<u>497</u>

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
<u>3-23-03</u>	<u>Ernest A. [Signature]</u>	<u>#088</u>
<u>3-24-03</u>	<u>Bob [Signature]</u>	<u>#035</u>
<u>3-24-03</u>	<u>James Cates</u>	<u>#132</u>
<u>3-24-03</u>	<u>Shewi [Signature]</u>	<u>#313</u>
<u>3-25-03</u>	<u>Ct [Signature]</u>	<u>612</u>
<u>3-25-03</u>	<u>Maryland [Signature]</u>	<u>609</u>
<u>3-25-03</u>	<u>[Signature]</u>	<u>611</u>
<u>3-25-03</u>	<u>[Signature]</u>	<u>#96</u>
<u>3-25-03</u>	<u>W. Larry Waring</u>	<u>291</u>
<u>3-25-03</u>	<u>Jorge A. Roca</u>	<u>355</u>
<u>3-25-03</u>	<u>Patricia Martell</u>	<u>490</u>
<u>3-25-03</u>	<u>Pat & Don Madl</u>	<u>?</u>
<u>3-25-03</u>	<u>Craig [Signature]</u>	<u>580</u>
<u>3-25-03</u>	<u>J. C. [Signature]</u>	<u>110</u>
<u>3-25-03</u>	<u>[Signature]</u>	<u>328</u>
<u>3-25-03</u>	<u>George [Signature]</u>	<u>300</u>

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3-25-03	Richard Steffen	326
3-25-03	Ralph P. Perry	334
3-25-03	Charles H. Hester	302
3-27-03	Ed Anderson	86
3-27-03	Regina J. Buicelli	345
3-27-03	Robert M. Curtis	306
3-27-03	Lois P. Sunday	489
3-27-03	Frank Edman	495
3-27-03	Wally & Nancy Pache	534
3-27-03	William & Cheryl Hoss	610
3-27-03	Jane R. Martin	602
3-27-03	Edward Wattage	601
3-27-03	Allen D. Poupard	591
3-27-03	John Anglin	590
3-27-03	Robert J. Salamin	589
3-27-03	Marilyn Alton	103

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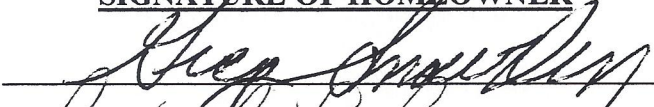

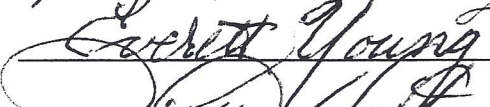
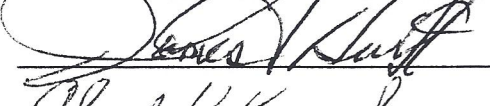
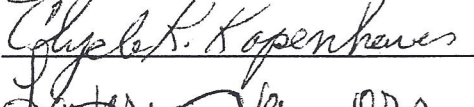
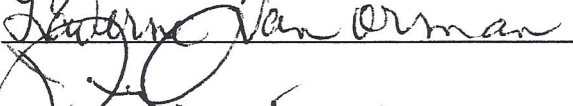
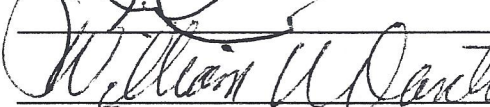
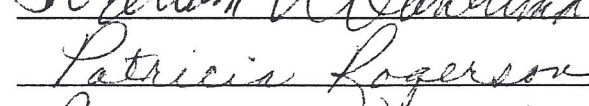
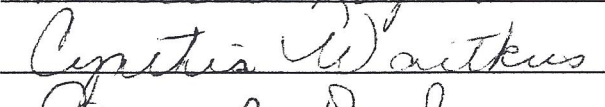
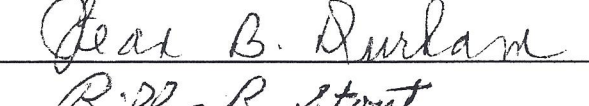
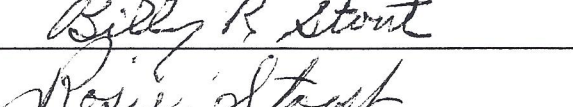
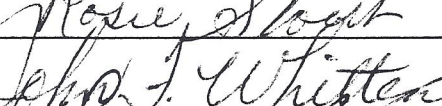
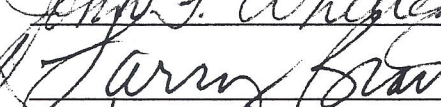
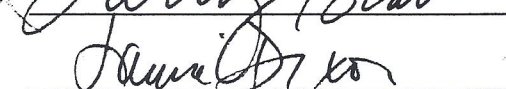
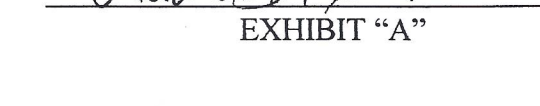

<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3/27/03		092
3/27/03		95
3/27/03		109
3/27/03		112 & 113
3/27/03		322
3/27/03		341
3/27/03		319
3/27/03		340
3/27/03		316
3/27/03		100
3/27/03		337
3/28/03		513
3/28/03		091
3/28/03		294
3/28/03		38
3/28/03		21

EXHIBIT "A"

CONSENT TO INCORPORATION

We, the undersigned, hereby certifying by signature to be mobile home owners residing in Southport Springs Mobile Home Park located near Zephyrhills, Pasco County, Florida (the "Park"), do hereby consent to the formation of a not-for-profit Florida Corporation, whose intended name is **SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC.** and consent to be a member thereof, all in accordance with Sections 723.075 and 723.078, Florida Statutes. We further authorize our incorporated Homeowners Association, when formed, to represent us in connection with all matters and disputes relative to Chapter 723, Florida Statutes. The total number of lots leased by mobile home owners at this time is 194

<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3/26/03	Josephine Appello	564
3/26/03	John A. [Signature]	339
3/27/03	Bett Stiefel	135
3/27/03	Charles J. [Signature]	32
3/27/03	Nancy Retherford	65
3/27/03	Nettie Fitzpatrick	60
3/27/03	Henry R. [Signature]	07
3/27/03	Frank [Signature]	55
3/27/03	Rahmat B. [Signature]	27
3/27-03	Eugene Z. [Signature]	24
3/27/03	Betty Frizzell	56
3/27/03	Melvin Collins	59
3-29-03	Edward [Signature]	129
3-29-03	Ed [Signature]	270
3/29/03	Christopher [Signature]	080
3/29/03	Frank [Signature]	289

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3/27/2003	Charles L. Larkin	330
8/29/2003	Brian K. Lavange	331
3/29/03	Dandy Larkin	308
3/29/03	Ellen A. Millard	487
3/29/03	Donna L. Larkin	545
3/29/03	Jackie Quinn	512
3-29-03	Abigail Hughey	318
3-29-03	Arthur J. Paele	343
3-29-03	Ken Salami	321
3-29-03	Rosemarie C. Lodi	323
3-29-03	Marvyn S. Smith	90
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

EXHIBIT "A"

CONSENT TO INCORPORATION

We, the undersigned, hereby certifying by signature to be mobile home owners residing in Southport Springs Mobile Home Park located near Zephyrhills, Pasco County, Florida (the "Park"), do hereby consent to the formation of a not-for-profit Florida Corporation, whose intended name is **SOUTHPORT SPRINGS 723 HOMEOWNERS ASSOCIATION, INC.** and consent to be a member thereof, all in accordance with Sections 723.075 and 723.078, Florida Statutes. We further authorize our incorporated Homeowners Association, when formed, to represent us in connection with all matters and disputes relative to Chapter 723, Florida Statutes. The total number of lots leased by mobile home owners at this time is 194

<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
<u>3-23-03</u>	<u>Colandrea</u>	<u>029</u>
<u>3-23-03</u>	<u>Carlynn Green</u>	<u>057</u>
<u>3-23-03</u>	<u>Larry J. Bilski</u>	<u>039</u>
<u>3-25-03</u>	<u>Thomas L. Wellman</u>	<u>030</u>
<u>3-25-03</u>	<u>Catherine Menegatti</u>	<u>026</u>
<u>3/26/03</u>	<u>Don Cole</u>	<u>033</u>
<u>3-26-03</u>	<u>Robert H. Michalek</u>	<u>045</u>
<u>3-26-03</u>	<u>Devinne Swann</u>	<u>034</u>
<u>3-26-03</u>	<u>George E. Ransom</u>	<u>000</u>
<u>3-26-03</u>	<u>Willard Reichhart</u>	<u>022</u>
<u>3-26-03</u>	<u>Shirley Wilcox</u>	<u>031</u>
<u>3-26-03</u>	<u>Charlie Lippert</u>	<u>134</u>
<u>3-26-03</u>	<u>Frank L. Lippert</u>	<u>135</u>
<u>3/26/03</u>	<u>Roger E. Gordon</u>	<u>194</u>
<u>3/26/03</u>	<u>Cornelia Daulton</u>	<u>197</u>
<u>3/26/03</u>	<u>Ralph H. Johnson</u>	<u>042</u>

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3/28/03	Martha Espie	25
3/28/03	Charles Milbury	196
3/28/03	John E. Hall	79
3/28/03	Donald K. Crawford	73
3/28/03	Bryan P. [unclear]	83
3-28-03	Alvin L. Moore	269
3/29/03	Francis X. Martineau	77
3/29/03	Ralph S. Ackley	268
3/29/03	Carl J. Mistry	264
3/29/03	[unclear]	263
3/29/03	Patricia G. Mahoney	254
3/29/03	Joseph A. Bauman	082

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<u>DATE</u>	<u>SIGNATURE OF HOMEOWNER</u>	<u>LOT NO.</u>
3/23/03	Bill Leure	272
3/26/03	Bob Douthett	273
3/26/03	Stella C. [Signature]	279
3/26/03	Mary R. [Signature]	244
3/27/03	Ed Brunsman	246
03/27/03	Harold D. Nielsen	247
3/27/03	Arlene Rich	092
3/28/03	Alfred King	271
3/28/03	[Signature]	245
3/28/03	Robert T. Brunsman	274
3/28/03	James F. [Signature]	128
3-28-03	John T. Roberts, Sr.	069
3/28/03	Ronald W. Smith	080
3/28/03	Robert [Signature]	341
3/28/03	Donald P. [Signature]	117
3/28/03	W. O. Cull	114

EXHIBIT "A"

**NOTICE OF MOBILE HOMEOWNERS ASSOCIATION RIGHT TO
PURCHASE THE PARK IN ACCORDANCE WITH SECTION
723.076(3) F.S.**

Southport Springs 723 Homeowners Association, Inc., a Florida Corporation, duly incorporated according to Chapters 617 and 723 of the Florida Statutes, by and through its undersigned officers and pursuant to the notification requirements of Section 723.076(3) of the Florida Statutes, hereby gives notice of the homeowners association rights to purchase Southport Springs Mobile Home Park as provided by Section 723.071 of the Florida Statutes. This instrument supersedes that certain document recorded at the Pasco County, Florida Circuit Court Clerk's office at Record Book 3937, Page 1572.

The address of the Southport Springs Mobile Home Park is: 3905 Southport Springs Parkway, Zephyrhills, Florida 33541

The current park owner is: Southport Springs I, Limited Partnership, a Delaware Limited Partnership, 167 Old Post Road, Southport, CT 06409

The legal description of the Mobile Home Park provided in its prospectus is: approximately 151.09 acres of real property in Pasco County, Florida that is currently being developed as a master-planned Mobile Home Park

The Business address of the Southport Springs 723 Homeowners Association, Inc. is: Southport Springs 723 Homeowners Association, Inc. , c/o Roland H. Perez, 35626 Clubber Court, Zephyrhills, FL 33541

IN WITNESS WHEREOF, The undersigned officers of the Southport Springs 723 Homeowners Association Inc, for the purpose stated above, hereby execute this instrument :


Kenneth A. Winslow, President

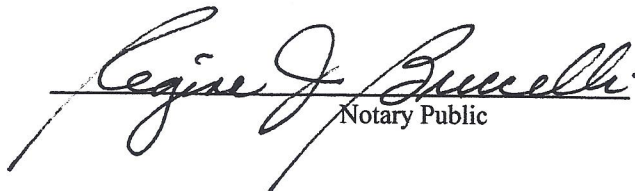

Roland H. Perez, Secretary

STATE OF FLORIDA
COUNTY OF PASCO

The forgoing instrument was sworn to and subscribed before me on this the 16th day of April in the year 2003 by Kenneth A. Winslow and Roland H. Perez ,who have produced their driver's license as identification.



Regina J Buccelli
My Commission DD111034
Expires April 22, 2006


Notary Public



Recpt: 672700
DS: 0.00
04/17/03

Rec: 6.00
IT: 0.00
Dpty Clerk

JED PITTMAN, PASCO COUNTY CLERK
04/17/03 08:34am
OR BK 5319 PG 72 of 1