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HAROLD G. MELVILLE*
DAVID N. SOWERBY

*BOARD CERTIFIED CIVIL TRIAL LAWYER AND
BOARD CERTIFIED BUSINESS LITIGATION LAWYER

April 20, 2000

FILED
00 APR 25 AM 8:00
TALLAHASSEE
SECRETARY OF STATE
FLORIDA
TELEPHONE (904) 464-7900
FAX (904) 464-8220

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*****78.75 *****78.75

FLORIDA DEPARTMENT OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

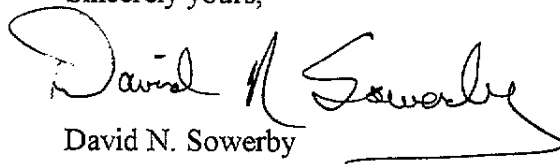
RE: **Southpointe at Ocean Village Homeowners' Association, Inc.;**
a Florida not for profit corporation

Gentlemen:

Enclosed please find the Articles of Incorporation for filing, together with our firm's check in the amount of \$78.75 to cover the fees associated with the filing and the cost for a certified copy. Please return a certified copy of the Articles to the undersigned in the envelope provided.

We appreciate your assistance in expediting this filing.

Sincerely yours,


David N. Sowerby

DNS/njo

Enclosures

F. CHESNEY

APR 27 2000

ARTICLES OF INCORPORATION
OF
SOUTHPOINTE AT OCEAN VILLAGE
HOMEOWNERS ASSOCIATION, INC.,
A Florida Non-Profit Corporation

FILED
60 APR 25 AM 8:01
SUCCESSION OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit pursuant to Chapter 617 of the Florida Statutes and do hereby adopt the following Articles of Incorporation:

ARTICLE I. - NAME

The name of the corporation is:

SOUTHPOINTE AT OCEAN VILLAGE HOMEOWNERS ASSOCIATION, INC..

ARTICLE II. - PRINCIPAL OFFICE

The street address and mailing address of the principal office of the corporation is: 100 Mainsail Drive, Fort Pierce, FL 34949.

ARTICLE III. - PURPOSE

The purposes for which the corporation is organized are:

- (a) To engage as a non-profit organization in protecting the value of the property of the Members of the Corporation.
- (b) To operate, manage, maintain and administer the affairs of the Homeowners' Association as defined and set forth in that certain Declaration of Covenants, Restrictions and Easements for Southpointe Subdivision (hereinafter "Declaration"), to be recorded in the Public Records of St. Lucie County, Florida.
- (c) To enter into and perform any contract and to exercise all powers and privileges granted by the Declaration and which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of the Homeowners' Association in accordance with the Declaration, and the By-Laws; and to exercise all powers and privileges permitted by the Florida Not-For-Profit Corporation Act, including, but not limited to, the establishment (and enforcement of payment) of charges and assessments and such other lawful activities as may be to the mutual benefit of the Members and their property.

ARTICLE IV. - MEMBERS

The corporation is to have members, and each Owner of a Lot, as those terms are defined in the Declaration shall be a member of the corporation and no other person or entity shall be entitled to membership. No Owner of a Lot shall be required to pay any consideration whatsoever solely for his membership in the corporation.

ARTICLE V. - REGISTERED AGENT

The name of the corporation's registered agent in the State of Florida is HAROLD G. MELVILLE, and the location of the registered office of the corporation in the State of Florida is 2940 South 25th Street, Fort Pierce, FL 34981.

ARTICLE VI. - DURATION

The duration of this corporation shall be perpetual.

ARTICLE VII. - LIMITATION.

The corporation shall not engage in any activity involving pecuniary gain, incidentally or otherwise, to its members, and shall not pay dividends or other pecuniary remuneration, directly or indirectly, to its members. The corporation is not organized for profit and has no stated capital. The corporation shall be authorized and empowered to pay reasonable compensation for services rendered to it and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE VIII. - DIRECTORS

(a) The number of Directors of the corporation shall be fixed by the By-Laws of the corporation but shall not be less than three (3). The Directors of the corporation shall be appointed by the Developer (as defined in the Declaration) until after conveyance by deed to individual Lot Owners other than the Developer of eighty percent (80%) of the Lots in the Property subject to the Declaration. After such time, the Directors shall be elected by the Members in accordance with the provisions of the Declaration and the By-Laws of the corporation to serve in accordance with the terms of office established in the By-Laws.

(b) The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as initial Directors are:

<u>Name:</u>	<u>Address</u>
Roy Chapin, III	2560 RCA Boulevard, Suite 112 Palm Beach Gardens, FL 33410
Harold S. Reed	2560 RCA Boulevard, Suite 112 Palm Beach Gardens, FL 33410

Tracy Price 100 Mainsail Drive
Fort Pierce, FL 34949

(c) Directors may take any action which they are required or permitted to take without a meeting on written consent, setting forth the action so taken, signed by all of the Directors entitled to vote thereon.

ARTICLE IX. - INCORPORATOR


The names and addresses of the incorporator of the corporation is as follows:

Name:	Address
Roy Chapin, III	2560 RCA Blvd., Ste. 112 Palm Beach, FL 33410

ARTICLE X. - AMENDMENT

These Articles of Incorporation may be amended by the affirmative vote of seventy-five percent (75%) of all membership votes.

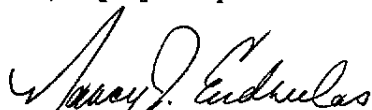
IN WITNESS WHEREOF, the undersigned have affixed their signatures this 19 day of April, 2000.



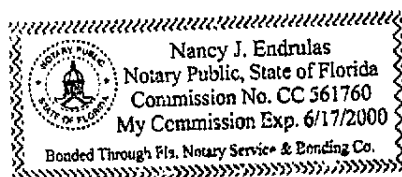
ROY CHAPIN, III, Incorporator

**STATE OF FLORIDA
COUNTY OF ST. LUCIE**

The foregoing instrument was acknowledged before me this 19th day of April 2000, by ROY CHAPIN, III, [☒] who is personally known to me, or [☐] who produced his driver's licenses as identification.



Print Name: NANCY J. ENDRULAS
Notary Public, State of Florida At Large
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

I, HAROLD G. MELVILLE, of 2940 South 25th Street, Fort Pierce, FL 34981, having been designated as Registered Agent to accept service of process for the above stated corporation, hereby accept the appointment as registered agent and agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



HAROLD G. MELVILLE

Date: 4 | 20 | 00

FILED

00 APR 25 AM 8:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA