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FLORIDA NON-PROFIT CORPORATION

Sherman Hills Home Owners' Association, Inc.

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**ARTICLES OF INCORPORATION OF
SHERMAN HILLS HOME OWNERS' ASSOCIATION, INC.
January, 2001**

In compliance with the requirements of Chapter 617, Florida Statutes, Section 617.1007, the undersigned, all of whom are residents of the State of Florida and of full age, have this date voluntarily associated themselves for the purpose of restating a corporation not for profit's Articles of Incorporation and do hereby certify:

**ARTICLE I
Name**

The name of the corporation is Sherman Hills Home Owners' Association, Inc., hereinafter called the "Association."

**ARTICLE II
Principal Office**

The principal office of the Association is located at 4106 Deltona Blvd. Spring Hill, FL 34611. The Board of Directors shall have the authority to, from time to time, relocate the principal office.

**ARTICLE III
Initial Registered Agent**

Sandra Day, whose address is 4106 Deltona Blvd. Spring Hill, FL 34611 is appointed as the initial registered agent of the Association. By her signature at the end hereof Sandra Day accepts such appointment and agrees to fulfill all duties imposed upon such agent by law.

**ARTICLE IV
Purposes and Powers of the Association**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for the operation, upkeep, maintenance and preservation of the street lighting system, entranceway, park and other public areas located in Sherman Hills (a.k.a. Ridge Manor West) according to the plat thereof recorded in Plat Book 19, at Pages 24 through 25, inclusive, Public Records of Hernando County, Florida, and to promote the health, safety and welfare of the owners of property within the above-described subdivision and for such purposes to fix, levy, collect and enforce payment by any lawful means, of all charges or assessments against members of the Association imposed in accordance with the Bylaws of the Association, and to pay all expenses incident to the conduct of the business of the Association and to acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property belonging to the Association and, generally, to have and exercise any and all powers, rights and privileges which a nonprofit corporation organized under the laws of the State of Florida may now or hereafter have or exercise.

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ARTICLE V
Membership

Every person or entity that is a record owner of a fee or undivided fee interest or the purchaser by agreement for deed of any lot in said Sherman Hills (a.k.a Ridge Manor West) may be a member of the Association. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot, which may be subject to assessment, by the Association. Membership is not transferable. Membership is also recognized for a legal spouse/trustee of a deeded owner. Payment of annual fee constitutes membership in the Association. Failure to pay annual Association fee and/or receipt of written notice by owner terminates membership automatically.

ARTICLE VI
Voting Rights

Members shall be entitled to one (1) vote for each lot owned. When more than one (1) person holds an interest in any lot all such persons may be members. The vote for such lot shall be exercised as they determine but in no event shall more than one (1) vote be cast with respect to any lot.

ARTICLE VII
Board of Directors

The affairs of the Association shall be managed under the direction of the Board of Directors, who must be members of the Association. The Board of Directors shall have a minimum of three (3) members, and a maximum in accordance with the Association Bylaws. Directors shall be elected in accordance with the provisions of the Association Bylaws.

ARTICLE VIII
Officers

The affairs of the Association are to be managed by a president, vice-president, secretary and treasurer, who must be a director. Election of officers to be in accordance with the provisions of the Association Bylaws.

ARTICLE IX
Duration

The corporation shall exist perpetually.

ARTICLE X
Dissolution

The Association may be dissolved with the assent of not less than two-thirds of its members. Upon dissolution of the Association, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for

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which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI
Amendments

A. Articles. These Articles may be amended only by a majority vote of the members of the Association present or by proxy at any duly called meeting of the Association.

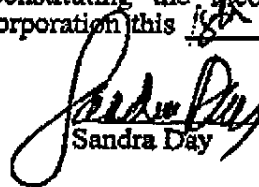
B. Bylaws. Bylaws will be hereafter adopted. Such Bylaws may be amended in the manner provided therein and the amendments to the Bylaws shall be binding on all members, including those who may have voted against them.

ARTICLE XII
Subscribers

The names and residences of the subscribers hereto are as follows:

<u>NAME</u>	<u>RESIDENCE</u>
Sandra Day	30433 Willow Bank Ave. Brooksville, FL 34602

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 18th day of January 2001.


Sandra Day

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