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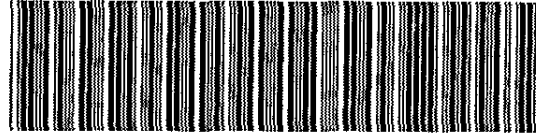
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DIVISION OF CORPORATIONS
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July 25, 2007

Via Federal Epress

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Pillars Ridge Homeowners Association, Inc.
File No. 3968-1

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced not-for-profit corporation. Also enclosed is a check in the amount of \$78.75 which represents your filing fee for the Articles of Incorporation, Designation of the Acceptance by Registered Agent and certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter. If you have any questions whatsoever, please do not hesitate to contact me.

Very truly yours,

Jason E. Merritt

JEM/dm
Enclosures
xc: Fouad Boutros



FLORIDA DEPARTMENT OF STATE
Division of Corporations

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DIVISION OF CORPORATIONS

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July 27, 2007

JASON E. MERRITT, ESQUIRE
POST OFFICE BOX 1010
ORLANDO, FL 32802-1010

SUBJECT: PILLARS RIDGE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W07000036392

We have received your document for PILLARS RIDGE HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
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Letter Number: 107A00046992

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

07 AUG 22 PM 4:01

ARTICLES OF INCORPORATION
Of
PILLARS RIDGE HOMEOWNERS ASSOCIATION, INC.
(A Florida Corporation Not-for-Profit)

The undersigned, acting as incorporators of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following articles of incorporation for such corporation.

ARTICLE I
NAME

The name of the corporation is PILLARS RIDGE HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II
PRINCIPAL OFFICE

The street address of the initial principal office and the mailing address are the same as follows:

1216 Bowman Street
Clermont, Florida 34711

ARTICLE III
PURPOSE OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed is to provide for maintenance, preservation and architectural control of the residences and Common Area within that certain tract of property described in the Declaration of Covenants, Conditions and Restrictions of PILLARS RIDGE, (the "Property"), recorded or to be recorded in the Public Records of Lake County, Florida (the "Declaration") as the same may be amended from time to time as therein provided and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes.

ARTICLE IV
POWERS OF THE ASSOCIATION

The general powers that the Association shall have include all proper acts, necessary or incidental, for the benefit and protection of the Association, to transact any lawful business, and to exercise all powers granted to Associations by the laws of Florida.

ARTICLE V
MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to the Declaration, including contract sellers, shall be a member of the Association with the voting rights described herein. The foregoing shall not 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 is subject to assessment by the Association.

ARTICLE VI **VOTING RIGHTS**

The Association shall have two classes of voting membership as follows:

CLASS A. The Class "A" Member(s) shall be all Owners, with the exception of the Developer so long as there exists Class B Membership in the Association, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any residence, all such persons shall be Members. The vote for such Lot shall be exercised as the multiple Owners may determine, but in no event shall more than one (1) vote be cast with respect to any one Lot.

CLASS B. The Class "B" Member shall be the Developer. The Class "B" Member shall be entitled to exercise total voting control within the Association until three months following the conveyance by Developer of ninety percent (90%) of the Lots to individuals other than the Developer, at which time Class "A" Members may exercise voting rights within the Association. No Lots owned by the Developer shall be subject to any assessment as provided herein until the annual meeting following the conveyance of ninety percent (90%) of the Lots to individuals other than the Developer; provided however, until such time, Developer shall contribute such sums to the Association as may be necessary to pay operating expenses of the Association to the extent that assessments from Class A Members and other income of the Association are insufficient to do so. The Class B Membership shall cease and be converted to Class A Membership at such time as Developer conveys ninety percent (90%) of the Lots to individuals other than the Developer.

ARTICLE VII **BOARD OF DIRECTORS**

The affairs of the Association will be managed by a Board consisting of not less than three (3) and no more than five (5) directors. The number of directors may be changed by amendment of the bylaws of the Association ("Bylaws"). The method of election of directors is as stated in the Bylaws. The names and address of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
FOUAD BOUTROS	1216 BOWMAN STREET CLERMONT, FL 34711
DIANE BOUTROS	1216 BOWMAN STREET CLERMONT, FL 34711
LILY DOUEIHI	1216 BOWMAN STREET CLERMONT, FL 34711

ARTICLE VIII
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The address of this Association's initial registered office in the State of Florida is 1216 Bowman Street, Clermont, FL 34711. The name of this Association's initial registered agent at the above address is Fouad Boutros.

ARTICLE IX
INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation are as follows:

FOUAD BOUTROS
1216 Bowman Street
Clermont, FL 34711

ARTICLE X
BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded at any annual meeting of the association, or at any special meeting duly called for such purpose by a vote of a majority of a quorum of voting members present in person or by proxy, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

ARTICLE XI
INDEMNIFICATION

In addition to any rights and duties under applicable law, this Association shall indemnify and hold harmless all its directors, officers, employees, and agents, and former directors, officers, employees, and agents from and against all liabilities and obligations, including attorneys fees incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE XII
EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE XIII
AMENDMENTS

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These Articles of Incorporation may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose on the affirmative vote of at least three-fourths (3/4) of the members eligible to vote. No amendment shall make any changes in the qualifications for membership nor the voting rights of the Members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Lots. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform with the same.

ARTICLE XIV
DISSOLUTION

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each Class of members. Upon dissolution of the Association, other than incidental to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation on this July- 24, 2007.


FOUAD BOUTROS
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the office designated in the foregoing Articles of Incorporation, I am familiar with the duties and obligations of Registered Agents and I hereby agree to act in this capacity and to comply with all statutes relative to the proper and complete performance of my duties.

Date: July- 24-, 2007


Fouad Boutros
Registered Agent