

ARTICLES OF INCORPORATION
OF
THE VILLAGES ACTION COMMITTEE, INC.

FILED
95 JUN -2 11 8 17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a not for profit corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

THE VILLAGES ACTION COMMITTEE, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to act as a fund raising and information dissemination agency for those owners of real property located in the residential developments known as the Villages located in Lake County and Sumter County, Florida who desire to resolve certain disputes between themselves and the developer of the Villages and, in such capacity, to engage in any activity or business permitted under the laws of Florida and of the United States and for the purposes for which a Corporation may be formed under the Florida Not For Profit Corporation Act, including, but not by way of limitation, solicitation of funds for the prosecution of legal actions to determine certain rights of such residents.

ARTICLE IV - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be:

240 S. Pineapple Avenue
10th Floor
Sarasota, Florida 34236

and, the mailing address of this Corporation shall be:

Post Office Box 49948
Sarasota, Florida 34230-6948

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Jeffrey S. Russell 240 S. Pineapple Avenue
 10th Floor
 Sarasota, Florida 34236

ARTICLE VI - DIRECTORS

Initially, this Corporation shall have three (3) Directors. The number of Directors may be changed from time to time by Bylaws adopted by the Members. Vacancies on the Board of Directors may be filled in such a manner as provided by the By-Laws. The name and address of each member of the first Board of Directors is:

Jeffrey S. Russell 240 S. Pineapple Avenue
 10th Floor
 Sarasota, Florida 34236

Linette Pelletier 240 S. Pineapple Avenue
 10th Floor
 Sarasota, Florida 34236

Carolyn S. Barker 240 S. Pineapple Avenue
 10th Floor
 Sarasota, Florida 34236

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Members and approved at a Members Meeting by a majority of the Members entitled to vote thereon.

ARTICLE VIII - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

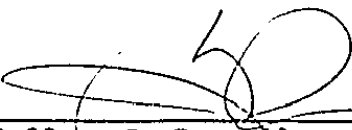
Jeffrey S. Russell	240 S. Pineapple Avenue 10th Floor Sarasota, Florida 34236
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ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the Corporation), by reason of the fact that he is or was a director or officer of the Corporation, against any and all expenses (including attorney's fees, court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him in connection with such action, suit or proceeding, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall

continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs and personal representatives of such person. Provided however, that if any past or present officer or director sues the Corporation, other than to enforce this indemnification, such past or present director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from Corporate funds. If there are no funds available to pay the cost of the indemnification or deficiency resulting from insufficient insurance coverage, then the Board of Directors shall assess the membership to cover such costs. This indemnification is an absolute right, and such assessments shall be made notwithstanding any other provisions contained herein to the contrary.


The undersigned has executed these Articles this 15th
day of June, 1995.



Jeffrey S. Russell
"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for THE VILLAGES ACTION COMMITTEE, INC. at the place designated in the Articles, 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 I am familiar with and accept the obligations of my position as Registered Agent.

6/1/95
Date



Jeffrey S. Russell
Registered Agent

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