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Robert S. Hayes, P.A.

Attorney at Law

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KISSIMMEE, FLORIDA 34741
(407) 933-4005
FAX (407) 933-8782

ROBERT S. HAYES

October 27, 1998

Corporate Records Filing Bureau
P.O. Box 6327
Tallahassee, FL 32301

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-11/09/98--01113--010
*****87.50 *****87.50

Attn: Division of Corporations

RE: THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS'
ASSOCIATION, INC.

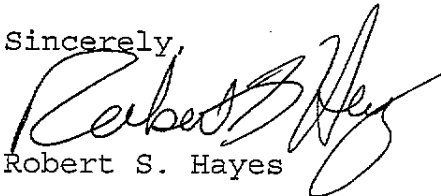
Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation, Certificate Designating Place for the Service of Process within this State and Naming Agent upon whom Process may be Served, and Acceptance for the above-named Florida corporation. The check for \$87.50 is enclosed.

Please file the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Thank you for your attention to this matter.

Sincerely,


Robert S. Hayes

RSH/cad
Enclosures

98 NOV -9 AM 9: 21
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

B. BROCK NOV 12 1998

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

OF

98 NOV -9 AM 9:21

THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC.

The undersigned, hereby makes, subscribes, acknowledges and files the following Articles for the purpose of forming a non-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II - PURPOSES

The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. The purposes for which it is formed are:

To promote the health, safety and welfare of the property owners in those certain lots or blocks of land more particularly described in Schedule "A" attached hereto and incorporated herein by reference and such additions thereto as may hereafter be provided in Article XII herein, hereinafter referred to as "The Properties", and for this purpose to:

- (a) own, acquire, build, operate and maintain certain areas for the benefit of property owners, including but not limited to: commons, green belts, open spaces, buildings, structures and personal properties incident thereto, hereinafter collectively referred to as "the common properties and facilities" all as indicated on the plat of the Hunter's Ridge subdivision in Osceola County, Florida;
- (b) maintain unkempt lands or trees;
- (c) to fix and collect assessments (or charges) to be levied against The Properties;

- (d) enforce any and all covenants, restrictions and agreements applicable to The Properties;
- (e) pay taxes and insurance, if any, on the common properties and facilities;
- (f) maintain grounds of the common area including mowing, fertilizing, insecticides and maintain the roadways within the Hunter's Ridge subdivision if required by Osceola County;
- (g) erect and maintain such facilities for the common enjoyment of the members of the Association as the Board of Directors may deem fit;
- (h) pay the utilities costs for common areas including water, sewer and electricity;
- (i) pay for other miscellaneous services which may be required such as exterminating services, security system maintenance and fire extinguisher services;
- (j) maintain a reserve for future maintenance and repairs;
- (k) enforce and maintain all restrictions and regulations as shown on the Declaration of Restrictions for the subdivision; and
- (l) has all the powers necessary, granted under Chapter 617, Florida Statutes, for the purpose for which the Association is organized and to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of The Properties.

ARTICLE III - MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC. shall be a member of THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC. from the date such member acquires title to his lot, provided that any such person or entity who hands such interest merely as a security for the performance of an obligation shall not be a member.

ARTICLE IV - TERM

This corporation shall have perpetual existence.

ARTICLE V - THE SUBSCRIBERS

The name and post office address of the subscriber of the Articles of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Ernest Hunter	213 Competition Drive Kissimmee, FL 34743

ARTICLE VI - OFFICERS

The officers shall be a President, a Vice-President, and a Secretary/Treasurer. The President shall be a member of the Board of Directors. The Officers shall be chosen by majority vote of the directors. All officers shall hold office at the pleasure of the Board of Directors.

ARTICLE VII - INITIAL OFFICERS

<u>NAME</u>	<u>OFFICE</u>	<u>POST OFFICE ADDRESS</u>
Ernest Hunter	President	213 Competition Drive Kissimmee, FL 34743
Norma Hunter	Vice-President	213 Competition Drive Kissimmee, FL 34743
Nadine Hunter	Secretary/ Treasurer	213 Competition Drive Kissimmee, FL 34743

ARTICLE VIII - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of not less than three (3) nor more than six (6) directors who need not be members of the Association. The initial Board of Directors shall consist of three (3) directors who shall hold office until the termination of the Class "B" membership and until the election of their successors at the annual meeting of members, or until

their prior resignation. Upon the termination of the Class "B" membership, as hereinafter provided in Article XI hereof, the Board of Directors shall be increased to not less than five (5) members, three (3) of whom shall be selected for a term of three (3) years, and two (2) of whom shall be elected for a term of two (2) years. Thereafter, the number of directors and terms of office shall be as set by the membership.

The names and addresses of those persons who are to act as directors until their resignation or the election of their successors are:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
Ernest Hunter	213 Competition Drive Kissimmee, FL 34743
Norma Hunter	213 Competition Drive Kissimmee, FL 34743
Nadine Hunter	213 Competition Drive Kissimmee, FL 34743

ARTICLE IX - BY-LAWS

The By-Laws of the corporation may be made, amended, altered or rescinded at a regular or special meeting of the members, by a vote of two-thirds of each class of members present in person or by proxy; provided that those provisions of the By-Laws which are governed by these Articles of Incorporation may not be amended except as provided in the Articles of Incorporation or applicable law.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles may be amended, altered or rescinded in accordance with law, by the members, provided that the voting and quorum requirements specified for any action under the provisions

of Article IX shall apply also to any amendment of such provision, and provided further that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants and restrictions applicable to The Properties (as, for example, membership and voting rights) which are part of the property interests created thereby; nor shall any amendment hereto be effective to change or alter in any way any of the rights or privileges of Osceola County created by the Restrictive Covenants or any other source, without the written approval of said County.

ARTICLE XI - VOTING RIGHTS

THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC. shall have two (2) classes of voting membership:

CLASS A: Class A members shall be all those owners as defined in Article III with the exception of the developer. Class A members shall be entitled to one (1) vote for each lot in which they hold the interests required for membership by Article III. When more than one (1) person holds such interest or interests in any lot, all such persons shall be members and the vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast with respect to any such lot.

CLASS B: Class B members shall be the developer. The Class B member shall be entitled to three (3) votes for each lot in which it holds the interest required for membership by Article III; provided that the Class B membership shall cease and become converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the

Class B membership.

From and after the happening of this event, the Class B member shall be deemed to be a Class A member entitled to one (1) vote for each lot in which it holds the interests required for membership under Article III.

Likewise, upon the happening of this event, or at such earlier date as the developer may determine, a special meeting of members shall be called for the purpose of electing officers and directors, the then officers and directors shall submit their written resignation, the Class A members shall elect their own officers and directors and assume control of the corporation. Provided, however, that so long as the developer is the owner of one (1) lot in the said subdivision, it shall be entitled to elect one (1) member of the Board of Directors.

ARTICLE XII - ADDITIONS TO PROPERTIES

Additions to the properties described in Article II may be made only on recommendation of the Board of Directors. Such additions shall extend the jurisdiction, functions, duties, and membership of this corporation to such properties and must have the assent of two-thirds of the votes of each class of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XIII - MERGERS AND CONSOLIDATIONS

Subject to the provisions of the recorded covenants and restrictions applicable to the properties described in Article II, and to the extent permitted by law, the corporation may participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidations shall have the assent of two-thirds of the votes of each class of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE XIV - MORTGAGES; OTHER INDEBTEDNESS

The corporation shall have the power to mortgage its properties to the extent authorized by the Board of Directors and other applicable restrictions, if any. The total debts of the corporation, including the principal amount of such mortgages outstanding at any time, shall not exceed the total of two (2) years' assessments current at that time, provided that authority to exceed said maximum in any particular case may be given by an affirmative vote of two-thirds of the votes of each class of members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed to all members at least thirty (30) days in advance and shall set forth the purpose of meeting.

ARTICLE XV - QUORUM

The quorum required for any action governed by these Articles of Incorporation shall be thirty percent (30%) of the total voting interest.

ARTICLE XVI - VOTES NECESSARY

For any action governed by Articles XII, XIII and XIV of these Articles of Incorporation shall require a two-thirds vote of the voting interest present, in person or by proxy, at a meeting in which a quorum has been obtained. Any other action governed by these Articles of Incorporation must be made by at least a majority of the voting interest present, in person or by proxy, at a meeting in which a quorum has been obtained.

ARTICLE XVII - DEDICATION OF PROPERTIES OR TRANSFER OF FUNCTION TO PUBLIC AGENCY OR UTILITY

The corporation shall have power to dispose of its real properties as provided by general law.

ARTICLE XVIII - DISSOLUTION

The corporation may be dissolved only with the assent given in writing and signed by the members entitled to cast two-thirds of each class of its membership and only with written consent of Osceola County. Written notice of a proposal to dissolve, setting forth the reasons thereof and the disposition to be made of the assets (which shall be consonant with Article XIX hereof) shall be mailed to every member at least ninety (90) days in advance of any action taken.

ARTICLE XIX - DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of the corporation, the assets, both real and personal of the corporation, shall be dedicated to an appropriate

public agency or utility to purposes as nearly practicable the same as those to which they were required to be devoted by the corporation. 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 purposes as nearly practicable the same as those to which they were required to be devoted by the corporation.

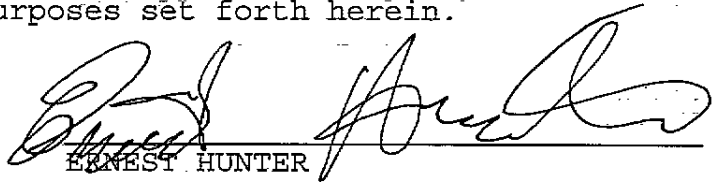
No such disposition of corporation properties shall be effective to divest or diminish any right or title to any member vested in him under the recorded covenants and deeds applicable to The Properties unless made in accordance with the provisions of such covenants and deeds.

ARTICLE XX - INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every director and every officer of the corporation will be indemnified by the corporation against all expenses and liabilities, including legal fees reasonably incurred by and imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the corporation, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. Provided that in the event of a settlement, indemnification will apply only in the event that the Board of Directors approves such settlement and reimbursement as being in the best interest of the

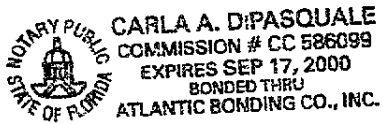
corporation. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

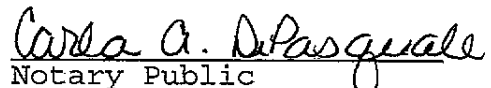
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Kissimmee, Osceola County, Florida for the uses and purposes set forth herein.


ERNEST HUNTER

STATE OF FLORIDA
COUNTY OF OSCEOLA

BEFORE ME, a Notary Public, personally appeared ERNEST HUNTER, President of THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC., who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on this 6th day of November, 1998.

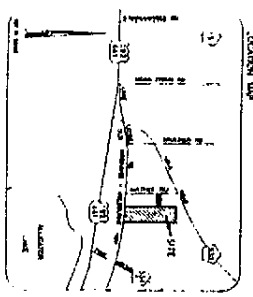



Notary Public
My Commission Expires:
Print: Carla A. DiPasquale
Commission # _____

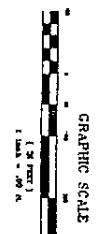
Personally Known or Produced _____
as Identification

HUNTER'S RIDGE

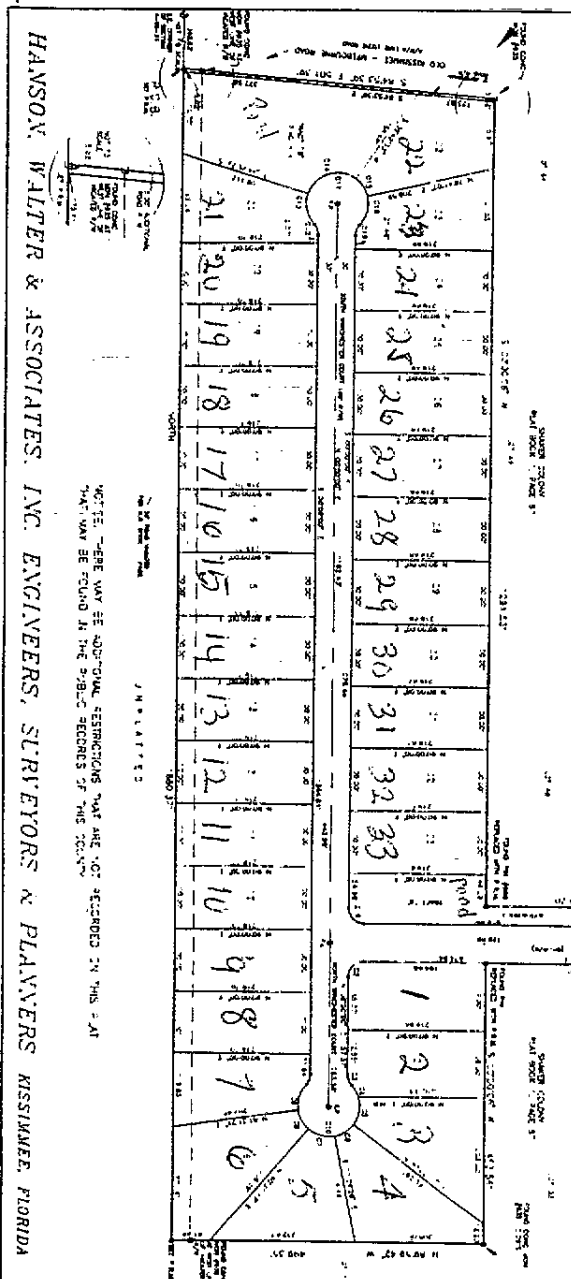
BEING A REPLAT OF A PORTION OF SHAKER COLONY
AS RECORDED IN PLAT BOOK 1, PAGE 87
LYING IN SECTION 4, TOWNSHIP 26 SOUTH, RANGE 31 EAST
OSCEOLA COUNTY, FLORIDA



- NOTES**
1. RECORDED SURVEY RECORDS SHOWN ON THE PLAT BOOK 1, PAGE 87, SHOWS THE LOCATION OF THE SHAKER COLONY AS RECORDED IN PLAT BOOK 1, PAGE 87, AND THE LOCATION OF THE SHAKER COLONY AS RECORDED IN PLAT BOOK 1, PAGE 87.
 2. THE SHAKER COLONY IS A 100 FOOT WIDE AND 100 FOOT DEEP TRACT OF LAND Lying IN SECTION 4, TOWNSHIP 26 SOUTH, RANGE 31 EAST, OSCEOLA COUNTY, FLORIDA.
 3. THE SHAKER COLONY IS A 100 FOOT WIDE AND 100 FOOT DEEP TRACT OF LAND Lying IN SECTION 4, TOWNSHIP 26 SOUTH, RANGE 31 EAST, OSCEOLA COUNTY, FLORIDA.
 4. THE SHAKER COLONY IS A 100 FOOT WIDE AND 100 FOOT DEEP TRACT OF LAND Lying IN SECTION 4, TOWNSHIP 26 SOUTH, RANGE 31 EAST, OSCEOLA COUNTY, FLORIDA.



NO.	ACRES	SQ. FT.	FRONT	REAR	SIDE	DIAGONAL
1	0.10	3460	100	100	100	100
2	0.10	3460	100	100	100	100
3	0.10	3460	100	100	100	100
4	0.10	3460	100	100	100	100
5	0.10	3460	100	100	100	100
6	0.10	3460	100	100	100	100
7	0.10	3460	100	100	100	100
8	0.10	3460	100	100	100	100
9	0.10	3460	100	100	100	100
10	0.10	3460	100	100	100	100
11	0.10	3460	100	100	100	100
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13	0.10	3460	100	100	100	100
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19	0.10	3460	100	100	100	100
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29	0.10	3460	100	100	100	100
30	0.10	3460	100	100	100	100
31	0.10	3460	100	100	100	100
32	0.10	3460	100	100	100	100
33	0.10	3460	100	100	100	100



HANSON, WALTER & ASSOCIATES, INC. ENGINEERS, SURVEYORS & PLANNERS KISSIMEE, FLORIDA


NOTE: THERE MAY BE ADDITIONAL RESTRICTIONS THAT ARE NOT RECORDED IN THIS PLAT THAT MAY BE FOUND IN THE PUBLIC RECORDS OF THIS COUNTY.

<p>CERTIFICATE OF SURVEYOR</p> <p>I, _____, Surveyor, do hereby certify that the above described land is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Witness my hand and seal this _____ day of _____, 19____.</p> <p>_____ Surveyor</p>	<p>CERTIFICATE OF APPROVAL FLORIDA COMMISSIONER</p> <p>I, _____, Commissioner, do hereby approve the above described land as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Witness my hand and seal this _____ day of _____, 19____.</p> <p>_____ Commissioner</p>
<p>CERTIFICATE OF APPROVAL COUNTY ENGINEER</p> <p>I, _____, County Engineer, do hereby approve the above described land as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Witness my hand and seal this _____ day of _____, 19____.</p> <p>_____ County Engineer</p>	<p>CERTIFICATE OF APPROVAL BY BOARD OF COUNTY COMMISSIONERS</p> <p>I, _____, Board of County Commissioners, do hereby approve the above described land as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Witness my hand and seal this _____ day of _____, 19____.</p> <p>_____ Board of County Commissioners</p>
<p>CERTIFICATE OF COUNTY CLERK</p> <p>I, _____, County Clerk, do hereby certify that the above described land is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Witness my hand and seal this _____ day of _____, 19____.</p> <p>_____ County Clerk</p>	<p>DEPOSITION</p> <p>I, _____, do hereby depose and say that I am the Surveyor of the above described land, and that the above described land is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida, and that the same is the same as shown on the plat of _____, recorded in Plat Book _____, Page _____, of the Public Records of this County, Florida.</p> <p>Subscribed and sworn to before me this _____ day of _____, 19____.</p> <p>_____ Notary Public</p>

CERTIFICATE DESIGNATING PLACE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE AND NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED

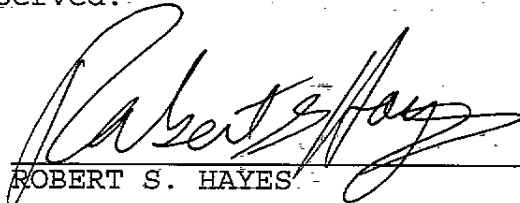
In pursuance of Section 617.023, Florida Statutes, the following is submitted in compliance with said Act: That THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, with its principal office at City of Kissimmee, County of Osceola, State of Florida, has designated and established 441 West Vine Street, Kissimmee, Florida 34741, County of Osceola, State of Florida, as its office for the service of process within this State and named ROBERT S. HAYES, ESQUIRE as its agent to accept service of process.

THE HUNTER'S RIDGE OF OSCEOLA
HOMEOWNERS' ASSOCIATION, INC.

By 
Ernest Hunter, President

ACCEPTANCE

I, ROBERT S. HAYES, hereby accept the designation as Registered Agent for Service of Process upon THE HUNTER'S RIDGE OF OSCEOLA HOMEOWNERS' ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, with its registered office at 441 W. Vine St., Kissimmee, Florida 34741, and agree to act as Registered Agent for said Corporation and to comply with the provisions of Florida Law pertaining to keeping open said office and upon whom process may be served.


ROBERT S. HAYES

Sworn to before me this
6th day of November, 1998.

Carla A. DiPasquale
Notary Public
Carla A. DiPasquale
Print
My commission No. _____
My commission expires: _____



CARLA A. DIPASQUALE
COMMISSION # CC 886489
EXPIRES SEP 17, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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