

N99000003057

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Ventanas Homeowners Association, Inc.  
(Proposed corporate name - must include suffix)

600002877906--8  
-05/18/99-01001--009  
\*\*\*\*140.00 \*\*\*\*\*70.00

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee  
& Certificate of Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM:

Rose, Sundstrom, & Berth

Name (Printed or typed)

Address

City, State & Zip

877-6555

Daytime Telephone number

*Call when Ready*

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
99 MAY 17 AM 8:19  
99 MAY 17 PM 3:55

FILED

RECEIVED

NOTE: Please provide the original and one copy of the articles.

*ajc 5/17*

ARTICLES OF INCORPORATION  
OF  
VENTANAS HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, acting as incorporator, adopts the following Articles of Incorporation.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation is VENTANAS HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II

PURPOSES

The principal office of the Association is located at 2600 Lucerne Drive, Tallahassee, Florida 32303.

ARTICLE III

REGISTERED AGENT

The initial registered agent of the Corporation shall be Martin S. Friedman, whose office is located at 2548 Blairstone Pines Drive, Tallahassee, Florida, 32301.

ARTICLE IV

PURPOSE 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

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TALLAHASSEE, FLORIDA

formed are to provide for maintenance, preservation and control of the common areas and residence lots within that certain tract of property described in the Declaration of Restrictive Covenants, Easements and Party Wall Agreement recorded in Official Records Book \_\_\_\_\_, Page \_\_\_\_\_ of the Public Records of Leon County, Florida ("Declaration"). Other purposes are as follows:

(a) to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) to fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) to dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

(d) to have to exercise, any and all power, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

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 by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who 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:

Class A. Class A members shall be all Owners and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determined, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant, who shall be entitled to exercise three (3) votes for each lot owned by the Declarant. Class B membership shall cease and be converted to Class A membership when the total votes outstanding in Class A membership equal to the total votes outstanding in Class B membership, or on January 1, 2000, whichever first occurs, or upon voluntary cancellation by Declarant. So long as there is Class B

membership the following actions require prior approval of FHA/VA:  
Annexation of additional properties, dedication of common area,  
dissolution, and amendment of the Articles of Incorporation.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of three (3) Directors, who are members of the Association. The number of Directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

NAME	ADDRESS
Olin R. Grantham	2600 Lucerne Drive Tallahassee, Florida 32303
Bert Bevis	2600 Lucerne Drive Tallahassee, Florida 32303
Thomas E. Quick	2700 Hadley Road Tallahassee, Florida 32308

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by unanimous consent of all members. Upon dissolution of the Association, other than incident 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.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

AMENDMENTS

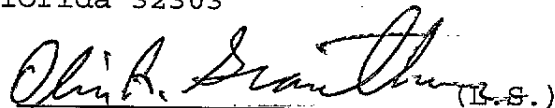
Amendment to these Articles shall require the consent of two-thirds (2/3) of the entire membership.

ARTICLE XI

INCORPORATOR

The name and address of the incorporator to these Articles is:

Olin R. Grantham  
2600 Lucerne Drive  
Tallahassee, Florida 32303

  
\_\_\_\_\_  
Olin R. Grantham  
Incorporator

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE

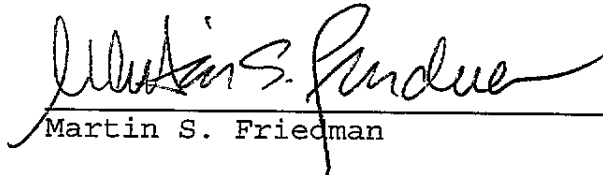
Pursuant to the provisions of Sections 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is Ventanas Homeowners' Association, Inc.

The name and address of the registered agent and office is:

Martin S. Friedman, Esquire  
Rose, Sundstrom & Bentley, LLP  
2548 Blairstone Pines Drive  
Tallahassee, Florida 32301

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.

  
Martin S. Friedman

5.17.99  
Date

3/5/99  
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FILED  
99 MAY 17 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA