

ROBERT A. BIEDERMAN

N99000003285

2909 WEST STATE ROAD 434
SUITE 121-131
LONGWOOD, FLORIDA 32779
TELEPHONE (407)786-4244
FAX (407) 786-2993

May 19, 1999

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

RE: Siena Ridge Articles of Incorporation

Dear Sir/Madame:

Enclosed herewith you will find the following:

1. Articles of Incorporation for Siena Ridge Homeowner's Association, Inc.
2. Our check in the amount of seventy eight dollars and seventy five cents (\$78.75).

The above referenced check covers filing fees, Registered Agent Designation, and a certified copy. After filing, I would appreciate your returning to me the certified copy.

Thanking you for your cooperation, I remain very truly yours,


R.A. Biederman
enclosures

FILED
1999 MAY 24 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 27 1999

ARTICLES OF INCORPORATION
OF
SIENA RIDGE HOMEOWNERS ASSOCIATION, INC.,
a corporation not for profit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute Chapter 617, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I - NAME OF CORPORATION

The name of the corporation is Siena Ridge Homeowners Association, Inc., a corporation not for profit under the provisions of Chapter 617 of the Florida statutes (hereinafter referred to as the "Association")

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal office of the Association is located at 2909 W. State Road 434, Suite 121-131, Longwood, Florida 32779.

ARTICLE III - INITIAL REGISTERED AGENT

JEROME B. FREEDMAN 2909 W. State Road 434
 Suite 121-131
 Longwood, Florida 32779

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 formed are to provide for maintenance, preservation and architectural control of the Lots and Common Area within that certain tract of property described as:

That real property described on Exhibit "A" attached hereto and incorporated herein by this reference,

ALSO

that portion of the real property described on Exhibit "B" attached hereto and incorporated herein by reference as may be subsequently added to Siena Ridge by annexation as provided for in the Declaration of Covenants, Conditions and Restrictions of Siena Ridge,

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise of all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in Florida Statutes Chapter 617 and in that certain Declaration of Covenants, Conditions, and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Clerk of the Court of Lake County, Florida, 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) 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) 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 in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) 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. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds (2/3) of the members;

(g) have and to exercise any and all powers, 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.

(h) the Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District Permit Number 40-069-0330A-ERP and applicable District rules, and shall assist in the enforcement of the Declarations of Covenants, Conditions and Restrictions which relate to the surface water or stormwater management system. The Association shall levy and collect adequate assessments against members of the Association for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements.

(i) the Association shall have the right to accept future phases into the Association.

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 any 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, with the exception of the Declarant, 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 determine, 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 or its designated successor in interest, and shall be entitled to two (2) votes for each vote held by an Owner and one (1) vote for each Lot owned by the Declarant. The Class B membership shall cease and be converted to Class A membership on the happening of one of the following events, whichever occurs earlier:

- (a) upon the sale of all of Declarant's ownership interest in all Lots; or
- (b) on January 1, 2015; or
- (c) within thirty (30) days after Declarant sends to the Association and each member notice that Declarant voluntarily wishes to turn over its control to the Association (hereinafter the "Turnover Date").

Members other than the developer are entitled to elect at least a majority of the members of the board of directors of the homeowners' association when three (3) months after ninety percent (90%) of the parcels in all phases of the community that will ultimately be operated by the homeowners association have been conveyed to members.

ARTICLE VII - BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not more than nine (9) directors, who need not be members of the Association. The initial number of directors shall be five (5) and may be changed by amendment of the By-Laws of the Association. The names and address of the persons who are to act in the capacity of directors until the selection of their successors are:

BARRY S. GOODMAN	2909 W. State Road 434, #121-131 Longwood, Florida 32779
ROBERT A. BIEDERMAN	2909 W. State Road 434, #121-131 Longwood, Florida 32779
JEROME B. FREEDMAN	2909 W. State Road 434, #121-131 Longwood, Florida 32779
LISA A. KNOWLES	2909 W. State Road 434, #121-131 Longwood, Florida 32779
CHRISTINA M. NOVOTNY	2909 W. State Road 434, #121-131 Longwood, Florida 32779

At the first annual meeting the members shall elect one director for a term of one year, two directors for a term of two years and two directors for a term of three years; and at each annual meeting thereafter the members shall elect directors for a term of three years to fill the vacancies created by the expired terms.

ARTICLE VIII - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is as follows:

JEROME B. FREEDMAN
2909 W. State Road 434, #121-131
Longwood, Florida 32779

ARTICLE IX - OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws of the Association as shall be elected by the Board of Directors at its first meeting following the first annual meeting of the general membership and they shall serve at the pleasure of the Board of Directors. Pending the election of the permanent officers of this Association by the Board of Directors, the following named persons shall be the temporary officers of the Association until their successors have been duly elected:

JEROME B. FREEDMAN - President

BARRY S. GOODMAN - Vice-President/Treasurer

ROBERT A. BIEDERMAN - Secretary

ARTICLE X - BY-LAWS

By-Laws of the Association will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed, in whole or in part, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, except that the Veterans Administration and/or the Federal Housing Administration shall have the right to veto amendments while there is a Class B membership.

ARTICLE XI - INDEMNIFICATION

The Association shall indemnify every director and every officer, his heirs, executors and administrators, to the fullest extent allowed by law, including, without limitation, indemnification against any and all losses, costs and expenses, liabilities including counsel fees, reasonably incurred in connection with any action, suit or proceeding to which an officer or director may be made a party by reason of his being or having been a director or an officer of the Association, except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for, or guilty of, gross negligence or willful misconduct. The Association shall, to the extent available, obtain insurance covering all of its officers and directors against liability or loss in connection with the foregoing matters for which indemnification is appropriate and for such other matters as may be allowed by law. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XII - DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the 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 nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater 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 by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XIII - 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.

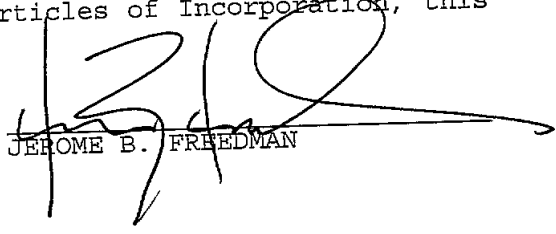
ARTICLE XIV - AMENDMENTS

Amendments to these Articles of Incorporation may be proposed by a resolution executed by at least 25% of each class of members of the Association, which proposal shall be presented to a quorum of members for their vote. Amendment of these Articles shall require the consent of two-thirds (2/3) of the members of the Association.

ARTICLE XV - CONFLICT

In the event that any provision of these Articles of Incorporation conflict with any provision of Declaration, the provision of Declaration in conflict therewith shall control.

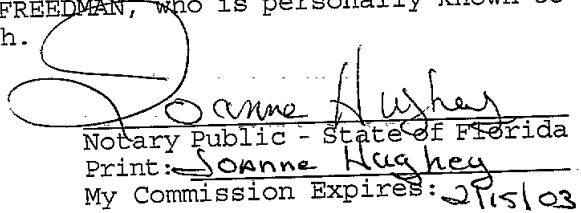
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the members and incorporators of this Association, have executed these Articles of Incorporation, this 19th day of May, 1999.


JEROME B. FREEDMAN

STATE OF FLORIDA
COUNTY OF SEMINOLE

The foregoing instrument was acknowledged before me this 19th day of May, 1999, by JEROME B. FREEDMAN, who is personally known to me and who did not take an oath.

JOANNE HUGHEY
Notary Public, State of Florida
My comm. exp. Feb. 15, 2003
Comm. No. CC803380


Notary Public - State of Florida
Print: Joanne Hughey
My Commission Expires: 2/15/03

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION**

JEROME B. FREEDMAN, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

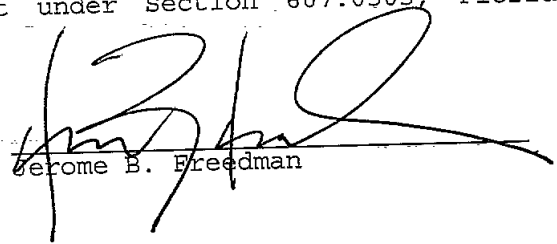

Jerome B. Freedman

EXHIBIT "A"

A PORTION OF THE NORTH 1/2 OF SECTION 15, TOWNSHIP 24 SOUTH, RANGE 26 EAST, LAKE COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:

COMMENCE AT THE WEST 1/4 CORNER OF SAID SECTION 15; THENCE N.02°26'42"W, ALONG THE WEST LINE OF THE NORTHWEST 1/4 OF SAID SECTION 15, A DISTANCE OF 2632.98 FEET TO THE NORTHWEST CORNER OF SAID SECTION 15; THENCE N.87°51'46"E, ALONG THE NORTH LINE OF THE NORTHWEST 1/4 OF SECTION 15, A DISTANCE OF 991.05 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE N.87°51'46"E, ALONG THE NORTH LINE OF THE NORTHWEST 1/4 OF SAID SECTION 15, A DISTANCE OF 1661.55 FEET TO THE WESTERLY RIGHT-OF-WAY LINE OF STATE ROAD NO 25 (U.S. HWY. 27); THENCE RUN S.22°18'00"E, ALONG SAID WESTERLY RIGHT-OF-WAY LINE 1027.39 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY LINE, RUN S.67°42'00"W, 194.37 FEET; THENCE S.68°28'36"W, 198.34 FEET TO THE POINT OF CURVATURE OF A NON-TANGENT CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 800.30 FEET; THENCE RUN WESTERLY ALONG THE ARC OF SAID CURVE 307.87 FEET, THROUGH A CENTRAL ANGLE OF 22°02'29", A CHORD BEARING OF S.79°29'51"W, AND A CHORD DISTANCE OF 305.98 FEET TO A POINT; THENCE N.86°50'35"W, 73.70 FEET; THENCE N.87°08'36"W, 50.14 FEET; THENCE N.77°56'52"W, 93.27 FEET TO THE POINT OF CURVATURE OF A NON-TANGENT CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 822.50 FEET; THENCE RUN NORTHWESTERLY ALONG THE ARC OF SAID CURVE 306.29 FEET, THROUGH A CENTRAL ANGLE OF 21°20'09", A CHORD BEARING OF N.64°01'45"W, AND A CHORD DISTANCE OF 304.52 FEET TO A POINT; THENCE S.36°38'19"W, 213.25 FEET; THENCE S.05°52'10"E, 237.55 FEET; THENCE N.88°28'39"W, 32.71 FEET; THENCE S.89°01'21"W, 54.55 FEET; THENCE N.74°07'26"W, 53.99 FEET; THENCE N.57°20'36"W, 53.99 FEET; THENCE N.40°33'45"W, 53.99 FEET; THENCE N.23°46'56"W, 53.99 FEET; THENCE N.07°00'06"W, 53.99 FEET; THENCE N.09°53'40"E, 57.24 FEET; THENCE N.10°28'10"E, 87.18 FEET; THENCE N.01°27'43"E, 90.28 FEET; THENCE N.07°42'05"W, 90.25 FEET; THENCE N.16°42'25"W, 87.18 FEET; THENCE N.24°41'47"W, 75.33 FEET; THENCE S.66°10'49"W, 139.44 FEET TO THE POINT OF CURVATURE OF A CURVE CONCAVE NORTHEASTERLY HAVING A RADIUS OF 942.33 FEET; THENCE RUN SOUTHEASTERLY ALONG THE ARC OF SAID CURVE 15.82 FEET, THROUGH A CENTRAL ANGLE OF 00°57'42", A CHORD BEARING OF S.24°54'36"E, AND A CHORD DISTANCE OF 15.82 FEET; THENCE RUN S.64°36'38"W, 243.58 FEET; THENCE N.09°16'13"W, 33.63 FEET; THENCE N.09°56'17"W, 82.22 FEET; THENCE N.14°05'17"W, 108.97 FEET; THENCE N.11°31'57"W, 112.56 FEET; THENCE N.14°17'14"W, 113.42 FEET; THENCE N.00°14'41"W, 91.38 FEET; THENCE N.04°48'52"W, 126.70 FEET; THENCE N.52°57'20"E, 53.45 FEET; THENCE N.35°24'35"W, 114.64 FEET; THENCE N.25°04'50"W, 76.28 FEET TO THE POINT OF BEGINNING.

EXHIBIT "B"

DESCRIPTION: PROPOSED SIENA RIDGE SUBDIVISION
 A PORTION OF THE NORTH 1/4 OF SECTION 15, TOWNSHIP 24 SOUTH, RANGE 26 EAST, LAKE COUNTY, FLORIDA, BEING DESCRIBED AS FOLLOWS:
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LESS AND EXCEPT

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