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JOHN H. EVANS, P. A.  
ATTORNEYS AT LAW

FILED

1702 SOUTH WASHINGTON AVENUE  
TITUSVILLE, FLORIDA 32780

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TEL: 407/267-5504

FAX: 407/267-0418

JOHN H. EVANS  
DOUGLAS W. BAKER

August 7, 2000

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

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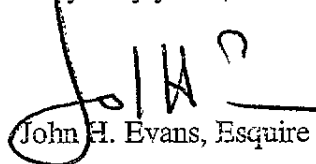
Re: Titusvillage Section Ten Protective Association, Inc.  
Our File No.: JHE-7006

Dear Sir/Madam:

Enclosed find the original and one copy of the Articles of Incorporation for the above-captioned corporation, together with our check in the amount of \$70.00 to cover your filing fees. Please stamp the copy of the Articles with the date received at your office and return to the undersigned.

Thank you for your assistance in this matter.

Very truly yours,

  
John H. Evans, Esquire

JHE/let  
Enclosures  
cc: Bob Donaldson

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TALLAHASSEE, FLORIDA

John EVANS GIVE  
acceptance of  
P. A. / principal address  
JHE 8/12/00

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**TITUSVILLAGE SECTION TEN PROTECTIVE ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not for profit under Chapter 617 of Florida Statutes, and certify as follows:

**ARTICLE I**

The name of this corporation shall be: TITUSVILLAGE SECTION TEN PROTECTIVE ASSOCIATION, INC., which shall herein be referred to as "The Association".

**ARTICLE II**

The general nature, objects and purposes of the Association are as follows:

- A. To promote the health, safety and social welfare of the owners of residential building sites in Titusvillage, Section Ten.
- B. To control the specifications, architecture, design, appearance, elevation and location of and landscaping around all building and improvements of any type, including walls, fences, swimming pools, antennae, sewers, drains, disposal systems, utility lines, CATV lines, or other structures constructed, placed or permitted to remain in Titusvillage Section Ten as well as any alternation, improvement, addition and/or change thereto.
- C. To provide for such services, the responsibility for which have been or may be accepted by the Association, and the capital improvements and equipment related thereto, in Titusvillage Section Ten.
- D. To provide, purchase, acquire, replace, improve, maintain and/or repair such buildings, structures, street lights and other structures, landscaping, paving and equipment, both real and personal, related to the health, safety and social welfare of the members of The Association, as the Board of Directors in its discretion determines necessary, appropriate and/or convenient.
- E. To operate without profit for the sole and exclusive benefit of its members.
- F. The Association shall operate, maintain and manage the surface water or stormwater

management system(s) in a manner consistent with the St. John's River Water Management District permit no. 40-009-0661-ERP requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants 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 costs of maintenance and operation of the surface water or stormwater management system.

G. To perform all of the functions contemplated for the Association, and undertaken by the Board of Directors of the Association, in the Declaration of Protective Covenants governing the development, use and enjoyment of Titusvillage Section Ten, all as more fully set forth as recorded in the Public Records of Brevard County, Florida.

### ARTICLE III

A. All owners of building sites in Titusvillage, Section 10 shall automatically become members of the Association of their ownership interest. The number of members, voting rights and obligations to pay assessments shall be as set forth in the By-Laws for this corporation.

### ARTICLE IV

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 V

The names and addresses of the subscribers of This Certificate of Incorporation are as follows:

ROBERT R. DONALDSON	2195 KEYLIME DRIVE, TITUSVILLE, FL
DEBORAH A. DONALDSON	2195 KEYLIME DRIVE, TITUSVILLE, FL
LOUISE E. DETORRES	1705 ECHO DRIVE, TITUSVILLE, FL

### ARTICLE VI

The affairs of the Association shall be managed by the Board of Directors which shall elect a President, Vice President, Secretary and Treasurer and such assistants as may be desirable. Directors of the Association shall be elected at the annual meeting of the membership, and officers

shall be elected at the first meeting of the Board of Directors following the annual meeting of the membership as provided in the By-Laws of the Association.

#### ARTICLE VII

The names of the officers who shall serve until the first election of officers are as follows:

ROBERT R. DONALDSON	PRESIDENT
DEBORAH A. DONALDSON	VICE PRESIDENT
LOUISE E. DETORRES	SECRETARY

#### ARTICLE VIII

The Board of Directors shall consist of not less than three directors, the exact number of directors to be determined by the By-Laws of the Association.

The first Board of Directors of the Association shall serve until the first annual meeting of the members of the Association and shall consist of three directors whose names and addresses are as follows:

ROBERT R. DONALDSON	2195 KEYLIME DRIVE, TITUSVILLE, FL
DEBORAH A. DONALDSON	2195 KEYLIME DRIVE, TITUSVILLE, FL
LOUISE E. DETORRES	1705 ECHO DRIVE, TITUSVILLE, FL

In the event any of the above directors shall fail to serve, the Titusvillage Section Ten, hereinafter referred to as "Developers", shall have the right to appoint a replacement director until the first annual meeting of the membership.

#### ARTICLE IX

The street address of the initial registered office of this corporation is 1840 Lakeside Drive, Titusville, FL 32780 and the name of the initial registered agent of this corporation at that address is Robert R. Donaldson. The principal address is the same as the registered office.

#### ARTICLE X

The By-Laws of the Association shall be proposed and adopted by the Board of Directors, and thereafter may be altered or rescinded by votes of the membership as provided in the By-Laws.

## ARTICLE XI

Prior to the first annual meeting of the membership, this Certificate of Incorporation shall be amended by a majority vote of the Board of Directors. Thereafter, amendments to this Certificate of Incorporation may be proposed by any member or director and may be adopted by three-fourths (3/4) vote of the membership at the annual meeting of members, or at a special meeting of the members provided, however, that in either instance, notice of the proposed amendment has been given with notice of the meeting, and provided further that such amendment has been approved by not less than a majority vote of the Board of Directors of the Association.

## ARTICLE XII

In order to give effect to the purpose for which this corporation is organized and as more fully set forth in the Declaration of Protective Covenants concerning the control of Titusvillage Section Ten and The Association by the Developers for an initial period of time, which in any event, shall not exceed December 31, 2007, it is expressly set forth herein that the Developers shall appoint the directors and shall elect the officers of the Association until such time as the first annual meeting of the members of the Association which shall occur simultaneously with the turnover of the Association to the members thereof.

## ARTICLE XIII

A. The Association hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, other than one by or in the right of the Association to procure a judgment in its favor, brought to impose a liability or penalty on such officer or director for an act alleged to have been committed by such officer or director in his capacity of officer or director of the Association. This indemnification shall extend to all judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceedings or any appeal therein, if such action, suit or proceedings or any appeal therein if such person acted in good faith and the reasonable belief that such action was in the best interests of the Association, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. Determination of any such action, suit or proceeding in any manner shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interest of the Association or that he had reasonable grounds for belief that such action was unlawful.

The officer or director indemnified shall be entitled to indemnification in relation to matters to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of this duty of the Association unless, and only to the extent that, the court,

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TALLAHASSEE, FLORIDA

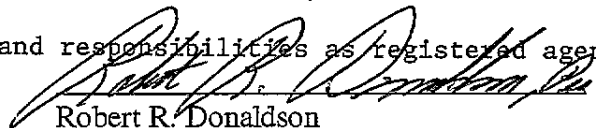
administrative agency, or investigative body before which such action, suit or proceeding is held, shall determine upon application that despite the adjudication of liability but in view of all the circumstances of the case such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

B. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interest of the Association, and whether, with respect to any criminal action or proceeding he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding.

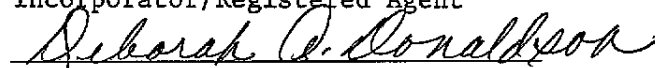
C. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Association to indemnify under applicable law.

IN WITNESS WHEREOF, the subscribers have affixed hereto their signatures this 3 day of Aug, 2000.

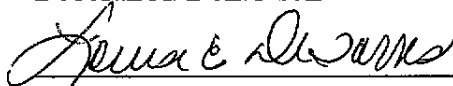
I hereby accept the duties and responsibilities as registered agent.



Robert R. Donaldson  
Incorporator/Registered Agent



Deborah A. Donaldson



Louise E. DeTorres

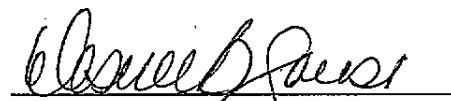
STATE OF FLORIDA  
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT R. DONALDSON, DEBORAH A. DONALDSON, and LOUISE E. DETORRES, to me known and known to me to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation of Titusville, Section Ten Protective Association, Inc. for the purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 3 day of August, 2000.



Desiree B. Sarosi  
MY COMMISSION # CC687408 EXPIRES  
November 5, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

  
Notary Public, State of Florida