

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

No 020000001900

Don Danilo Estates Property
Owners Association, Inc

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*****78.75 *****78.75

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02 MAR 15 PM 3:03
TALLAHASSEE, FLORIDA

FILED
2002 MAR 15 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

3/18/02

This Instrument Prepared By:
J. WARREN BULLARD, P.A.
J. Warren Bullard, Esquire
18 N.W. Third Avenue
Ocala, FL 34475
(352) 732-5900
Fla. Bar No. 407186

FILED

2002 MAR 15 PM 3: 32

SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION
OF
DON DANILO ESTATES PROPERTY OWNERS ASSOCIATION, INC.
A Florida Corporation Not for Profit**

The undersigned, acting as incorporator of the non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation for such Corporation:

**ARTICLE ONE
NAME**

The name of the corporation is Don Danilo Estates Property Owners Association, Inc. ("Association").

**ARTICLE TWO
EXISTENCE AND 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 THREE
PURPOSES AND POWERS**

1. The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. By way of explanation and not of limitation, the purposes for which it is formed are:

A. **To Act As Association:** To be and constitute the Association to which reference is made in the Protective Covenants of Don Danilo Estates, as recorded in Official Records Book __ __, Pages ___ through ___ of the Public Records of Marion County, Florida (hereinafter "Covenants"). To perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified in the Covenants, in the By Laws and as provided by law.

B. **To Further Interest of Owners:** To provide an entity for the furtherance of the interests of the owners of lots in Don Danilo Estates that are subject to the Covenants.

C. **Duties:** 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 no. 4-083-0192A-ERP requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

D. **Powers:** 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.

2. In furtherance of its purposes, the Corporation shall have the following powers, which, unless indicated otherwise by the Covenants or By-Laws, may be exercised by the Board of Directors:

A. All of the powers conferred upon corporations not for profit by common law and the statutes of the State of Florida in effect from time to time.

B. All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws or the Covenants, including without limitation, the following:

(1) To fix and to collect assessments or other charges to be levied against the Lots (as defined in the Covenants) and the assessments shall be used 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;

(2) To manage, control, operate, maintain, repair and improve property and facilities, and property acquired by the Corporation or any property owned by another for which the Corporation, by rule, regulation, covenant or contract, has a right or duty to provide such services;

(3) To enforce covenants, conditions or restrictions affecting any property to the extent the Association may be authorized to do so under any Covenants or By-Laws;

(4) To purchase or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal in and with real, personal and mixed property of all kinds and any right or interest therein for any purpose of the Corporation;

(5) To borrow money for any purpose, subject to limitations contained in the By-Laws;

(6) To enter into, make, perform or enforce contracts of every kind and description; and to do all other acts necessary, appropriate or advisable in carrying out any purpose of the Association with or in association with any corporation or other entity or agency, public or private;

(7) To adopt, alter and amend, or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, that such By-Laws may not be inconsistent with or contrary to any provision of the Covenants; and

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this ARTICLE THREE are independent powers, not to be restricted by reference to or inference from the terms of any other sub-paragraph or provision of this ARTICLE THREE.

ARTICLE FOUR **MEMBERSHIP**

1. The Corporation shall be a Membership Corporation without certificates or shares of stock.

2. The Corporation shall have two classes of membership; Class "A" and Class "B", as follows:

A. Class "A". Class A membership shall be all those persons or entities holding any interest required for membership, as hereinabove specified, with the exception of the Developer. The Class A membership shall be a non-voting membership, except on such matters

and in such events as are hereinafter specified. Class A members shall be entitled to full voting privileges at such time as Developer no longer owns any property in the Subdivision, or at such earlier time as the Class B member may so designate by notice in writing delivered to the Association. Before the earlier of these events, Class A members shall be entitled only to vote on any proposal to change the amount of the annual assessments, on any proposal to levy a special assessment, on any proposal of merger, consolidation or dissolution, on any proposal not to repair damaged property, on any proposed amendment to the Certificate of Incorporation of the Association, and on such other matters where such right is given by the Association's Certificate of Incorporation, as amended from time to time. There shall be one (1) vote for each Lot owned. When a Lot is jointly owned, such joint owners shall designate by written certificate filed with the Secretary of the Association one of their number to cast the vote for said Lot. Such certificate shall be valid until revoked by a subsequent certificate signed by a majority of the Owners of a Lot.

B. Class "B". The Developer shall be the sole Class B member. Class B membership shall be a full voting membership, and the Class B member shall be entitled to vote on all matters and in all events. The Class B member shall be entitled to ten (10) votes for each Lot for which he holds the record title or as to which he is the seller under an Agreement for Deed. At such time as the Class A membership shall be entitled to full voting privileges, the Class B membership shall cease to exist and automatically terminate, in which event Class B membership shall be and become Class A member insofar as he may then hold any interest required for membership. From and after the date on which Class B membership shall automatically terminate and cease to exist, such membership shall not be revived or reinstated.

ARTICLE FIVE
BOARD OF DIRECTORS

1. The business and affairs of the Corporation shall be conducted, managed and controlled by a Board of Directors. The Board shall consist of not less than three (3) nor more than nine (9) members; the specific number to be set from time to time as provided in the By-Laws.

2. The initial Board of Directors, who shall serve until the first appointment or election of directors, are as follows:

<u>Name</u>	<u>Address</u>
Cristobal Diaz	4440 S.W. 44 th Lane, Ocala, FL 34474
Maria E. Diaz	4440 S.W. 44 th Lane, Ocala, FL 34474
J. Warren Bullard	18 N.W. Third Avenue, Ocala, FL 34475

So long as there shall be a Class "B" membership, the Class "B" member shall appoint all directors, who shall serve at the pleasure of the Class "B" member. At the first annual meeting of the membership after the termination of such Class "B" membership, and at each annual meeting of the membership thereafter, all Directors shall be elected. The Board may delegate such operating authority to such companies, individuals or committees as it, in its discretion, may determine.

ARTICLE SIX
DISSOLUTION

The Corporation may be dissolved only as provided in the Covenants, By-Laws and by the Laws of the State of Florida. 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 SEVEN
AMENDMENTS TO ARTICLES

These ARTICLES may be amended as provided by Section 617.01, Florida Statutes, provided no amendment shall be in conflict with the Covenants and provided further no amendment shall be effective to impair or dilute any rights of members that are governed by such Covenants.

ARTICLE EIGHT
OFFICERS AND OFFICES HELD

The names of the original officers and the offices held by each of Don Danillo Estates Property Owners Association, Inc. shall be as follows:

President	Cristobal Diaz
Vice President	Maria E. Diaz
Secretary	Maria E. Diaz
Treasurer	Cristobal Diaz

ARTICLE NINE
REGISTERED AGENT AND OFFICE

The initial registered office of the Corporation is 18 N.W. Third Avenue, Ocala, FL 34475 and the initial Registered Agent at 18 N.W. Third Avenue, Ocala, FL 34475 is J. Warren Bullard.

ARTICLE TEN
INCORPORATORS

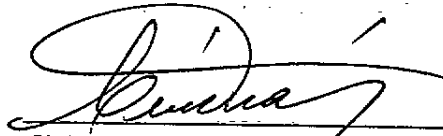
The names and addresses of the Incorporators of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Cristobal Diaz	4440 S.W. 44 th Lane, Ocala, FL 34474
Maria E. Diaz	4440 S.W. 44 th Lane, Ocala, FL 34474

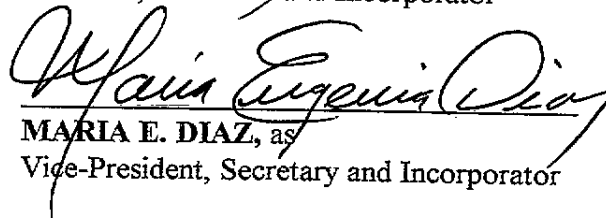
ARTICLE ELEVEN
PRINCIPAL OFFICE

The Corporation's principal office is located at and the Corporation's mailing address is
18 N.W. Third Avenue, Ocala, FL 34475.

Executed this 31st day of October, 2001.



CRISTOBAL DIAZ, as
President, Treasurer and Incorporator



MARIA E. DIAZ, as
Vice-President, Secretary and Incorporator

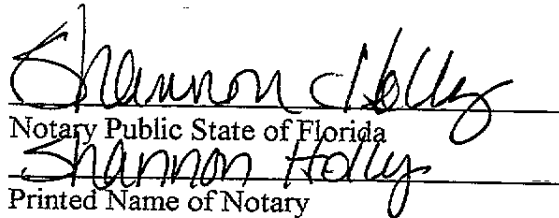
STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 31st day of October, 2001, by **CRISTOBAL DIAZ**, as President, Treasurer and Incorporator, and **MARIA E. DIAZ**, as Vice-President, Secretary and Incorporator, who are personally known to me or who produced personally known as identification.

My commission expires:



Shannon Holly
Commission # CC952056
Expires June 29, 2004
Bonded Through
Atlantic Bonding Co., Inc.



Notary Public State of Florida
Printed Name of Notary

ACCEPTANCE BY REGISTERED AGENT

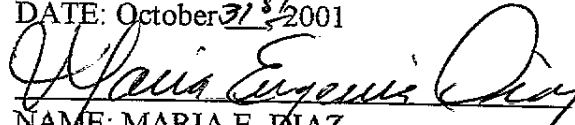
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

DON DANILLO ESTATES PROPERTY OWNERS ASSOCIATION, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 4440 S.W. 44th Lane, OCALA, FLORIDA HAS NAMED J. WARREN BULLARD LOCATED AT 18 N.W. THIRD AVENUE, OCALA, FLORIDA 34475, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.



NAME: CRISTOBAL DIAZ
TITLE: PRESIDENT, TREASURER AND
INCORPORATOR

DATE: October 31st, 2001



NAME: MARIA E. DIAZ
TITLE: VICE-PRESIDENT, SECRETARY
AND INCORPORATOR

DATE: October 31st, 2001

HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE-STATED CORPORATION, I HEREBY CERTIFY THAT I AM FAMILIAR WITH THE DUTIES AND RESPONSIBILITIES OF THE REGISTERED AGENT, AND I HEREBY AGREE TO ACT IN THIS CAPACITY AND TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.



NAME: J. WARREN BULLARD

DATE: October 31st, 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA