



No 2000002129

ACCOUNT NO. : 072100000032

REFERENCE : 524057 84592A

AUTHORIZATION :

Patricia Puyot

COST LIMIT : \$ 70.00

ORDER DATE : April 11, 2002

ORDER TIME : 1:27 PM

ORDER NO. : 524057-005

CUSTOMER NO: 84592A

300005255023--0

CUSTOMER: Ms. Brigitte Van Tassel
Joel S. Moss, P.a.

Suite 200
47 W. New Haven Avenue
Melbourne, FL 32901

DOMESTIC FILING

NAME: CASABELLA HOMEOWNERS
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

2555
w02-10303

02 APR 11 PM 1:49

02 APR 11 PM 1:49

SECRETARY OF STATE
TALLAHASSEE FLORIDA

2002 APR 11 AM 9:16

FILED

4/15/02



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 11, 2002

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CASABELLA HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W02000010303

We have received your document for CASABELLA HOMEOWNERS ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 602A00021562

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SECRETARY OF STATE
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Please give original
submission date as file date.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

CASABELLA HOMEOWNERS ASSOCIATION, INC.

In Order to form a corporation under and in accordance with the provisions Chapter 617, Florida Statutes for the formation of corporations not-for-profit, the undersigned, hereby forms a corporation for the purposes and with the powers hereinafter mentioned; and to that end the undersigned does, and by these Articles of Incorporation, set forth:

ARTICLE I

NAME

The name of the proposed Corporation shall be CASABELLA HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as "Association" or "Corporation".

ARTICLE II

PURPOSE

The purposes and objects of the Corporation shall be to administer the operation and management of the residential community to be established hereunder by CASABELLA DEVELOPMENT, L.L.C., hereinafter referred to as "Developer", the residential community to be established in accordance with the laws of the State of Florida upon the following described property situate, lying and being in Brevard, Florida, to-wit:

Property as described on Exhibit "A", attached hereto and made a part hereof.

and to undertake the performance of the acts and duties incident to the administration of the operation and management of the residential community in accordance with the terms, provisions, conditions and authorization contained in these Articles, and which may be contained in the Declaration of Covenants, Conditions and Restrictions for CASABELLA SUBDIVISION, a residential community, which will be recorded in the Public Records of Brevard County, Florida, and to own, operate, sell, trade and otherwise deal with such property, whether real or personal as may be necessary or convenient in the administration of the said CASABELLA SUBDIVISION.

The Corporation shall be conducted as a non-profit organization for the benefit of its members.

These Articles of Incorporation shall not constitute notice to anyone, regardless of whether a copy of these Articles of Incorporation shall be recorded in the Public Records of Brevard County, Florida, of any right, title, or interest in the aforesaid land by, or in the part of this Corporation, and these Articles of Incorporation shall not encumber the aforesaid land in any manner.

ARTICLE III

POWERS

The Corporation shall have the following powers:

1. It shall have all the powers and privileges granted to corporations not-for-profit under the law pursuant to which this corporation is chartered and all of the powers and privileges which may be granted unto said Corporation or exercised by, to or under any other applicable laws of the State of Florida.

2. It shall have all the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, but not limited to, the following:

A. To make and establish reasonable rules and regulations governing the use of the residential lots and the common elements in the CASABELLA SUBDIVISION, as said terms may be defined in said Declaration of Covenants, Conditions and Restrictions for CASABELLA SUBDIVISION.

B. To levy and collect assessments against members of the Corporation to defray the common expenses of the CASABELLA SUBDIVISION, as may be provided in said Declaration and in the By-laws of this Corporation, which may be hereinafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing managing, and otherwise trading and dealing with such property, whether real or personal, related to the CASABELLA SUBDIVISION.

C. To maintain, repair, replace, operate and manage the property and common areas of the CASABELLA SUBDIVISION, including the right to reconstruct improvements after casualty, and make further improvements to the property.

D. To contract for the management of the CASABELLA SUBDIVISION, and to delegate to such contractor all of the powers and duties of the Corporation, except those which may be required by the Declaration to have approval of the Board of Administration or membership of the Corporation.

E. To enforce the provisions of the said Declaration, these Articles of Incorporation and the By-laws of the Corporation which may be hereafter adopted, and the rules and regulations governing the use of the CASABELLA SUBDIVISION, as the same may be hereafter established.

F. To now or hereafter acquire and enter into leases and agreements of every nature, whereby the Corporation acquires leaseholds, memberships and other possessory or use interests in land or facilities, to provide enjoyment, recreation, or other use or benefit to the owners of the residential lots, all as may be deemed by the Board of Administration to be in the best interest of the Corporation.

G. 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.4-009-56341-1 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.

H. 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.

I. To provide security services, recreational services, insurance protection, maintenance of all common areas and generally to promote the health, safety and welfare of CASABELLA SUBDIVISION.

J. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Corporation pursuant to said Declaration or the Statutes of the State of Florida.

ARTICLE IV

MEMBERSHIP

The qualification of the members, and the manner of their admission to membership, shall be as follows:

1. The owners of all residential lots in the CASABELLA SUBDIVISION, shall be members of the Corporation, and no other persons or entities shall be entitled to membership, except as provided in paragraph 2 of this Article IV.

2. Membership shall be established by the acquisition of fee title to a residential lot in the CASABELLA SUBDIVISION, whether by conveyance, devise, judicial decree or otherwise, and the membership of any party shall be automatically terminated his being divested of all title, or his entire fee ownership interest in any lot, except that nothing herein contained shall be construed as terminating the membership of any party who may have an interest in two or more lots, so long as such party shall retain title to or a fee ownership interest in the lot.

3. The rights of every member shall be subject to and governed by the Declaration, these Articles and By-laws, and by the rules and regulations, if and when created.

4. The interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his lot. The funds and assets of the Corporation shall belong solely to the Corporation, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein and in the Declaration and in the said By-laws.

ARTICLE V

VOTING RIGHTS

On all matters on which the membership shall be entitled to vote, each lot owner shall be entitled to one (1) vote per lot to be cast by its owner as determined by the Declaration of Covenants, Conditions and Restrictions for CASABELLA SUBDIVISION. Should any member own more than one lot, such member shall be entitled to exercise or cast as many votes as the number of lots he owns in the manner provided above.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors. The number of Directors on the Board shall never be less than three (3), nor more than five (5) members, but shall always be an odd number. The number of Directors shall be determined from time to time by the Board. Except for the initial Directors designated by the Developer, all Directors of the Association must be members of the Association in good standing. The Directors shall serve for a period of one (1) year ending on the date of the annual meeting, or until such Director's resignation or removal pursuant to the Declaration, these Articles and the By-laws. The Directors shall be appointed or elected in the following manner:

1. The initial Board of Directors, and their addresses, who shall hold office and serve until their successors are elected or appointed, are as follows:

RONALD D. LEVY

1900 South Harbor City Blvd.
Suite 216
Melbourne, Florida 32901

JOEL S. MOSS

47 West New Haven Avenue
Suite 200
Melbourne, Florida 32901

NORMA LEVY

1900 South Harbor City Blvd.
Suite 216
Melbourne, Florida 32901

2. The Developer shall have the right to appoint a majority of the Directors until the Developer has conveyed at least seventy-five percent (75%) of the platted lots as well the lots which have been or will be platted within CASABELLA SUBDIVISION, or until April 1, 2008, whichever event first occurs. Thereafter, Developer shall have the right to appoint one (1) Director so long as Developer owns at least one (1) lot.

3. The members shall have the right to elect one (1) member to the Board when the Developer has conveyed fifty percent (50%) of the platted lots within CASABELLA SUBDIVISION.

4. The Directors of the Association shall be elected by a majority vote of the Association in accordance with these Articles and the By-laws of the Association at the regular annual meeting of the members of the Association, or at a special meeting duly called for such purpose.

5. Should there be any conflict regarding Directors specified in these Articles and By-laws and the Declaration, then the terms and conditions of the Declaration shall govern.

ARTICLE VII

OFFICERS

The affairs of the Corporation shall be administered by the President of the Corporation, assisted by the Vice-President, Secretary and Treasurer, subject to the directions of the Board of Directors. The initial officers of the Corporation shall be the following:

PRESIDENT	RONALD D. LEVY
VICE-PRESIDENT	JOEL S. MOSS
SECRETARY/TREASURER	NORMA LEVY

Except as hereinafter provided with respect to the initial officers of the Association, the officers of the Association shall be elected by the Directors from among themselves at a meeting of the Directors held immediately following the determination of the annual meeting of the members at which the Directors are elected.

All officers of the Association shall hold office for a term of one (1) year or until their successors are elected, but may be removed by the Board with, or without, cause at any time.

The duties of the officers shall be set forth in the By-laws of the Association.

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The principal office and the address of the registered office of the Corporation shall be 1900 South Harbor City Boulevard, Suite 216, Melbourne, Florida 32901, but the Corporation may maintain offices and transact business in such other places within the State of Florida as may from time to time be designated by the Board of administration. The name and address of the Registered Agent is: JOEL S. MOSS, 47 W. New Haven Avenue, Suite 200, Melbourne, Florida, 32901. The Board may name another Registered Agent or change said address.

ARTICLE IX

BY-LAWS

The original By-laws of the Corporation shall be adopted by the Board of Administration, and thereafter such By-laws may be altered or rescinded by the Board of Directors.

ARTICLE X

INDEMNIFICATION

Every Board member and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including reasonable attorney's fees incurred by or imposed upon him in connection with any proceeding to which he or she may be a party, or in which he may become involved by reason of his being or having been a Board member or officer of the Corporation. Indemnification shall not include acts of misfeasance or malfeasance.

ARTICLE XI

AMENDMENTS

These Articles may only be changed, modified or rescinded in the following manner:

1. The Board shall initially propose any amendments to these Articles.
2. Written notice setting forth the date and time of the meeting at which the proposed amendment is to be voted upon, and also setting forth the specific terms and provisions of proposed amendment, shall be given in accordance with the By-laws to each member of the Association entitled to vote thereon. Such meeting may not occur less than fifteen (15) days, nor

more than sixty (60) days from the date of the giving of the notice of the meeting at which the proposed amendment is to be considered and voted upon.

3. A vote of the members of the Association entitled to vote thereon, shall be taken on the proposed amendment at the meeting of which notice has been given. The proposed amendment shall be adopted upon receiving the affirmative vote of three-fourths (3/4) of the votes of the members of the Association cast at such meeting, whether in person or by proxy.

4. Notwithstanding anything to the contrary set forth in the Declaration, these Articles or By-laws, these Articles may not be amended or rescinded in any fashion which would affect the rights, privileges or benefits accruing hereunder to either the Developer, the City or County, the institutional lenders or the St. Johns Water Management District, without first receiving the prior written consent of such parties.

5. No amendment to these Articles shall be made which discriminates against any lot owners within CASABELLA SUBDIVISION, without the written approval of all such owners being affected.

ARTICLE XII

PERPETUAL EXISTENCE

1. This Association shall have perpetual existence, unless dissolved in accordance with the provisions of Chapter 617 Florida Statutes, and as otherwise set forth in this Article XII.

2. 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

NON-PROFIT STATUS

This Corporation shall be formed as a "Non-Profit Corporation". No part of the net earnings shall inure to the benefit of any of its members or any other individual. The Association may, however, provide a rebate, reimbursement or refund of excess membership dues, fees or assessments to its members.

ARTICLE XIV

EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida.

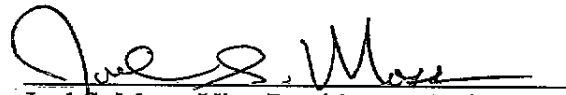
ARTICLE XV

INCORPORATOR

The name and address of the incorporator of the Association is:

JOEL S. MOSS
47 West New Haven Avenue
Suite 200
Melbourne, Florida 32901

IN WITNESS WHEREOF, the undersigned Limited Liability Company has executed these Articles of Incorporation this 10th day of April, 2002.


Joel S. Moss, Vice-President and Director

STATE OF FLORIDA
COUNTY OF BREVARD

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared, **JOEL S. MOSS**, who has produced his driver's license or is personally known to me, and who executed the foregoing instrument and acknowledged before me that he executed same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 10th day of April, 2002.


Notary Public

My Commission Expires:



Brigitte Van Tassel
MY COMMISSION # DD056441 EXPIRES
October 6, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

STATE OF FLORIDA - DEPARTMENT OF STATE

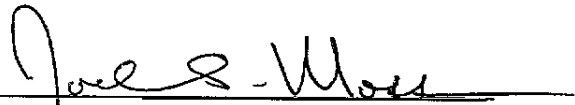
Certificate designating place of business or domicile for the service of process within this State, naming registered agent and naming the Officers and Board of Directors of the Corporation.

FILED
2002 APR 11 AM 9:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACCEPTANCE:

I agree, as Registered Agent of the Corporation, to accept service of process, to keep an office open during the prescribed hours, to post my name along with the above named Officers of the Corporation who are also authorized to accept service, as required by law.

DATED: this 10th day of April, 2002.


Joel S. Moss
Registered Agent

LEGAL DESCRIPTION: CASABELLA PHASE ONE (BY SURVEYOR)

Part of the East 1/2 of Section 24, Township 26 South, Range 36 East, Brevard County, Florida, being more particularly described as follows:

Commence at the Southeast corner of the Northeast 1/4 of said Section 24 and run South 88°45'11" West, along the South line of said Northeast 1/4, a distance of 56.00 feet to the West Right-of-Way of Wickham Road as described in O.R. Book 3220, Page 1908, of the Public Records of said Brevard County; thence along the West line of said O.R. Book 3220, Page 1908 and the said West Right-of-Way run North 01°00'04" West, a distance of .62 feet; thence continue along said West Right-of-Way North 00°08'14" West, a distance of 50.83 Feet to the POINT-OF-BEGINNING of the herein described Parcel; thence South 89°51'46" West, a distance of 1.97 Feet; thence North 00°08'14" West, a distance of 37.08 feet to the point of curvature of a circular curve concave to the Southwest, having a radius of 36.00 feet and a central angle of 91°06'35"; thence Northwesterly along the arc of said curve an arc distance of 57.25 Feet; thence South 88°45'11" West, a distance of 8.74 Feet to the point of curvature of a circular curve concave to the North, having a radius of 238.00 Feet and a central angle of 10°47'23"; thence Westerly along the arc of said curve an arc distance of 44.82 Feet to the point of reverse curvature of a circular curve concave to the South having a radius of 186.00 Feet and a central angle of 10°47'23"; thence Westerly along the arc of said curve, a distance of 35.03 Feet; thence South 88°45'11" West, a distance of 73.93 Feet; thence South 01°14'49" East, a distance of 132.74 Feet; thence South 88°45'11" West, a distance of 416.68 Feet; thence South 00°47'26" East, a distance of 602.63 Feet; thence South 65°20'43" West, a distance of 737.29 Feet to the East line of Windsor Estates Phase Three, as recorded in Plat Book 44, Pages 78-79, of the Public Records of said Brevard County; thence North 00°34'49" West, along said East line a distance of 895.57 Feet to the Northeast corner of said Windsor Estates Phase Three; thence South 88°45'11" West, a distance of 1,341.98 Feet to the Northwest corner of said Windsor Estates Phase Three and the East line of Oak Park at Suntree as recorded in Plat Book 33, Pages 20-22 and Plat Book 36, Page 91 of the said Public Records of Brevard County; thence North 00°09'36" West along said East line, a distance of 199.48 Feet; thence North 89°50'24" East, leaving said East line, a distance of 150.00 Feet; thence North 00°09'36" West, a distance of 14.83 Feet; thence North 89°50'24" East, a distance of 50.00 Feet to the point of curvature of a non tangent circular curve concave to the Northeast, having a radius of 25.00 Feet, and a central angle of 91°05'14"; thence from a tangent bearing of South 00°09'36" East, run Southeasterly along the arc of said curve an arc distance of 39.74 Feet; thence North 88°45'11" East, a distance of 103.92 Feet; thence North 01°14'49" West, a distance of 125.00 Feet; thence North 00°09'36" West, a distance of 193.03 Feet; thence North 88°45'11" East, a distance of 375.74 Feet to the point of curvature of a circular curve concave to the South, having a radius of 150.00 Feet and a central angle of 16°11'24"; thence Easterly along the arc of said curve an arc distance of 42.39 Feet; thence South 75°03'25" East, a distance of 529.93 Feet to the point of curvature of a circular curve concave to the North, having a radius of 310.00 Feet and a central angle of 03°25'20"; thence Easterly along the arc of said curve an arc distance of 18.52 Feet; thence North 11°31'14" East (a radial bearing), a distance of 125.00 Feet to the point of curvature of a non tangent circular curve concave to the North, having a radius of 185.00 Feet, and a central angle of 03°25'20"; thence from a tangent bearing of North 78°28'46" West, run Westerly along the arc of said curve an arc distance of 11.05 Feet; thence North 14°56'35 East (a radial bearing), a distance of 50.00 Feet to the point of curvature of a non tangent circular curve concave to the North, having a radius of 135.00 Feet, and a central angle of 16°11'24"; thence from a tangent bearing of South 75°03'25" East, run Easterly along the arc of said curve an arc distance of 38.15 Feet; thence North 01°14'49" West, a distance of 136.05 Feet;

thence North $88^{\circ}47'05''$ East, a distance of 853.43 Feet; thence South $01^{\circ}14'49''$ East, a distance of 451.58 Feet to the point of curvature of a non tangent circular curve concave to the South, having a radius of 78.00 Feet, and a central angle of $24^{\circ}30'32''$; thence from a tangent bearing of South $83^{\circ}27'50''$ East, run Easterly along the arc of said curve an arc distance of 33.37 Feet to the point of reverse curvature of a circular curve concave to the North having a radius of 36.00 Feet and a central angle of $62^{\circ}17'30''$; thence Easterly along the arc of said curve, a distance of 39.14 Feet; thence North $58^{\circ}45'11''$ East, a distance of 42.88 Feet to the point of curvature of a circular curve concave to the South, having a radius of 49.00 Feet and a central angle of $30^{\circ}00'00''$; thence Easterly along the arc of said curve an arc distance of 25.66 Feet; thence North $88^{\circ}45'11''$ East, a distance of 20.00 Feet to the point of curvature of a circular curve concave to the South, having a radius of 49.00 Feet, and a central angle of $30^{\circ}00'00''$; thence Easterly along the arc of said curve an arc distance of 25.66 Feet; thence South $61^{\circ}14'49''$ East, a distance of 31.56 Feet to the point of curvature of a circular curve concave to the North, having a radius of 36.00 Feet and a central angle of $30^{\circ}00'00''$; thence Easterly along the arc of said curve an arc distance of 18.85 Feet; thence North $88^{\circ}45'11''$ East, a distance of 55.83 Feet to the point of curvature of a circular curve concave to the North, having a radius of 186.00 Feet and a central angle of $15^{\circ}12'40''$; thence Easterly along the arc of said curve an arc distance of 49.38 Feet to the point of reverse curvature of a circular curve concave to the South having a radius of 228.00 Feet and a central angle of $15^{\circ}12'40''$; thence Easterly along the arc of said curve, a distance of 60.53 Feet; thence North $88^{\circ}45'11''$ East, a distance of 11.00 Feet to the point of curvature of a circular curve concave to the Northwest, having a radius of 21.00 Feet and a central angle of $88^{\circ}53'25''$; thence Northeasterly along the arc of said curve an arc distance of 32.58 Feet; thence North $00^{\circ}08'14''$ West, a distance of 179.19 Feet; thence North $13^{\circ}24'39''$ East, a distance of 52.19 Feet to the said Right-of-Way of Wickham Road; thence South $01^{\circ}00'07''$ East along said Right-of-Way, a distance of 51.31 Feet, thence South $00^{\circ}08'14''$ East, a distance of 346.80 Feet to the POINT-OF-BEGINNING.
Containing 37.811 Acres of land more or less.