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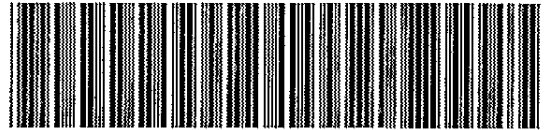
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**PEAVYHOUSE & OPP, P.A.**

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June 27, 2003

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32301

RE: Articles of Incorporation for VILLA TAMPANIA HOMEOWNERS  
ASSOCIATION, INC.

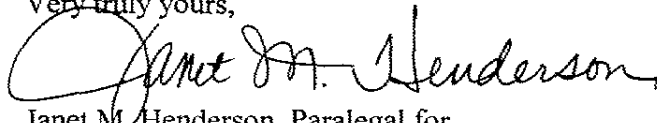
Dear Sir/Madam:

Enclosed for filing with your division are Articles of Incorporation for VILLA TAMPANIA HOMEOWNERS ASSOCIATION, INC.

Also enclosed is our firm check in the amount of \$87.50 which represents the filing fees for this service, along with a Certificate of Status and a Certified Copy of the Articles.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Janet M. Henderson, Paralegal for  
RUSSELL K. PEAVYHOUSE, ESQUIRE

:jmh

Enclosures

**ARTICLES OF INCORPORATION  
OF  
VILLA TAMPANIA HOMEOWNERS ASSOCIATION, INC.  
A Florida Corporation Not for Profit**

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03 JUN 30 AM 11:21  
STATE OF FLORIDA  
TALLAHASSEE

The undersigned incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of organizing a corporation not for profit under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this corporation is Villa Tampania Homeowners Association, Inc., a Florida corporation not for profit, (hereinafter called the "Association" in these Articles.)

**ARTICLE II  
OFFICE AND REGISTERED AGENT**

This Association's registered office is 809 South Albany Avenue, Tampa, Florida, 33606, Hillsborough County, Florida, and its Registered Agent is W.A. Hayward, who maintains a business office at 809 South Albany Avenue, Tampa, Florida, 33606. Both this Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

**ARTICLE III  
PURPOSE**

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract of property (hereinafter called the Property) in Hillsborough County, Florida and more particularly described as Villa Tampania.

**ARTICLE IV  
POWERS OF ASSOCIATION**

Without limitation this Association is empowered to:

(a) Declaration. Exercise all rights, powers, privileges and perform all duties, of this Association set forth in that certain Declaration of Covenants, Conditions and Restrictions

(hereinafter called the Declaration) applicable to the property as recorded or to be recorded in the Public Records of Hillsborough 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 in full;

(b) Property. In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs, specifically including the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder.

(d) Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property; and contract for services, such as to provide for operation and maintenance of facilities including surface water management system facilities.

(e) Borrowing. Borrow money and, with the approval of two-thirds of each class of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

(f) Dedications. With the approval of three-fourths of the members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions, as seventy-five percent (75%) of the members determine.

(g) Mergers. With the approval of two-thirds (2/3) of the members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes.

(h) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots, Common Area, and Corporate Property consistent with the rights and duties established by the Declaration and these Articles and governing Members' responsibilities.

(i) General. Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted.

(j) Enforcement. To enforce by legal means the obligations of the members of the corporation; the provisions of the Declaration, and the provisions of a dedication or conveyance of the Corporate Property to the corporation with respect to the use and maintenance thereof; to sue and be sued.

(k) Summary of Powers. The Association's powers, some of which are set forth in more detail herein above, therefore include, but are not limited to, the power to:

(1) Own and convey property.

(2) Operate and maintain the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

(3) Establish rules and regulations.

(4) Assess members and enforce assessments.

(5) Sue and be sued.

(6) Contract for services to provide for operation and maintenance of the surface water management system facilities if the association contemplates employing a maintenance company.

(7) Require all the lot owners, parcel owners, or unit owners to be members.

(8) Exist in perpetuity; however, in the event the Association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the Association.

(9) Take any other action necessary for the purposes for which the Association is organized.

## **ARTICLE V 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 (as defined in the Declaration), 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, and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of the following events, whichever occurs earlier:

(1) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(2) on the anniversary date five years from the date when the first Lot is conveyed to an individual purchaser.

## **ARTICLE VI BOARD OF DIRECTORS**

Section 1. The Association's affairs are managed by a Board of Directors composed of three or more Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be an odd number not to exceed five (5). The Directors named below shall serve until this Association's annual meeting. The term of office for all Directors is one year. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, if any, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by ballot. Each member may cast as many votes for each vacancy as such member has; and the person receiving the largest number of votes cast for each vacancy is elected. Cumulative voting is not permitted. Directors need not be Association members.

Section 2. The names and addresses of the persons who will serve as Directors until their successors have been duly elected and qualify, unless they sooner die, resign, or are removed, are:

W.A. Hayward (President)  
809 South Albany Avenue  
Tampa, Florida 33606

Jerry Vogeny (Vice President)  
809 South Albany Avenue  
Tampa, Florida 33606

Dillon John Alderman (Secretary/Treasurer)  
809 South Albany Avenue  
Tampa, Florida 33606

**ARTICLE VII  
INCORPORATOR**

The name and residence of the incorporator is:

Apex Builders, Inc.  
W. A. Hayward, President  
809 South Albany Avenue  
Tampa, Florida 33606

**ARTICLE VIII  
DISSOLUTION**

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of the Association's assets including the control or right of access to the property containing the surface water management system facilities, must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however may any assets inure to the benefit on any member or other private individual.

**ARTICLE IX  
DURATION**

This Association shall exist until it is terminated pursuant to the Declaration of Covenants, Conditions and Restrictions, the Articles of Incorporation, the By-Laws, or Florida statutes.

**ARTICLE X  
BY-LAWS**

This Association's By-Laws initially were adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of a majority of each class of members, except as to those provisions for Amendment to the By-Laws which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.

**ARTICLE XI  
AMENDMENTS**

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the Laws of the State of Florida, provided that each such amendment must have the approval in writing of two-thirds (2/3) of the entire membership, except as to those provisions for Amendment which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.


**ARTICLE XII  
INTERPRETATION**

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles, the incorporators intend its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

**ARTICLE XIII  
FHA/VA APPROVAL**

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of organizing this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 15<sup>th</sup> day of JUNE, 2003.

  
\_\_\_\_\_  
APEX BUILDERS, INC. by  
W.A. HAYWARD, President  
Incorporator



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That VILLA TAMPANIA HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal place of business in Tampa, Hillsborough County, Florida, has named W. A. HAYWARD located at 809 South Albany Avenue, Tampa, Florida, 33606, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said offices.

Dated this 15<sup>TH</sup> day of JUNE, 2003.

  
\_\_\_\_\_  
W. A. HAYWARD  
Registered Agent

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03 JUN 30 4:11:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA