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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 547270 9020A

AUTHORIZATION

COST LIMIT : \$ 78.75

ORDER DATE : April 5, 2004

ORDER TIME : 2:36 PM

ORDER NO. : 547270-010

CUSTOMER NO: 9020A

CUSTOMER: David L. Mackay, Esq.
Mackay & Ranew, P. A.

P. O. Box 206

Ocala, FL 34478-0206

DOMESTIC FILING

NAME: SALT SPRINGS RESORT MASTER
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd - EXT. 2940

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION
OF
SALT SPRINGS RESORT MASTER ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

Name and Definitions

The name of the corporation shall be **SALT SPRINGS RESORT MASTER ASSOCIATION, INC.** For convenience the corporation shall be referred to in this instrument as the Master association, these Articles of Incorporation as Articles, and the Bylaws of the Master association as Bylaws. The mailing address of the Master Association is Post Office Box 5249, Salt Springs, Florida, 32134, and the business office address of the Master Association is 14100 North Highway 19, Suite A, Salt Springs, Florida, 32134.

ARTICLE II

Purpose

The purpose for which the Master Association is organized is to conduct business under the laws of the State of Florida, in compliance with the Condominium Act which is Chapter 718, Florida Statutes.

ARTICLE III

Powers

The powers of the Master association shall include and be governed by the following provisions:

3.1 The Master association shall have all of the common-law and statutory powers of a corporation not for profit under the Laws of Florida that are not in conflict with the terms of these Articles.

3.2 The Master association shall have all of the powers and duties set forth in the Condominium Act.

ARTICLE IV

Members

4.1 The initial member of the Master Association shall be Salt Springs R.V. Resort Association, Inc.

4.2 Additional Members may be added by majority vote of the current Board of Directors, provided that any additional member shall be a duly chartered condominium association governing property subject to a declaration of condominium that adjoins the property governed by the Salt Springs Resort Association, Inc., including future phases thereof.

ARTICLE V

Directors

5.1 The affairs of the Master Association shall be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three (3) directors, and in the absence of that determination shall consist of three (3) directors.

5.2 Directors of the Master Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the Bylaws.

ARTICLE VI

Officers

The affairs of the Master Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Master Association and shall serve at the pleasure of the board of directors.

ARTICLE VII

Indemnification

Every director and officer of the Master Association shall be indemnified by the Master Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Master Association, whether or not he is a director or officer at

the time the expenses or liabilities are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled. The directors shall be authorized to purchase director and officer liability insurance providing coverage to the officers and directors of the Master Association at the expense of the Master Association.

ARTICLE VIII

Bylaws

The first Bylaws of the Master Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE IX

Amendments

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

9.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

9.2 A resolution for the adoption of a proposed amendment may be proposed either by the board of directors or by the members of the Master Association. The approvals must be either by:

a. not less than two-thirds (2/3) of the voting interests of the entire membership of the Master Association; or

b. not less than two-thirds (2/3) of the directors.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members.

9.4 A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Marion County, Florida

ARTICLE X

Term

The term of the Master Association shall be perpetual.

ARTICLE XI

Subscribers

The names and address of the subscribers to these Articles of Incorporation are as follows:

Brian F. Tolan
14100 N. Highway 19, Suite A
Salt Springs, Florida 32134

ARTICLE XII

Registered Office/Agent

The street address of the registered office of the Master Association shall be 14100 North Highway 19, Suite A, Salt Springs, Florida, 32134, or at such other place as may be subsequently designated by the Board of Directors.

The name and address of the registered agent of the Master Association shall be BRIAN F. TOLAN, 14100 North Highway 19, Suite A, Salt Springs, Florida, 32134, or such other person as may be subsequently designated by the Board of Directors.

ACCEPTANCE

I HEREBY ACCEPT the appointment as Registered Agent of and agree to act in that capacity.



Registered Agent

ARTICLE XIII

Disposition of Assets Upon Dissolution

Upon dissolution of the Master Association, the common surplus of the Master Association shall belong to Members pro-rata based on the total number unit owners represented by the Members.

IN WITNESS WHEREOF the subscribers have affixed their signatures on the 2nd day of April, 2004




Brian F. Tolan, Subscriber

STATE OF FLORIDA
COUNTY OF MARION

The foregoing Articles of Incorporation of **SALT SPRINGS RESORT MASTER ASSOCIATION, INC.** were acknowledged before me this 2nd day of April, 2004 by BRIAN F. TOLAN.



Jeanette Frantz
MY COMMISSION # DD227785 EXPIRES
July 27, 2007
BONDED THRU TROY FAIR INSURANCE INC.



(Signature of Notary Public, State of Florida)
(Print, Type, or Stamp Commissioned
Name of Notary Public)

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Type of Identification Produced:

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