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FLORIDA PROFIT CORPORATION OR P.A.

BELLA TERRA NORTH PROPERTY OWNERS ASSOCIATION, INC.

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ARTICLES OF INCORPORATION

BELLA TERRA NORTH PROPERTY OWNERS ASSOCIATION, INC.

The undersigned Incorporator hereby forms a not for profit corporation under the laws of the State of Florida:

Article I. Name

The name of this Corporation is Bella Terra North Property Owner's Association, Inc.

Article II. Principal Office

The principal office and mailing address of this Corporation is 516 River Drive, Vero Beach, FL 32963.

Article III. Purpose

The purpose for which this Corporation is organized is to operate, maintain and manage a residential property owners association. This Corporation 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 application no. 40-061-96828-1 for a permit requirements and applicable St. Johns River Water Management 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.

This Corporation shall keys and collect adequate assessments against members of this Corporation for costs of maintenance and operation of the surface water or stormwater management system.

The common areas of the Bella Terra North residential development will be under the control of this Corporation.

Article IV. Manner of Election

The manner in which the directors are elected or appointed is by a majority vote of the members of this Corporation.

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Article V. Existence and Direction

Existence of this Corporation shall commence with this filing of these Articles of Incorporation with the Florida Secretary of State in Tallahassee, Florida. This Corporation shall exist in perpetuity.

Article VI. Dissolution

In the event of termination, dissolution or final liquidation of this Corporation, 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 Management District prior to such termination, dissolution or liquidation.

Article VII. Initial Registered Agent

The name and address of the initial registered agent is:

Bric Granitur 535 Greytwig Road, Suite 5 Vero Beach, FL 32963

Article VIII.

The name and address of the Incorporator is:

Eric Granitur 535 Greytwig Road, Suite 5 Vero Beach, FL 32963

IN WITNESS WHEREOF, the undersigned, as the Incorporator, has executed these Articles of Incorporation this 9th day of February, 2005.

Eric Granitur, Incorporator

BlumbergExcelsior Corporate Services, Inc. 62 White Street, NYC 10013 (212)431-5000

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CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT

The undersigned, having been appointed registered agent of Bella Terra North Property Owners Association, Inc. hereby accepts such designation and affirms that he is familiar with and accepts the obligations of such position pursuant to the laws of the State of Florids.

Date: February 9, 2005

Eric Granitur, As registered agent

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