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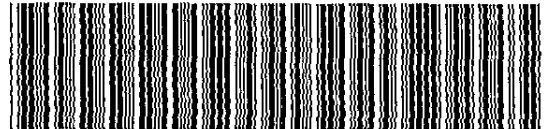
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*[Handwritten signature]*  
12/28/81



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 778638 7509001

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 78.75

ORDER DATE : December 27, 2005

ORDER TIME : 9:14 AM

ORDER NO. : 778638-005

CUSTOMER NO: 7509001

DOMESTIC FILING

NAME: CUFFE ESTATES HOMEOWNERS  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**CUFFE ESTATES HOMEOWNERS ASSOCIATION, INC.**  
**(A Florida Corporation Not-For Profit)**

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05 DEC 27 AM 11:30  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the corporation is CUFFE ESTATES HOMEOWNERS ASSOCIATION, INC.

**ARTICLE II**

The corporation is incorporated as a corporation not-for-profit under the provisions of Chapter 617, Florida Statutes, as amended from time to time.

**ARTICLE III**

The registered office and address of the corporation shall be 1101 Ashland Avenue, Tarpon Springs, Florida 34689.

**ARTICLE IV**

DAVID W. CUFFE, whose address is 1101 Ashland Avenue, Tarpon Springs, Florida 34689, is hereby appointed the initial Registered Agent of this corporation.

**ARTICLE V**

The purpose for which this corporation is organized is to act on behalf of its Members in operating and governing CUFFE ESTATES HOMEOWNERS ASSOCIATION, INC., and to have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, and By-Laws may now or hereafter have and exercise, including but

not limited to, the following:

(a) To join with other corporations or entities in becoming a Member of CUFFE ESTATES HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as "Association"), the purposes of which are hereinbelow described;

(b) To collect assessments from each Member for the maintenance, repair and replacement of certain property (hereinafter referred to as "Common Area"), title to which shall be held by Cuffe Estates Homeowners Association, its successors and assigns, and to assist Association in promoting the health, safety and welfare of the residents using the common property and any additions thereto;

(c) Exercise all of the powers and privileges and to perform all of the duties and obligations of this corporation as set forth in the Declaration of Agreements, Easements, Covenants, Conditions and Restrictions executed by DAVID W. CUFFE and PATRICIA M. CUFFE (hereinafter referred to as "Declarants") and filed in the Official Records Book of Pinellas County, Florida (hereinafter referred to as "Restrictions") as applicable to the property described in said Declaration, and as the same may be amended from time to time as therein provided;

(d) Collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Restrictions; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against any properties of the corporation; and

(e) Have and to exercise any and all powers, rights and privileges which a

corporation organized under Chapter 617, Florida Statutes, and by law may now or hereafter have and exercise; and

(f) To 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.

#### ARTICLE VI

The Members of the corporation shall consist of all of the record owners of each and every fee or undivided fee interest in any Lot subject to the Restrictions in CUFFE ESTATES. Membership shall be held by the person or entity, or in common by the persons or entities, owning such property interest. Membership in the corporation is limited to Owner(s), as defined in Article I of the Declaration of Covenants and Conditions of CUFFE ESTATES, and as evidenced by the filing of a deed to such Lot. Membership is an incident of ownership and is not separately transferable.

The corporation shall have one (1) class of voting membership, consisting of the Lot Owners within CUFFE ESTATES, with one (1) vote per lot.

#### ARTICLE VII

The term for which the corporation is to exist is perpetual. In the event that 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.

#### ARTICLE VIII

The affairs of the corporation shall be governed by a Board of Directors, which Board shall consist of three (3) persons. Directors shall be elected from among the Lot Owners; or if a Lot Owner shall be a corporation, partnership, or trust, then an officer, partner, or beneficiary of such Lot Owner shall be qualified to be a Director. The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the corporation and shall have all of the powers and duties referred to in the Statutes of the State of Florida respecting corporations not-for-profit.

Provisions for the election of Directors and provisions respecting the removal and resignation of Directors, and for filling vacancies in the Board, shall be established by the By-Laws.

#### ARTICLE IX

The initial Board of Directors of the corporation shall be selected within thirty (30) days of the filing hereof with the Secretary, each of whom shall serve until the 1<sup>st</sup> day of February, 2008, or the first regular meeting of the Membership, whichever shall first occur.

#### ARTICLE X

The operation of the corporation shall be governed by the By-Laws.

The By-Laws may be altered, amended or supplemented in any duly called meeting of the Members provided;

- 1) Notice of the meeting shall contain a statement of the proposed amendment;
- and
- 2) If the amendment has approval of the Board of Directors, then it shall be

approved upon the affirmative vote of the Members casting a majority of the total votes of the Members of the Corporation.

#### ARTICLE XI

The affairs of the corporation shall be administered by the President of the corporation, assisted by a Vice President, a Secretary and a Treasurer, and if any, the Assistant Secretary and the Assistant Treasurer subject to the directions of the Board of Directors. The Board of Directors, or President with prior approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the exclusive, singular and unique operation or management of the corporation, provided that no such person or principal or entity employed as managing agent or personnel of the corporation shall be a Member of the corporation.

The Board of Directors shall elect the officers of the corporation at the first meeting of the Board of Directors following the annual meeting of the Members. The President shall be elected from the membership of the Board of Directors, but no other Officer need be a Director. The same person may hold two (2) offices, the duties of which are not incompatible; provided, however, that the Office of President and Vice President shall not be held by the same person, nor shall the Office of President and Secretary or Assistant Secretary be held by the same person.

The initial Officers of this corporation shall be as follows:

<u>NAME</u>	<u>TITLE</u>
David W. Cuffe	President
Patricia M. Cuffe	Secretary/Treasurer
Pete Zervos	Vice President

## ARTICLE XII

These Articles of Incorporation may be altered, amended, changed, added to or repealed, in the manner as herein set forth, at any duly called meeting of the Members of this corporation, provided that notice of the meeting is given in the manner provided for in the By-Laws and that the notice contain a full statement of the proposed alteration, amendment, change, addition or repeal of any provision of these Articles, and that at such meeting, there is an affirmative vote of eighty (80%) percent of the Members, qualified to vote, present in person or by proxy in favor of said alteration, amendment, change, addition or repeal.

## ARTICLE XIII

This corporation shall not have or issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its Members, Directors or Officers. This corporation must pay compensation in a reasonable amount to its Members, Directors and Officers for services rendered, may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation, pursuant to Chapter 617, Florida Statutes, as amended from time to time, may make distribution to its Members, and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income; provided, however, no compensation may be paid for services rendered solely in the capacity of a Director, Officer, or Member.

## ARTICLE XIV

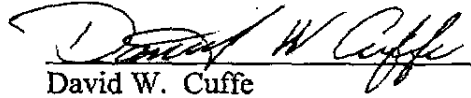
The name and address of the incorporator of this corporation is as follows:

David W. Cuffe  
1101 Ashland Avenue  
Tarpon Springs, FL 34689

I, the undersigned, being the incorporator hereinabove named, for the purposes of forming



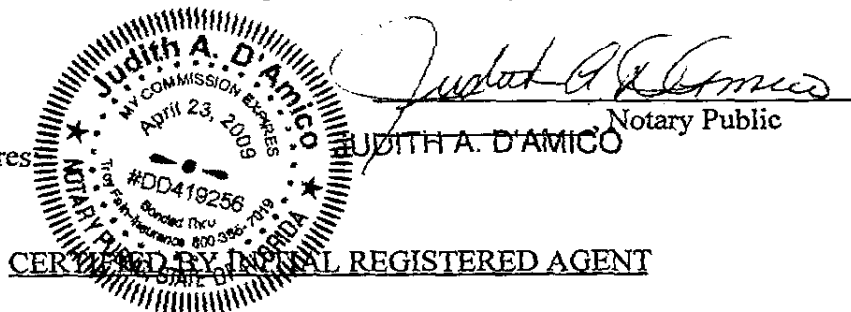
a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation and have hereunto set my hand and seal this 20<sup>th</sup> day of December, 2005.

  
David W. Cuffe

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing was acknowledged before me this 20 day of December, 2005, by DAVID W. CUFFE, ( ) who is personally known to me, or (✓) who has produced his driver's license as identification, and who acknowledged that he did subscribe to the foregoing Articles of Incorporation freely and voluntarily for the purposes therein expressed, and did not take an oath.

My Commission Expires



Having been named as the initial Registered Agent of CUFFE ESTATES HOMEOWNERS ASSOCIATION, INC., I hereby agree to act in this capacity and agree to maintain said corporation's initial registered office at 1101 Ashland Avenue, Tarpon Springs, Florida 34689, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

  
David W. Cuffe

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05 DEC 27 AM 11:30  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA