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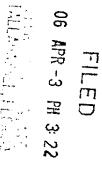
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HAN Kes HAN Kew Filings Section

Division of Corporations

Dept Secretary of State

409 East Gaines Street 2661 Executive Center Circle

The Capite!

Tallahassee, FL 3230 / /

The Bluffs at Spring Branch Lakes Association, Inc.

Dear Sir or Madam:

Enclosed are the signed original and one signed copy of the Articles of Incorporation for the above corporation. I have also enclosed a check in the amount of \$78.75 payable to the Secretary of State for the filing and certified copy fees.

March 31, 2006

Please process this at your earliest opportunity and return the certified copy of the Articles of Incorporation to this office.

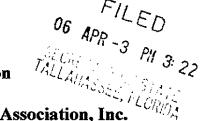
Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Enclosures

Articles of Incorporation - OrigiNAl

- Copy

Check to See. of State #78 15



Articles of Incorporation Of

The Bluffs at Spring Branch Lakes Association, Inc

A Nonprofit Corporation

We, the undersigned acting as incorporators of a non-profit corporation under Chapter 617 of the Florida Statutes, hereby adopt the following articles of incorporation:

Article I.

The name of the corporation is The Bluffs at Spring Branch Lakes Association, Inc., referred to hereinafter as the "Association."

Article II.

The Association is a nonprofit corporation.

Article III.

The period of the Association's duration is perpetual.

Article IV.

The Association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residence lots and common areas within a certain subdivided tract of real property described as follows:

See attached addendum #1

And to promote the health, safety, and welfare of the residents within the above described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the association for such purpose.

In furtherance of such purposes the Association will have the power to:

(a) perform all of the duties and obligations of the Association as set forth in a certain Declaration of Covenants and Restrictions (the "Declaration") applicable to the subdivision and recorded in the public records of Pasco County, Florida;

- (b) affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration; and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;
- (c) acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to pubic use, or otherwise dispose of real and personal property in connection with the affairs of the Association;
- (d) establish rules and regulations governing members responsibility;
- (e) require all the homeowners, lot owners, property owners or unit owners to be members of the Association:
- (f) exist in perpetuity, however, if the Association is dissolved, the property consisting of the surface water management systems shall be conveyed to an appropriate agency of local government and that if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation;
- (g) operate and maintain common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District including all lakes, retention areas, water management areas, ditches, culvert, structures, and related appurtenances;
- (h) borrow money and, subject to the consent by vote or written instrument of one hundred percent of its members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (i) dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer will be effective unless an instrument has been signed by one hundred per cent of the members, agreeing to such dedication, sale or transfer;
- (j) sue and be sued;
- (k) contract for services, such as to provide for operation and maintenance if the Association contemplates employing a maintenance company;
- (l) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and

common areas, provided that any merger, consolidation, or annexation must have the consent by vote of written instrument of one hundred per cent of the members:

- (m) take on any other action necessary for the purposes for which the Association is organized;
- (n) have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and will be operated exclusively for the above purposes. The activities of the Association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member.

Article V.

The street address of the initial registered office of the Association is 31404 Reed Road, Dade City, Florida 33523, and the name of its initial registered agent at that address is Shaun M. Bolender.

Article VI

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the Association. Membership will be appurtenant to and may not be separated from ownership of a lot that is subject to assessment by the Association.

Article VII

The Association will have one class of voting members, which are defined as follows:

Members will include all owners with the exception of the declarant, as that term is defined in the Declaration. Members will be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all of those persons will be members. The vote for such lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Members.

Article VIII

The number of directors constituting the initial board of directors of the Association is 1, and the name and address of the person who is to serve as the initial director is:

Name

Address

Shaun M. Bolender,

31404 Reed Road, Dade City, Fl

Article IX

On dissolution, the assets of the Association will be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets will be granted; conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

Article X

The name and street address of each Incorporator is:

Name

Address

Shaun M. Bolender

31404 Reed Road, Dade City, Fl 33523.

Executed at the Law Office of Charles D. Waller, P.A.

MARCH , 2006.

State of Florida County of Pasco

I, Cynthia A. Waller, a notary public, certify that on March 31, 2006 Shaun M. Bolender, being first duly sworn, personally appeared before me and declared that he is the person who signed the foregoing document as an incorporator, and that the statements contained therein are true. In witness, I have set my hand and on the date first above-written.

Pasco County Plon Commission # DD513933
Expires February 27, 2010
My Commission Expires; Fam. Insurance Inc. 800-385-7019

(Seal)

Parcel 1:

The North % of the Southeast 1/4 of Section 10, Township 24 South, Range 20 East, Pasco County, Florida

LESS AND EXCEPT the South 846.32 feet thereof; and LESS the North 50,00 feet of the East 1000.00 feet thereof

TOGETHER WITH an easement for Ingress-Egress over and across the East 35.00 feet of the South 848,32 feet of the North 1/2 of the Southeast 1/4 of Section 10, Township 24 South, Range 20 East. AND

TOGETHER WITH an Easement for Ingress-Egress over and across the South 35.00 feet of the Northwest 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Range 20 East; and Commence at the Southwest corner of the Southeast 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Range 20 East, Pasco County, Florida, thence along the South line thereof N-89*40'04"-E, 30.00 feet for a Point of Beginning; thence N-05*47'00"-W, 140,00 feet, thence N-24*15'22"-W, 38.98 feet to the West line of said Southeast 1/4 of the Southwest 1/4 at a point 175.00 feet North of the Southwest comer thereof, thence S-89*57'37"-W, 30,00 feet, thence parallel to the West line of said Southeast 1/4 of Southwest 1/4, N-00°02'23"-W, 1149.35 feet to the North line of the Southwest 1/4 of the Southwest 1/4 and the South line of the Northwest 1/4 of the Southwest 1/4 of said Section 11, thence along said line and the extension thereof, N-89°26'47"-E, 35.00 feet, thence S-00*02'23"-E, 1075.45 feet, thence S-24*15'22"-E, 110.30 feet, thence S-05°47'00"-E, 149.02 feet to the South line of said Southeast 1/4 of Southwest 1/4, thence \$-69*40'04"-W, 35.16 feet to the Point of Beginning.

Parcel 2:

The South 423.16 feet of the North ½ of the Southeast 1/4.0f Section 10, Township 24 South, Range 20 East, Pasco County, Florida;

LESS AND EXCEPT the South 100.00 feet of the West ½ of the North ½ of the Southeast 1/4; and LESS the Southwest ½ of the South 100.00 feet of the West 100.00 feet of the East ½ of the North ½ of the Southeast 1/4 of Section 10, Township 24 South, Range 20 East.

SUBJECT TO AN INGRESS-EGRESS EASEMENT OVER THE EAST 35.00 FEET THEREOF.

TOGETHER WITH an Easement for Ingress-Egress over and across the South 35.00 feet of the Northwest 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Range 20 East; and Commence at the Southwest corner of the Southwest 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Range 20 East, Pasco County, Florida, thence along the South line thereof N-89*40'04"-E, 30.00 feet for a Point of Beginning; thence N-05*47'00"-W, 140.00 feet, thence N-24*15'22"-W, 38.98 feet to the West line of said Southwest 1/4 of the Southwest 1/4 at a point 175.00 feet North of the Southwest omer thereof, thence S-89*57'37"-W, 30.00 feet, thence parallel to the West line of said Southwest 1/4 of Southwest 1/4, N-00*02'23"-W, 1149.35 feet to the North line of the Southwest 1/4 of the Southwest 1/4 and the South line of the Northwest 1/4 of the Southwest 1/4 of said Section 11, thence along said line and the extension thereof, N-89*26'47"-E, 35.00 feet, thence S-00*02'23"-E, 1075.45 feet, thence S-24*15'22"-E, 110.30 feet, thence S-06*47'00"-E, 149.02 feet to the South line of said Southwest 1/4 of Southwest 1/4, thence S-89*40'04"-W, 35.16 feet to the Point of Beginning.

Parcel 3:

The North 423.15 feet of the South 846.32 feet of the North ½ of the Southeast 1/4 of Section 10, Township 24 South, Renge 20 East, Pasco County, Florida,

SUBJECT TO AN INGRESS-EGRESS EASEMENT OVER THE EAST 35.00 FEET THEREOF.

TOGETHER WITH an Easement for Ingress-Egress over and across the East 35.00 feet of the South 423.16 feet of the North ½ of the Southeast 1/4 of Section 10, Township 24 South, Range 20 East, AND;

TOGETHER WITH an easement for Ingress-Egress over and across the South 35,00 feet of the Northwest 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Renge 20 East; and Commence at the Southwest comer of the Southeast 1/4 of the Southwest 1/4 of Section 11, Township 24 South, Range 20 East, Pasco County, Florida, thence along the South line thereof N-89*40'04"-E, 30.00 feet for a Point of Beginning; thence N-05*47'00"-W. 140,00 feet, thence N-24*15'22"-W, 38.98 feet to the West line of said Southeast 1/4 of the Southwest 1/4 at a point 175,00 feet North of the Southwest corner thereof, thence S-89*57'37"-W, 30,00 feet, thence parallel to the West line of said Southeast 1/4 of Southwest 1/4, N-00°02'23"-W. 1149,35 feet to the North line of the Southwest 1/4 of the Southwest 1/4 and the Southline of the Northwest 1/4 of the Southwest 1/4 of said Section 11. thence along said line and the extension thereof, N-89°26'47"-E, 35.00 feet thence S-00"02"23"-E, 1075.45 feet, thence S-24"15"22"-E, 110.30 feet, thence S-05*47'00"-E, 149.02 feet to the South line of said Southeast 1/4 of Southwest 1/4, thence S-89*40'04"-W, 35.18 feet to the Point of Beginning