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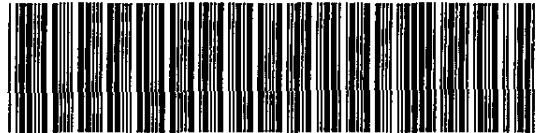
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DIVISION OF CORPORATIONS

CB 4-17-06



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 987103 150991A

AUTHORIZATION

*[Handwritten signature]*

COST LIMIT : \$ 78.75

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ORDER DATE : April 14, 2006

ORDER TIME : 9:29 AM

ORDER NO. : 987103-005

CUSTOMER NO: 150991A  
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DOMESTIC FILING

NAME: PROVIDENCE PROPERTY OWNERS'  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Jamela Fordyce - EXT. 2936

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

**ARTICLES OF INCORPORATION**  
**OF**  
**PROVIDENCE PROPERTY OWNERS' ASSOCIATION, INC.**  
**(A Florida corporation Not-For-Profit)**

**This instrument prepared by:**  
**Christopher H. Marine, Esquire**  
**Gould, Cooksey, Fennell, O'Neill,**  
**Marine, Carter & Hafner, P.A.**  
**979 Beachland Boulevard**  
**Vero Beach, Florida 32963**

**ARTICLES OF INCORPORATION  
OF  
PROVIDENCE PROPERTY OWNERS' ASSOCIATION, INC.  
(A Florida Corporation Not-For-Profit)**

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SECRETARY OF STATE  
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 1. Name.** The name of the Corporation shall be PROVIDENCE PROPERTY OWNERS' ASSOCIATION, INC. For convenience, the Corporation shall be referred to in this instrument as the "Association." The place of business shall be 979 Beachland Boulevard, Vero Beach, Florida, until changed by the owners at the first meeting.

**Article 2. Purpose.**

A. The purposes for which the Association is organized are:

(i) to establish, maintain and operate a corporation not for profit; to uphold, maintain and promote the property interests and rights of member owners and residents of the following described real property located in Indian River County, Florida:

SEE SCHEDULE "A" ATTACHED  
(said real property referred to herein as "Providence")

(ii) to be and constitute the Association to which reference is made in the Declaration of Protective Covenants for Providence, recorded in the Public Records of Indian River County, Florida, as amended or supplemented from time to time (the "Declaration"), to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the By-Laws, and as provided by law; and

B. The Association shall make no distributions of income to its members, directors, or officers.

**Article 3. Definitions.** All terms used herein which are not defined shall have the same meaning provided in the Declaration.

**Article 4. Powers.** The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles, the Declaration, and the By-Laws of this Association.

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B. The Association shall have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, or the Declaration, including, without limitation, the power:

(i) to fix and to collect assessments and other charges to be levied against the Units;

(ii) to manage, control, operate, maintain, repair, and improve the property subject to the Declaration or any other property for which the Association by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(iii) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;

(iv) to engage in activities which will actively foster, promote, and advance the common interests of all owners of Units;

(v) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(vi) to borrow money for any purpose, subject to any limitations contained in the By-Laws;

(vii) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(viii) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;

(ix) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and  
(x) to provide any and all supplemental municipal services as may be necessary or proper.

(xi) to fix and collect adequate assessments against the Units for the costs of maintenance and operation of the surface water or stormwater management system.

(xii) to operate, maintain, and manage the surface water or storm water management system in a manner consistent with the St. Johns River Water Management District Permit No. 42-061-104004-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration relative to the surface water or storm water management system.

(xii) the foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article 4.

**Article 5. Members.**

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each Unit subject to the Declaration shall be a member of the Association and shall be entitled to vote in accordance with the formula set forth in the Declaration. The manner of exercising voting rights shall be as set forth in the Declaration and in the By-Laws of the Association.

C. Change of membership in the Association shall be established by recording in the Public Records of Indian River County, Florida, a deed or other instrument establishing record title to a Unit subject to the Declaration. Written notice shall be given to the Association of such change in title. Upon such recordation, the owner designated by such instrument shall become a member of the Association and the membership of the prior owner shall be terminated.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of his Unit.

**Article 6. Term.** Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

**Article 7. Directors.**

A. The affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The initial Board of Directors shall consist of three (3) directors; provided, however, the Board shall have the right to increase the number of Directors not to exceed five (5).

B. The names and addresses of the members of the initial Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Thomas J. McGough, Jr.  
2737 Fairview Avenue N.  
St. Paul, MN 55113

Gregory W. Munson  
2737 Fairview Avenue N.  
St. Paul, MN 55113

Bart Zibrowski  
2737 Fairview Avenue N.  
St. Paul, MN 55113

C. The method of election and term of office, removal, and filling of vacancies shall be as set forth in the By-Laws.

D. The Board may delegate its operating authority to such companies, individuals, and committees as it, in its discretion, may determine.

**Article 8. Officers.** The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association, and they shall serve at the pleasure of the Board of Directors, as provided in the By-Laws. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Thomas J. McGough, Jr.  
2737 Fairview Avenue N.  
St. Paul, MN 55113

President

Gregory W. Munson  
2737 Fairview Avenue N.  
St. Paul, MN 55113

Vice President/Secretary

Bart Zibrowski  
2737 Fairview Avenue N.  
St. Paul, MN 55113

Treasurer

**Article 9. By-Laws.** The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the By-Laws.

**Article 10. Dissolution.** Upon dissolution of the Association all its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of the Association.

In any event of termination, dissolution or final liquidation of the Association, 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 40-C-42.027, *F.A.C.*, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

**Article 11. Amendments.** Amendments to the Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes, provided that no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

**Article 12. Subscribers.** The names and addresses of the subscribers to these Articles of Incorporation are as follows:

Christopher H. Marine  
979 Beachland Boulevard  
Vero Beach, FL 32963

**Article 13. Registered Agent and Office.** The initial registered office of the Corporation is 979 Beachland Boulevard, Vero Beach, Florida, 32963, and the initial registered agent at such address is Christopher H. Marine.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 13<sup>th</sup> day of April, 2006.

  
\_\_\_\_\_  
CHRISTOPHER H. MARINE

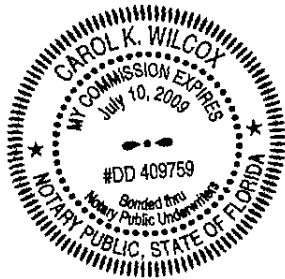



STATE OF FLORIDA

COUNTY OF INDIAN RIVER

The foregoing Articles of Incorporation were acknowledged before me this 13<sup>th</sup> day of April, 2006, by **CHRISTOPHER H. MARINE**, who, being duly sworn, acknowledged before me that he executed the same for the purposes expressed in such Articles.

(NOTARIAL SEAL)



  
Notary Public, State of Florida  
CAROL K. WILCOX

Printed Name of Notary

My Commission Expires: \_\_\_\_\_

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**

The undersigned hereby accepts the designation of registered agent on behalf of **PROVIDENCE  
PROPERTY OWNERS' ASSOCIATION, INC.**

  
**CHRISTOPHER H. MARINE**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## SCHEDULE "A"

### LEGAL DESCRIPTION

#### Parcel 1

The South one-half of Government lot 6, Section 36, Township 31 South, Range 39 East.

#### Parcel 2:

*From the point of beginning at the Southeast corner of Government Lot 7, Section 36, Township 31 South, Range 39 East, run Northerly along the East boundary line of said Government Lot 7, a distance of 534.00 feet to a point; thence run West to the Indian River; thence run Southeasterly along the shore of the Indian River to the point where the shore of the Indian River intersects the South boundary line of said Government Lot 7; and thence run Easterly along the South boundary line of said Government Lot 7 to the point of beginning; together with all riparian rights appertaining thereto.*

Less and Except that certain parcel of land described in Special Warranty Deed, recorded in Official Records Book 750, Page 366 of the Public Records of Indian River County, Florida, being described as follows: a 50 foot strip of land lying in Government Lot 7, Section 36, Township 31 South, Range 39 East, Indian River County, Florida. Said 50 foot strip being more particularly described as follows:

Commence at the Southeast corner of Government Lot 7, Section 36, Township 31 South, Range 39 East, Indian River County, Florida; thence run North 89 degrees, 45'20"W for a distance of 740.43 feet to the point of beginning for the herein described parcel of land; thence continue N 89 degrees 45'20"W, for a distance of 50.16 feet, to the point of a non-tangency on a circular curve concave to the West having a radius of 223.81 feet; thence run northwesterly along the arc of said circular curve for an arc distance of 120.18 feet, through a central angle of 30 degrees 46'02" to the Point of Tangency; thence run N 35degrees 21'01"W, for a distance of 144.27 feet; thence run N 89 degrees 44'38" E, for a distance of 61.11 feet; thence run S 35 degrees 21'01"E, for a distance of 109.14 feet to the point of curvature on a circular curve concave to the West having a radius of 273.81 feet; thence run southeasterly along the arc of said circular curve for an arc distance of 151.25 feet through a central angle of 31 degrees 39'01" to the Point of Beginning for the above described parcel of land. Said parcel of land lies wholly in Indian River County, Florida.

#### Parcel B

The South 330 feet of Government Lot 5, Section 36, Township 31 South, Range 39 East, Indian River County, Florida, LESS AND EXCEPT the right of way for State Road A-1-A (per D.O.T. Right of Way Map Section 8807-102 last revised 6-3-58).