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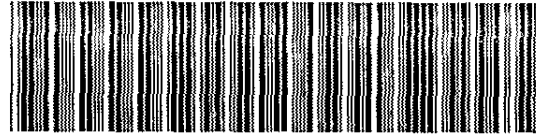
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SECRETARY OF STATE  
TALL/PA/REGISTRATION

*Ch. 8-7*

**LIVINGSTON & LIVINGSTON**  
ATTORNEYS AND COUNSELORS AT LAW  
445 S. COMMERCE AVENUE  
SEBRING, FLORIDA 33870-3702

HOWARD G. LIVINGSTON (1907-1975)  
JAMES L. LIVINGSTON  
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TELEPHONE (863) 385-5156  
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livandliv@mpinet.net

July 28, 2006.

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of Royal Palm Villas Homeowner's Association, Inc.

Dear Sir or Madam:

Please find herein the Articles of Incorporation for the above-referenced corporation and a check in the amount of \$78.75 for filing fees and one certified copy. Upon filing, please forward the originals to my office in the self addressed stamped envelope provided for your convenience.

Very truly yours,



Robert E. Livingston

REL/ar  
Encl.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 31, 2006

LIVINGSTON & LIVINGSTON  
445 S. COMMERCE AVE.  
SEBRING, FL 33870-3702

SUBJECT: ROYAL PALM VILLAS HOMEOWNERS' ASSOCIATION, INC.  
Ref. Number: W06000033719

We have received your document for ROYAL PALM VILLAS HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6047.

Carolyn Lewis  
Document Specialist  
New Filing Section

Letter Number: 706A00048028

**LIVINGSTON & LIVINGSTON**

ATTORNEYS AND COUNSELORS AT LAW

445 S. COMMERCE AVENUE

SEBRING, FLORIDA 33870-3702

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JAMES L. LIVINGSTON

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livandliv@mpinet.net

August 2, 2006

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of Royal Palm Villas Homeowner's Association, Inc.

Dear Sir or Madam:

Please find herein the Articles of Incorporation for the above-referenced corporation and a check in the amount of \$78.75 for filing fees and one certified copy. Upon filing, please forward the originals to my office in the self addressed stamped envelope provided for your convenience.

Very truly yours,

  
Robert E. Livingston

REL/ar

Encl.

**ARTICLES OF INCORPORATION  
OF  
ROYAL PALM VILLAS HOMEOWNERS' ASSOCIATION, INC.  
(a non-profit Florida corporation)**

06 JUL 31 AM 8:41  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, F.S. (Corporations Not For Profit), the undersigned, who is a resident of Florida, and who is of full age, has this day voluntarily formed a corporation not for profit for the purpose of creating an association of property owners' with mutual interests and obligations and does hereby certify.

**ARTICLE I.  
NAME**

The name of the corporation shall be **ROYAL PALM VILLAS HOMEOWNERS' ASSOCIATION, INC.**, hereinafter called the "Association".

**ARTICLE II.  
PRINCIPLE OFFICE**

The principal place of business of the Association shall be 6601 Sparta Road, Sebring, Florida 33875 and the mailing address of the Association shall be Post Office Box 1824, Sebring, Florida 33871.

**ARTICLE III.  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is: Robert E. Livingston, 445 South Commerce Avenue, Sebring, Florida 33870.

**ARTICLE IV.  
PURPOSE**

This Association does not contemplate pecuniary gain or profit to the members thereof and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residential lots and Common Areas within that certain tract of property described on Exhibit "A" attached hereto and made a part hereof, and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Highlands County, Florida, and as same may be amended from time to time as therein provided said Declaration being incorporated

herein as if set forth at length, and specifically including the power and authority to establish rules and regulations, sue (including injunctive relief) and be sued, and further to contract for services to provide for operation and maintenance of the surface water management system facilities, if the association contemplates employing a maintenance company; and to further take any other action necessary for the purposes for which this association is organized;

(b) Assess members and enforce assessments, fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to 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 against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Areas, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of members;

(g) Operate and maintain the Common Areas and the surface water management system facilities including all inlets, ditches, swales, culverts, water control structures, retention and detention area, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas;

(h) Have and to exercise any and all powers, rights and privileges which a corporation organized under the non-profit corporation law of the State of Florida by law may now or hereafter may have or exercise; and,

(i) Require all lot, parcel, or unit owners to be members of the Association.

**ARTICLE V.**  
**INITIAL DIRECTORS/MANNER OF ELECTION**

The affairs of this Association shall be managed by a Board of three (3) Directors who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The method of election of Directors shall be set forth in the By-Laws. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Timothy J. Blackman	6601 Sparta Road, Sebring, Florida 33875.
Ben Griffith Broach	6601 Sparta Road, Sebring, Florida 33875.
Mildred J. Sanders	6601 Sparta Road, Sebring, Florida 33875.

**ARTICLE VI.**  
**INITIAL OFFICERS**

The affairs of this Association shall be administered by a President, Vice-President, Secretary and Treasurer, who need not be members of the association. The following persons shall act in the capacity indicated until the selection of their successors in accordance with the By-Laws of the Association.

President:	Ben Griffith Broach
Vice-President:	Timothy J. Blackman
Secretary:	Mildred J. Sanders
Treasurer:	Mildred J. Sanders

**ARTICLE VII.**  
**MEMBERS**

- A. The members of the Association shall consist of all of the record owners of lots at ROYAL PALM VILLAS. A single membership shall be assigned to each lot regardless of the number of joint owners thereof.
- B. Change of membership in the Association shall be established by recording in the Public Records of Highlands, County, Florida a deed or other instrument establishing record title to a lot and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated as of the date of recordation of such instrument.

- C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except upon transfer of the title of his lot.

**ARTICLE VIII.**  
**INCORPORATOR**

The name and address of the Incorporator for the Association is:

Robert E. Livingston, 445 South Commerce Avenue, Sebring, Florida 33870.

**ARTICLE IX.**  
**BY-LAWS**

The By-Laws of the Association will be adopted by a two-thirds (2/3) majority of the Board of Directors, and maybe altered, amended, or rescinded, at a duly called regular or special meeting of the members, by an affirmative vote of a majority of all the members present in person or by proxy.

**ARTICLE X**  
**DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds of members as set forth in the Declaration of Restrictions. Upon dissolution of the Association other than incident to a merger or consolidation, the assets of the Association together with the control or right of access to property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, then the surface water management system facilities and all such rights and assets shall be granted, conveyed and assigned to a nonprofit corporation similar to the Association and devoted to such similar purposes.

**ARTICLE XI**  
**DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION**

Upon dissolution or the winding up of the affairs of this corporation, its assets shall first be applied to the payment of any liabilities and the balance thereof shall be distributed, transferred, conveyed, delivered and paid over to such other organization as may be designated by the donor of a particular fund or property, or in the absence of such a designation, by the Board of Directors; provided, however, that any such organization shall themselves be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended; and provided further that this Article X shall not be subject to amendment. The foregoing provision shall not apply to the surface water management systems which shall be governed by Article X hereof.




**ARTICLE XII  
DURATION**

The corporation shall exist perpetually and in perpetuity.

**ARTICLE XIII  
AMENDMENT**

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this association, has executed these Articles of Incorporation this 2nd day of August, 2006.

  
Robert E. Livingston  
Incorporator

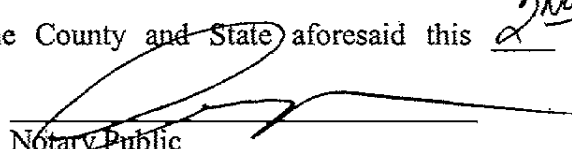
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the obligations of my appointment as registered agent and agree to act in this capacity.

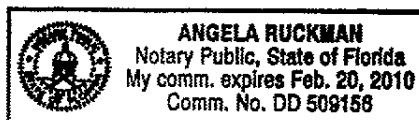
  
Robert E. Livingston

STATE OF FLORIDA  
COUNTY OF HIGHLANDS

I HEREBY CERTIFY that on this day, before me a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared Robert E. Livingston, who is personally known to me or who produced \_\_\_\_\_ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he subscribed to these Articles of Incorporation.

Witness my hand and seal in the County and State aforesaid this 2nd day of August, 2006.

  
Notary Public



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06 JUL 31 AM 8:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA