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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-31-06
WCC

LEWIS RINDER, P. A.

ATTORNEY AT LAW
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Stuart, Florida 34994

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October 26, 2006

Bureau of Corporate Records
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Incorporation
BELLE FLORA ESTATES HOMEOWNERS' ASSOCIATION, INC.

Dear Sir:


Enclosed please find the Articles of Incorporation and resident agent designation for **BELLE FLORA ESTATES HOMEOWNERS' ASSOCIATION, INC.**, a not for profit Florida corporation

Please file this document and return the Certificate of Incorporation and a certified copy of the Articles to me at the above address.

Also enclosed is a check in the amount of \$78.75 to cover your fees in this matter.

Your assistance in this matter is greatly appreciated.

Very truly yours,



LEWIS RINDER

LR/cjr
Enclosures

ARTICLES OF INCORPORATION

OF

BELLE FLORA ESTATES HOMEOWNERS' ASSOCIATION, INC.

(A Florida Not for Profit Corporation)

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a not for profit corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE - NAME

The name of this corporation shall be **BELLE FLORA ESTATES HOMEOWNERS' ASSOCIATION, INC.**

ARTICLE TWO - DURATION

The term of existence of this corporation shall be perpetual and shall commence on the date the Articles of Incorporation are filed with the Department of State.

ARTICLE THREE - PURPOSE AND POWERS

The purposes for which this Corporation is organized and the powers to be exercised by the Corporation are as follows:

a) To operate as a not for profit Florida corporation pursuant to Chapter 617, Florida Statutes, and as the Homeowners' Association, pursuant to Chapter 720, Florida Statutes, for "BELLE FLORA ESTATES", a Subdivision located in Martin County, Florida, and to promote the common interests and welfare of the members who own property in the subdivision;

b) To administer, enforce, exercise and carry out the terms, conditions, provisions and obligations of the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES", as from time to time amended, and to otherwise exercise all of the powers and privileges and to perform all of the duties and obligations of the Homeowners' Association as set forth in said Declaration;

c) To fix, levy, collect and enforce payment of all charges or assessments against the members/property owners as authorized and allowed by the Declaration, and to make disbursements thereof and pay all expenses, including taxes and other governmental charges levied against the property of the Corporation, in connection with the operation and business of the Corporation;

d) To own, hold, manage, administer, operate, maintain, improve, insure and control the land and property belonging to the Corporation and any additional land or property acquired by the Corporation in the future, and to employ or contract with personnel or third parties in connection therewith, and to acquire additional land or property for the Corporation; and,

e) To make, establish and enforce rules and regulations governing the use and maintenance of the land and property belonging to the Corporation

ARTICLE FOUR - MEMBERS

a) This Corporation shall be a membership corporation without certificates or shares of stock.

b) The owner(s) of each Lot subject to the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES" shall automatically be a member of the Corporation. In the event that any Lot is owned by more than one natural person and/or by a corporation, partnership or other entity which is not a natural person, then each such owner shall be a member. Upon the transfer of title to or an interest in title to any Lot by conveyance, devise, judicial decree, operation of law, foreclosure or otherwise, and upon recordation of the deed or other instrument establishing the transfer of such Lot, then the new owner(s) designated in such instrument shall automatically become members of the Corporation and the membership of the prior owner(s) of such Lot shall automatically be terminated.

c) Upon the sale or other transfer of any Lot subject to the Declaration, the new owner(s) shall be responsible for delivering a copy of the deed or other instrument of transfer to the Corporation. The Corporation shall not have any responsibility or obligation to recognize any change in ownership/membership until delivery to it of such instrument of transfer.

d) The share of a member in the funds and assets of the Corporation and the membership of a member in the Corporation, cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Lot in "BELLE FLORA ESTATES" associated with that membership.

e) On all matters on which the members of the Corporation

shall be entitled to vote, there shall be only one vote for each Lot. In the event that any Lot is owned by more than one natural person and/or by a corporation, partnership or other entity which is not a natural person, the vote for such Lot shall be cast in the manner provided in the Bylaws and the Declaration. Any member owning more than one Lot shall be entitled to one vote for every Lot owned.

ARTICLE FIVE - DIRECTORS

a) The business and affairs of the Corporation shall be governed, managed, controlled and conducted by a BOARD OF DIRECTORS. The number of directors constituting the initial Board of Directors of the Corporation is three (3). Thereafter, the number of directors may be either increased or decreased in the manner provided in the Bylaws, but shall never be less than three (3) persons nor more than five (5) persons, and which shall always be an odd number.

b) The members of the initial Board of Directors need not be members of the Corporation and they, and their replacements, shall be selected by the Developers of "BELLE FLORA ESTATES", until the Developers have turned control of the Board of Directors over to the members as provided in the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES". Thereafter, all members of the Board of Directors shall be required to be either a member of the Corporation or a natural person who is the nominee of a member which is not a natural person, and who shall be elected annually by the members in accordance with the provisions of the Bylaws and/or the Declaration.

c) The names and addresses of the persons who are to serve as the initial director are:

PETER H. SILCOX
1005 S.W. St. Lucie Crescent
Stuart, Florida 34994

HARRIS R. LOWERY, III
916 S.W. St. Lucie Crescent
Stuart, Florida 34994

TERRIE L. SILCOX
1005 S.W. St. Lucie Crescent
Stuart, Florida 34994

d) Members of the Board of Directors may be removed and vacancies on the Board of Directors may be filled in the manner provided in the Bylaws and/or the Declaration.

ARTICLE SIX - OFFICERS

a) The Corporation shall have the following officers:

President; and
Vice President; and
Secretary; and
Treasurer;

and such other officers as the Bylaws may from time to time provide for. The initial officers, and their replacements, shall be selected by the Developers of "BELLE FLORA ESTATES", until the Developers have turned control of the Board of Directors over to the members as provided in the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES". Thereafter, the officers shall be elected annually by the Board of Directors in accordance with the provisions of the Bylaws and/or the Declaration. The offices of Secretary and Treasurer may be held by the same person.

b) The names and addresses of the persons who are to serve as the initial officers, who shall hold office until their successors have been elected and qualify or until removed from office, are:

President : PETER H. SILCOX
1005 S.W. St. Lucie Crescent
Stuart, Florida 34994

Vice President: HARRIS R. LOWERY, III
916 S.W. St. Lucie Crescent
Stuart, Florida 34994

Secretary : TERRIE L. SILCOX
1005 S.W. St. Lucie Crescent
Stuart, Florida 34994

Treasurer : TERRIE L. SILCOX
1005 S.W. St. Lucie Crescent
Stuart, Florida 34994

ARTICLE SEVEN - AMDNDMENTS

The Articles of Incorporation of the Corporation shall only be amended in the following manner:

a) Prior to the date the Developers of "BELLE FLORA ESTATES" turn control of the Board of Directors over to the members as provided in the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES", the Developers may amend the Articles at any time or times and in any manner without the

vote or consent of the members or any third party.

b) After the date that control of the Board of Directors is turned over to the members, the Articles may be amended by the Board of Directors and the members in the following manner:

1) A resolution for the amendment of the Articles may be proposed by a majority of the entire Board of Directors or by members of the Corporation holding not less than three votes. Any such resolution proposed by the members must also be approved by not less than a majority of the entire Board of Directors before it is submitted to a vote of the members for approval;

2) Notice of the meeting at which the proposed amendment is to be considered shall be furnished to all members in accordance with the requirements of the Bylaws as to notice and such notice shall set forth the entire proposed amendment and a summary of the subject matter thereof;

3) Any resolution for the adoption of an Amendment of the Articles shall be approved and adopted upon receiving the affirmative votes of not less than TWO-THIRDS of the entire membership of the Corporation at the meeting at which the resolution is considered;

4) Any amendment of the Articles shall require the assent of not less than a majority of the entire Board of Directors and not less than TWO-THIRDS of the entire membership of the Corporation. Any proposed amendment may be adopted and approved by a written statement approving such proposed amendment signed by not less than a majority of the entire Board of Directors and not less than TWO-THIRDS of the entire membership of the Corporation in lieu of a meeting; and

5) Notwithstanding the foregoing, neither the Board of Directors nor the members may amend the Articles (i) to make any change in the qualifications of membership in the Corporation or in the voting rights of the members, (ii) in any manner which would conflict with the terms, conditions and provisions of the Declaration of Covenants, Conditions and Restrictions, or, (iii) without the express consent of the Developers as long as the Developers own any Lot subject to the Declaration.

ARTICLE EIGHT - BYLAWS

a) The initial Bylaws of the Corporation shall be adopted by the initial Board of Directors.

b) The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the members and shall be exercised in accordance with the provisions of the Bylaws and/or

the Declaration. However, the Board of Directors may not alter, amend or repeal any bylaw adopted by the members if the members specifically prescribe in such bylaw that it shall not be altered, amended or repealed by the Board of Directors.

c) The members may not alter, amend or repeal the initial Bylaws, without the express consent of the Developers, until the Developers of "BELLE FLORA ESTATES" have turned control of the Board of Directors over to the members as provided in the Declaration of Covenants, Conditions and Restrictions of "BELLE FLORA ESTATES".

ARTICLE NINE - INDEMNIFICATION

The Corporation shall indemnify every person who may serve or who has served at any time as an officer or director of the Corporation, their respective heirs, administrators, successors and assigns, against any and all loss, cost or expense reasonably, necessarily and actually incurred, including amounts paid upon judgments, settlements and attorneys' fees, incurred in connection with any claim, action, suit or proceeding to which the officer or director is, was or is threatened to be made a party by reason of his or her being or having been an officer or director of the Corporation or which may be asserted against them by reason of his or her being or having been an officer or director of the Corporation, except as to such matters wherein he or she has been finally adjudged in such claim, action, suit or proceeding, to be liable or guilty of gross negligence or willful misconduct, and provided that such officer or director acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interest of the Corporation. Such indemnification shall be in addition to, and not exclusive of, all other rights to which such officers and directors may be entitled.

ARTICLE TEN - DISSOLUTION

In the event of a dissolution or final liquidation of the Corporation, all of the common areas and other assets, both real and personal, of the Corporation shall be dedicated, conveyed and transferred to an appropriate agency of the local government authority for maintenance and control to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation. If no such agency of local government will accept such transfer and responsibility, then such property shall be dedicated, conveyed and transferred to a not-for-profit corporation, organization or other entity to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation.

ARTICLE ELEVEN - REGISTERED OFFICE AND AGENT

The street address of the initial principal office, the street address of the initial registered office and the mailing address of this corporation is 916 S.W. St. Lucie Crescent, Stuart, Florida 34994. The initial registered agent at such address is HARRIS R. LOWERY, III.

ARTICLE TWELVE - INCORPORATOR

The name and address of the Incorporator of this corporation are:

NAME

ADDRESS

HARRIS R. LOWERY, III

916 S.W. St. Lucie Crescent
Stuart, Florida 34994

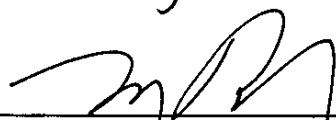
IN WITNESS WHEREOF, the undersigned Incorporator of this corporation has executed these Articles of Incorporation this 26th day of October, 2006


HARRIS R. LOWERY, III

STATE OF FLORIDA)
COUNTY OF MARTIN)

The foregoing Articles of Incorporation were acknowledged before me this 26th day of October, 2006, by HARRIS R. LOWERY, III, identified by personal knowledge.



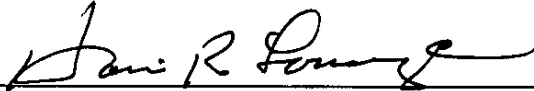

LEWIS RINDER, Notary Public
My Commision Expires:

ACCEPTANCE

The undersigned, who has been named as Registered Agent of

the above corporation in Article ELEVEN of the foregoing Articles of Incorporation does hereby accept said appointment.

Dated this 26th day of October, 2006.



HARRIS R. LOWERY, III
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA