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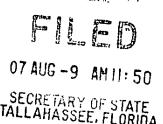
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ARTICLES OF INCORPORATION

OF

THE VILLAS OF CITRUS SPRINGS HOMEOWNERS' ASSOCIATION, INC.

A Florida Corporation Not For Profit

The undersigned incorporator of these Articles files same for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, and adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this corporation is **THE VILLAS OF CITRUS SPRINGS HOMEOWNERS' ASSOCIATION, INC.** For convenience, the corporation shall be referred to in this instrument as the "association", these Articles of Incorporation as the "articles" and the bylaws of the association as the "bylaws."

ARTICLE II INITIAL PLACE OF BUSINESS

The initial place of business of the Association shall be 9416 N. Gentle Breeze Loop,

Dunnellon, FL 34434.

ARTICLE III . TERM OF EXISTENCE

The association shall have perpetual existence.

ARTICLE IV PURPOSE

The purpose and objects of the corporation are such as authorized under Chapter 617 of the Florida Statutes and specifically include the ownership, maintenance, preservation, administration and management of certain lands and improvements serving homeowners in the

development known as **THE VILLAS OF CITRUS SPRINGS**, located in Citrus County, Florida. This homeowners' association is also incorporated pursuant to Chapter 720, Florida Statutes. This corporation is organized and operated solely for administration and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other nonrecurring items exceeds the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessment that would otherwise be required in the following year.

ARTICLE V MEMBERS

The qualifications of members and the manner of their admission shall be as regulated by the bylaws.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 9416 N. Gentle Breeze Loop, Dunnellon, FL 34434 and the initial registered agent of this corporation is ROBERT L. SCHMIDT.

ARTICLE VII ELECTION OF DIRECTORS

The manner and method of election of Directors shall be as set forth in the Bylaws of the Association.

ARTICLE VIII FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3) and their names and addresses are as follows:

ROBERT L. SCHMIDT MARIA SCHMIDT DONALD F. PERRIN 9416 N. Gentle Breeze Lp, Dunnellon FL 34434624 9416 N. Gentle Breeze Lp, Dunnellon FL 34434624 320 U.S. Highway 41 So, Inverness, FL 34450

ARTICLE IX INCORPORATOR

The name and address of the incorporator to these Articles is as follows:

ROBERT L. SCHMIDT 9416 N. Gentle Breeze Loop Dunnellon, FL 34434

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the $\frac{24}{3}$ day of August, 2007.

ROBERT L. SCHMIDT

STATE OF FLORIDA COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 2 day of August, 2007 by **ROBERT L. SCHMIDT**, who is personally known to me.

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#DD 275823

Notary Rublic Name:

Commission Expires:
Commission No.:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for THE VILLAS OF CITRUS SPRINGS HOMEOWNERS' ASSOCIATION, INC. at the place designated in these Articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the property and complete performance of my duties.

DATED this 2^{th} day of August, 2007.

ROBERT L. SCHMIDT, Registered Agent

TALLAHASSEE, FLORIDA