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## ARTICLES OF INCORPORATION OF

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### WPIP MAINTENANCE, INC.

I, the undersigned, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

#### ARTICLE I.

#### NAME AND ADDRESS

(a) The name of this corporation shall be:

#### "WPIP MAINTENANCE, INC."

(b) The mailing address of this corporation shall be:

#### 2210 Destiny Way, Suite 1 Odessa, Florida 33556

or such other address within the State of Florida as the Board of Directors may from time to time designate.

(c) The business address of this corporation shall be:

#### 2210 Destiny Way, Suite 1 Odessa, Florida 33556

or such other address within the state of Florida as the Board of Directors may from time to time designate.

#### ARTICLE II.

#### **PURPOSES**

- (a) The general nature, objects and purposes for which this corporation is exclusively organized and operated are:
  - maintenance and management of road rights of way, common areas, easements, drainage areas, retention areas, buffer areas, special purpose tracts; and
  - (ii) collection of funds necessary to maintain the property.

#### ARTICLE III.

#### **POWERS**

- (a) This corporation shall have and exercise all powers provided by the laws of the State of Florida pertaining to corporations not for profit, including, but not limited to, Chapter 617 of the Florida Statutes and future amendments thereto, or succeeding statutes pertaining to corporations not for profit in the State of Florida, necessary or convenient to effect any and all of the purposes for which the corporation is organized.
- (b) This corporation shall receive and maintain funds of real and/or personal property and, subject to the restrictions and limitations hereinabove and hereinafter set forth, shall use the whole or any part of the income therefore and the principal thereof exclusively for its purposes.
- (c) In the event of dissolution or final liquidation of the corporation, the residual assets of the organization will be turned over to an organization which itself is not-for-profit and which accomplishes the purposes of this corporation.

#### ARTICLE IV.

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#### RESTRICTIONS ON CORPORATE POWERS

(a) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any member, director or officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no member, director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

(b) Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by a not-for-profit organization.

#### ARTICLE V.

#### TERM OF EXISTENCE

The term for which this corporation is to exist shall be perpetual.

#### ARTICLE VI.

#### **MEMBERS**

- (a) The members of this corporation shall consist of those persons and/or entities who own lots in West Pasco Industrial Park Condominiums, West Pasco Industrial Park-Phase II, and West Pasco Industrial Park-Phase III, industrial subdivisions.
- (b) Voting, the number and classification of members, fees and other aspects of membership shall be specified in the Bylaws of this corporation.

#### ARTICLE VII.

#### SUBSCRIBERS

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

Name

Address

William S. Weatherford

2210 Destiny Way, Suite 1 Odessa, Florida 33556

#### ARTICLE VIII.

#### MANAGEMENT

The affairs of this corporation shall be managed by a Board of Directors who shall be elected annually by a majority vote of the members of the corporation, at a duly called meeting, as provided in the bylaws and by officers who shall be elected annually by majority vote of the Board of Directors.

#### ARTICLE IX.

#### DIRECTORS

- (a) The number of Directors and the manner of filling vacancies on the Board of Directors shall be provided in the bylaws of the corporation. The number shall not be less than three (3), but may be any number in excess thereof. A quorum for the transaction of business shall be a majority of the Directors qualified and active, and the act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Directors.
- (b) Directors and officers of this corporation may be removed, with or without cause, by the members at a meeting duly called in the manner set out in the bylaws.
- (c) The names and addresses of the initial board of Directors who, subject to these Articles, the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the members for the election of permanent directors or until their successors have been duly elected and qualified are:

William S. Weatherford 2210 Destiny Way, Suite 1

Odessa, Florida 33556

Mark Wilson 2210 Destiny Way, Suite 1

Odessa, Florida 33556

Michael Giallourakis 2210 Destiny Way, Suite 1

Odessa, Florida 33556

#### ARTICLE X.

#### **OFFICERS**

(a) The officers thus to be elected shall be a president, a vice president, a secretary and a treasurer and such other officers as may be provided for in the bylaws of the corporation. Multiple offices may be held by the same person. The duties of the respective officers and the manner of filling vacancies in the offices of the corporation shall be provided in the bylaws.

(b) The names and addresses of the officers of this corporation who, subject to these Articles, the bylaws of this corporation and the laws of the State of Florida, shall hold office for the first year of the existence of this corporation or until an election is held by the directors of this corporation for the election of permanent officers or until their successors have duly and qualified are:

William S. Weatherford, President	2210 Destiny Way, Suite 1
	Odessa, Florida 33556

Michael Giallourakis, Vice-President 2210 Destiny Way, Suite 1
Odessa, Florida 33556

Mark Wilson, Secretary 2210 Destiny Way, Suite 1
Odessa, Florida 33556

#### ARTICLE XI.

#### REGISTERED OFFICE AND REGISTERED AGENT

The name of the corporation's initial registered agent at the following address is William S. Weatherford and the street address of the corporation's initial registered office is 2210 Destiny Way, Suite 1, Odessa, Florida 33556. The corporation shall keep the Department of State of the State of Florida' informed of the current city, town, or village and street address of said registered office together with the name of the registered agent.

#### ARTICLE XII.

#### **BYLAWS**

The bylaws of this corporation may be made, altered or rescinded from time to time in whole or in part by a majority vote of the directors of this corporation present at any meeting of the Board of Directors duly called and convened; provided, however, that a quorum is present at the meeting of the Board of Directors and notice of the proposed action with respect to the bylaws shall have been waived by a majority of the members of the Board of Directors or mailed by the secretary of this corporation to all of the members of the Board of Directors at least three (3) days before the meeting.

#### ARTICLE XIII.

#### **AMENDMENT OF ARTICLES OF INCORPORATION**

- (a) These Articles may be amended by resolution adopted by the majority vote of the members of the corporation present at any meeting duly called and convened; provided, however, that notice of the proposed action with respect to the Articles of Incorporation shall have been waived by a majority of the members of the corporation or ten (10) days' advance notice of the amendment or amendments to be considered at such meeting shall have been given in writing personally or by mail to each member of the corporation prior to such meeting.
- (b) All actions, including, but not limited to, Amendment of Articles of Incorporation, and/or Bylaws, required to be taken at any meeting may be taken by written consents as provided in Florida Statutes, as now amended, or as same may be amended in the future.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation for the uses and purposes therein expressed this
William S. Weatherford
STATE OF FLORIDA
COUNTY OF PASCO
The foregoing instrument was acknowledged before me this day of fuglist,  2007, by William S. Weatherford as his free act and deed for the uses and purposes therein stated.  Such person did take an oath and is personally known to me.  Notary Public  Notary Public State of Florida  Gwen Stavrakis  My Commission DD573595  Expires 09/17/2010
Having been named to accept service of process for the above stated corporation, at the place
designated in its Articles of Incorporation, I hereby agree to act in such capacity, and I am familiar
with and accept, the obligations provided for in Section 607.0501(3), Florida Statutes.
Signature: William S. Weatherford, Registered Agent

Dated: Au645 10 ,= 2007