

No 7888008249

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Terra Bella Homeowners Association of Pasco, Inc.

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ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

TERRA BELLA HOMEOWNERS ASSOCIATION OF PASCO, INC.

I.

The name of the corporation is **Terra Bella Homeowners Association of Pasco, Inc.** (the "Association") which is the Association for Terra Bella, a residential subdivision development ("Development") located in Pasco County, Florida.

II.

The initial registered office of the Association shall be at 1200 South Pine Island Road, Plantation, Florida 33324. The initial registered agent of the Association shall be C T Corporation System.

III.

The mailing address of the initial principal office of the Association is:

2801 West Busch Blvd.
Suite 100
Tampa, Florida 33618

IV.

The name and address of the incorporator is:

McCar Homes - Tampa, LLC
2801 West Busch Blvd.
Suite 100
Tampa, Florida 33618

V.

An Owner of a Lot shall automatically become a Member of the Association upon taking title to the Lot and shall remain a Member for the entire period of ownership. The Association shall have one (1) class of membership as provided in the bylaws of the Association (the "Bylaws"). Members shall have the voting rights as provided in the Bylaws.

VI.

The Association shall have perpetual duration.

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VII.

The purposes for which the Association are organized are to provide for the ownership, conveyance, management and operation of the "Area of Common Responsibility" (as that term is defined in the Development's Declaration of Covenants, Restrictions and Easements ("Declaration")), to provide for the enforcement of the covenants and restrictions set forth in the Declaration; to establish rules and regulations and levy assessments against the members of the Association in accordance with the terms and provisions of the Declaration in order to enforce assessments required by the Association to defray expenses which the Association shall incur in carrying out such purposes; to operate and maintain the Surface Water Management System Facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas; and to contract for services to provide for the operation and maintenance of the surface water management system facilities if needed.

VIII.

The Association is organized pursuant to the "Florida Not-For-Profit Corporation Act."

IX.

The Association is organized as a nonprofit, nonstock, membership corporation for the sole purpose of performing certain functions for the common good and general welfare of the residents of the Development. The Association has the right to sue and be sued and shall have no power or duty to do or perform any act or thing other than those acts and things which will promote in some way the common good and general welfare of the residents of the Development. To the extent, and only to the extent, necessary to carry out such purpose, the Association (a) shall have all of the powers of a corporation organized under the Florida Not-For-Profit Corporation Act and (b) shall have the power and duty to exercise all of the rights, powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Bylaws. Unless otherwise defined herein, all capitalized terms in these Articles of Incorporation shall have the same meaning as ascribed to such capitalized terms in the Bylaws.

No part of the net earnings, gains or assets or assets of the Association shall inure to the benefit of or be distributable to its directors, officers, other private individuals, or organizations organized and operated for a profit (except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the Association as herein stated). No substantial part of the activities of the Association shall be the direct or indirect participation or intervention in political campaigns on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Association shall not carry on any activities not permitted to be carried on by a corporation exempt for federal income tax under Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

X.

Directors of the Association shall be elected by the method of election of directors as set forth in the Association's Bylaws, as amended from time to time. The initial Board of Directors shall be: Kevin Robles and John Brian.

XI.

No director of the Association shall be personally liable to the Association or its members for monetary damages for breach of fiduciary duty of care or other duty as a director, except that this Article XI shall not eliminate or limit the liability of a director: (i) for any appropriation, in violation of his duties, of any business opportunity of the Association; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or (iii) for any transaction from which the director derives an improper personal benefit. Neither the amendment nor repeal of this Article XI, nor the adoption of any provision of these Articles of Incorporation inconsistent with this Article XI, shall eliminate or reduce the effect of this Article XI in respect of any act or failure to act, or any cause of action, suit or claim that, but for this Article XI, would accrue or arise prior to any amendment, repeal or adoption of such an inconsistent provision. If the Florida Not-For-Profit Corporation Act is subsequently amended to provide for further limitations on the personal liability of directors of corporations for breach of duty of care or other duty as a director, then the personal liability of the directors of the Association shall be so further limited to the greatest extent permitted by the Florida Not-For-Profit Corporation Act.

XII.

Prior to the dissolution of the Association, the control or right of access to any portion of the Property containing Surface Water Management System Facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and, if not accepted, then the Surface Water Management System Facilities shall be conveyed to a non-profit corporation similar to the Association and approved by the Southwest Florida Water Management District.

XIII.

These Articles of Incorporation may be amended only upon a resolution, duly adopted by the Board of Directors, the affirmative vote of members other than the Declarant (as that term is defined in the Declaration), who own at least two-thirds (2/3rds) of the Lots (as that term is defined in the Declaration), and the consent of the Declarant, so long as the Declarant owns any Lot.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on July 31, 2007.


Kevin Robles, President

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

That desiring to organize under the laws of the State of Florida, the corporation named in the foregoing Articles of Incorporation has named C T Corporation System whose address is 1200 South Pine Island Road, Plantation, Florida 33324, County of Broward, State of Florida, as its statutory registered agent. This address is identical with the registered office identified in said Articles. Having been named registered agent of said corporation at the place designated in this certificate, I state that I am familiar with and hereby accept the obligations of that position and agree to act in that capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Dated this 21st day of August, 2007

By: Anthony LiCausi

Anthony LiCausi
Vice President

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