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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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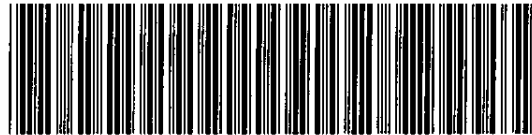
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TALLAHASSEE, FLORIDA

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4/30

ND8-18459

**DECKER
BEELER, P.A.**

25 Second Street North
Suite 320
St. Petersburg, FL 33701
727.821.6677
fax 727.551.0675

Mary Sue Beeler
Board Certified Real Estate Attorney
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Robert C. Decker
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April 28, 2008

VIA FEDERAL EXPRESS NEXT DAY AIR

Corporate Records Bureau
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

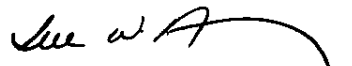
Re: Monterey Townhomes Homeowners' Association, Inc., a Florida not-for-profit corporation

To Whom It May Concern:

Per your letter dated April 24, 2008 with enclosures of HOA documents we have corrected the two (2) items you requested corrected and/or added and are enclosing the original document for filing, with a copy thereof and also enclosing a copy of your letter.

Any questions give me a call.

Very truly yours,



Sue W. Newberry
Title Assistant

/swn
Enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 10, 2008

DECKER BEELER, P.A.
ATTN: MARY SUE BEELER
25 SECOND STREET NORTH, #320
ST PETERSBURG, FL 33701

SUBJECT: MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W08000018459

We have received your document for MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

You need to change the words registered office to principal office in article II when referencing the corporation address.

Please return the corrected 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) 245-6879.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 108A00021362

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08 APR 24 AM 8:00
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

08 APR 29 AM 8:00

DIVISION OF CORPORATIONS

April 24, 2008

DECKER BEELER, P.A. 2ND MAILING
ATTN: MARY SUE BEELER
100 2ND AVE S, STE 303S
SAINT PETERSBURG, FL 33701-4345

SUBJECT: MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W08000018459

We have received your document for MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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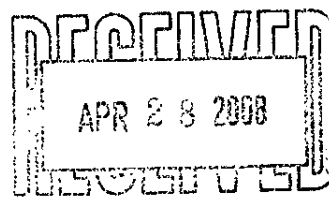
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Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 108A00021362

Returned with corrections 4-28-08



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08 APR 29 PM 4: 14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC.,
a Florida Corporation Not For Profit**

The undersigned incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida

ARTICLE I.

NAME

The name of this corporation is Monterey Townhomes Homeowners' Association, Inc., a Florida corporation not for profit (the "**Association**"). Association's mailing address is 2501 Anvil St. N., St. Petersburg, FL 33710.

ARTICLE II.

OFFICE AND REGISTERED AGENT

This Association's principal office is 2501 Anvil St. N., St. Petersburg, FL 33710, and its registered agent is William H. Covington, who maintains a principal office at 2501 Anvil St. N., St. Petersburg, FL 33710. Both this Association's principal office and registered agent may be changed from time to time by the Board of Directors as provided by law.

ARTICLE III.

PURPOSE

This Association does not contemplate pecuniary gain or profit to its Members and the specific purposes for which it is formed are to provide for the maintenance and preservation of all common areas, including the Surface Water Management System (hereinafter defined), and architectural control and of improvements within the residential townhome project known as Monterey Townhomes (the "**Property**") in Pinellas County, Florida and more particularly described as Monterey Townhomes, according to the plat thereof recorded in Plat Book 133, Page 16, Public Records of Pinellas County, Florida.

ARTICLE IV.

POWERS

Without limitation this Association is empowered to:

a.) Declaration. Exercise all rights, powers, privileges and perform all duties, of this Association set forth in that certain Declaration of Covenants, Conditions, Restrictions and Easements (the "**Declaration**") applicable to the property and recorded at O. R. Book 15819, Page 1620 of the Public Records of Pinellas County, Florida and as the same may be amended from time to time as therein

provided, said Declaration being incorporated herein as if set forth in full, and in the event of any conflict between the terms of these Articles and the terms of the Declaration shall prevail. Capitalized terms not defined herein shall have their definitions as set forth in the Declaration.

b.) **Property.** In any lawful manner and subject to the terms of the Declaration, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever owned by the Association (real, personal, or mixed, tangible or intangible), in connection with this Association's affairs, specifically including 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.

c.) **Assessments.** Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder.

d.) **Costs.** Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property; and contract for services, such as to provide for operation and maintenance of facilities include surface water management system facilities.

e.) **Borrowing.** Borrow money and, with the approval of the percentage of each class of Members as required by the Declaration, mortgage, pledge, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

f.) **Dedications.** With the approval of the percentage of each class of Members as required by the Declaration, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes.

g.) **Mergers.** With the approval of four-sevenths (4/7) of the Members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes.

h.) **Rules.** From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Area consistent with the rights and duties established by the Declaration and these Articles and governing Members' responsibilities.

i.) **General.** Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonable to be implied from the existence of any right, power or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted.

j.) Enforcement. To enforce by legal means the obligations of the Members of the Association, the provisions of the Declaration, and the provisions of any dedication or conveyance of property to the Association with respect to the use and maintenance thereof; to sue and be sued.

ARTICLE V.

MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a Member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by conveyance of title of a Lot.

ARTICLE VI.

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A Members shall be all Owners, with the exception of the Developer (as defined in the Declaration), and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B Member shall be the Declarant, and shall be entitled to seven (7) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of the following events, whichever occurs earlier;

- a.) when the total votes outstanding in the Class A membership equal the total votes outstanding in Class B membership; or
- b.) on the anniversary date ten years from the date when the first Lot is conveyed to an individual purchaser; or
- c.) on a date when Declarant shall record a notice terminating its Class B membership status.

ARTICLE VII.

BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be an odd number of three or more but not to exceed five

(5). The initial Directors named below shall serve until this Association's first annual meeting. The term of office for all Directors is one year. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by ballot. Each Member may cast as many votes for each vacancy as such Member has; and the person receiving the largest number of votes cast for each vacancy is elected. Cumulative voting is not permitted. Directors need not be Association Members.

Section 2. The names and addresses of the persons who will serve as Directors until their successors have been duly elected and qualify, unless they sooner die, resign, or are removed, are:

Name: William H. Covington
225 Vista Verde Drive West
Gulfport, Florida 33707

Jill Covington
225 Vista Verde Drive West
Gulfport, Florida 33707

Jack Apple
1187 79th Street South
St. Petersburg, FL 33707

ARTICLE VIII.

INCORPORATOR

The name and residence of the incorporator is:

Name: William H. Covington
225 Vista Verde Drive West
Gulfport, Florida 33707

ARTICLE IX.

DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than five-sevenths (5/7) of each class of Members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets including the control or right of access to the property containing the Surface Water Management System facilities, must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any Member or other private individual.

ARTICLE X.

DURATION

This Association exists perpetually.

ARTICLE XI.

BY-LAWS

This Association's By-Laws initially will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of a majority of each class of Members, except as to those provisions for Amendment to the By-Laws which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control Amendments.

ARTICLE XII.

AMENDMENTS


Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of four-sevenths (4/7) of the entire membership, except as to those provisions for amendment which are provided in the Declaration or any Supplemental Declaration, in which case, those provisions shall control such Amendments.

ARTICLE XIII.

INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporator intends its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation as of the 1st day of September, 2007.



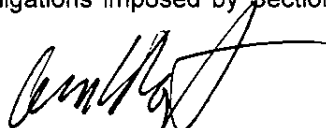
William H. Covington

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED**

MONTEREY TOWNHOMES HOMEOWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, as a corporation not for profit with its principal office, as indicated in its Articles of Incorporation, at 2501 Anvil St. N., St. Petersburg, FL 33710, has named William H. Covington, whose business offices is 2501 Anvil St. N., St. Petersburg, FL 33710, as its registered agent to accept service of process within Florida.

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 617.0503, relative to the proper and complete performance of my duties.


Printed Name: William H. Covington

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08 APR 29 PM 4:14
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TALLAHASSEE, FLORIDA