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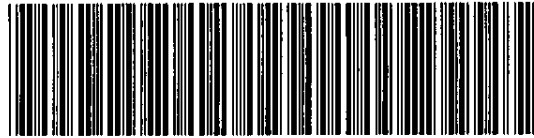
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TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SEP 30 2008

D. A. WHITE



CORPORATION SERVICE COMPANY'

ACCOUNT NO. : 072100000032

REFERENCE : 738825 9666A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ 70.00

ORDER DATE : September 29, 2008

ORDER TIME : 9:10 AM

ORDER NO. : 738825-005

CUSTOMER NO: 9666A

DOMESTIC FILING

NAME: NEIGHBORHOOD STORAGE &
COMMERCIAL AT 200 & 60TH
PROPERTY OWNERS' ASSOCIATION

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
NEIGHBORHOOD STORAGE & COMMERCIAL AT 200 & 60TH
PROPERTY OWNERS' ASSOCIATION INC.**

In compliance with the requirements of the laws of the State of Florida, the undersigned hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, 1991, as amended, and do hereby certify:

ARTICLE 1.

Name and Address

The name of the Corporation is Neighborhood Storage & Commercial at 200 & 60th Property Owners' Association, Inc., hereinafter called the "Association". The address of the Corporation is 1720 SE 16th Avenue, Bldg. 200, Ocala, FL 34471.

ARTICLE 2.

Registered Agent

The name of the Registered Agent is Roy T. Boyd III and the Registered Office is 1720 SE 16th Avenue, Bldg. 200, Ocala, FL 34471.

ARTICLE 3.

Definitions

All definitions in the Declaration of Covenants and Restrictions for Neighborhood Storage & Commercial at 200 & 60th (the "Declaration") to which a copy of the Articles are attached as Exhibit "A", are incorporated herein by reference and made a part hereof.

ARTICLE 4.

Purpose and Definitions

- 4.1 Purpose.** The primary purpose of this Association is to create an entity to provide a forum for discussion and communication among the Owners of property in Neighborhood Storage & Commercial at 200 & 60th and to facilitate and assure the maintenance and operation of the Common Areas and other property as may be subjected to the terms of the Declaration pursuant to its terms. Without limiting the foregoing, the Association shall assist in the enforcement of any provisions of the Declaration which relate to the Surface Water or Storm Water Management System, and shall be responsible, to the extent required by Southwest Florida Water Management District Permit No: 44024603.000 for the maintenance, operation and repair of the Surface Water or Storm Water Management System in a manner consistent with those permits and applicable District rules, and shall assist in the enforcement of the Declaration which relates to the Surface Water or Storm

Water Management System. Maintenance of the Surface Water or Storm Water Management System shall mean the exercise of practices which allow the systems to provide drainage, water storage, conveyance or other surface water or storm water management capabilities as permitted by the Southwest Florida Water Management District. Any repair or reconstruction of the Surface Water or Storm Water Management System shall be as permitted or, if modified, as approved by the Southwest Florida Water Management District. The Association shall levy and collect adequate amounts against Members of the Association for the costs of maintenance and operation of the Surface Water and Storm Water Management System.

- 4.2 Nonprofit Character of Association.** The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The Association shall make no distributions of income to its Members, Directors or Officers.

ARTICLE 5.

Powers

The Association shall have all the powers and duties reasonably necessary to operate and maintain the Association including the following:

- 5.1** To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as recorded in the Public Records of Marion 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 at length.
- 5.2** To promulgate or enforce rules, regulations, bylaws, covenants, restrictions, or agreements to effectuate all of the purposes for which the Association is organized.
- 5.3** To have and to exercise any and all powers, rights and privileges which a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise.
- 5.4** To establish, collect, and disburse assessments to be used for the maintenance and upkeep of the Common Areas, easement areas, storm water collection system, roadways, and the storm water and surface water drainage facilities located within Neighborhood Storage & Commercial at 200 & 60th for which the Association has responsibility.
- 5.5** To manage, operate, maintain, and improve the Common Areas, easement areas, storm sewer collection system, roadways, and the storm water and surface water drainage facilities located within the recorded subdivision of Neighborhood Storage & Commercial at 200 & 60th for which the Association has responsibility.
- 5.6** To enforce covenants, conditions or restrictions affecting the Property to the extent the Association may be authorized to do so under any Declaration or the Bylaws.

- 5.7 To enter into, make, perform or enforce contracts of every kind and description; and to take all other acts necessary, appropriate or advisable in carrying out any purpose of the Association with or in association with any corporation or other entity or agency, public or private.
- 5.8 To operate, maintain, manage and repair the Surface Water or Storm Water Management System in a manner consistent with the Southwest Florida Water Management District Permit No. ~~44024603.000~~ requirements and applicable District rules, and to assist in the enforcement of the Declaration which relates to the Surface Water or Storm Water Management System. Maintenance of the Surface Water or Storm Water Management System shall mean the exercise of practices which allow the Systems to provide drainage, water storage, conveyance or other Surface Water or Storm Water Management capabilities as permitted by the Southwest Florida Water Management District. Any repair or reconstruction of the Surface Water or Storm Water Management System shall be as permitted or, if modified, as approved by the Southwest Florida Water Management District. The Association shall levy and collect adequate amounts against Members of the Association for the costs of maintenance and operation of the Surface Water or Storm Water Management System.

ARTICLE 6.

Membership

The Declarant and every Owner of a Lot as defined in the Declaration shall be a member of the Association. Except for the Declarant, membership shall be appurtenant to and may not be separated from ownership of any Lot. All members agree to be bound by the terms and provisions of these Articles of Incorporation and such Bylaws and operating procedures as may be promulgated by the Association from time to time.

ARTICLE 7.

Voting Rights

The voting rights in the Association shall be as set forth in the Declaration.

ARTICLE 8.

Board of Directors

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three nor more than five persons who need not be members of the Association. The first Board shall consist of three (3) Directors. Thereafter, the number of Directors may be increased to a maximum of five by a majority vote of the Board of Directors.

The first election of Directors shall be held within sixty (60) days after January 1, 2009 at a meeting of the members called for that purpose. Three Directors shall be elected at this first election, one for a term of one year, one for a term of two years, and one for a term of three years. Said Board shall also determine the term for each new directorship so created. At each annual meeting thereafter a number of Directors equal to that of those whose terms have expired shall be elected for the term of three years. At the expiration of any term, any Director may be re-elected. The Directors shall be elected by the vote of a majority of the Members entitled to vote thereon at a meeting at which a quorum of the Members entitled to vote are present.

The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Roy T. Boyd III	1720 SE 16 th Avenue, Bldg. 200 Ocala, FL 34471
Brian Snow Boyd	1720 SE 16 th Avenue, Bldg. 200 Ocala, FL 34471
John S. Rudniansyn	101 NE 1 st Avenue Ocala, FL 34470

At any time a Lot in the Subject Property is owned by Declarant (or its specific assignee of the right granted herein) the Declarant shall be entitled to appoint one (1) member of the Board of Directors, the balance of the Board of Directors to be elected as noted above.

ARTICLE 9.

Assessments

The Directors are required to establish a Common Assessment to be levied against each Lot sufficient to maintain, extend or improve the Common Areas, any other areas which are maintained or partially maintained by the Association, all in accordance with the Declaration, and any portion of the Surface Water or Storm Water Management System for which the Association is responsible. Without limiting the foregoing, Assessments shall also be used for the maintenance and repair of the Surface Water or Storm Water Management Systems including, but not limited to, work within retention areas, drainage structures and drainage easements. The Directors shall notify any Owner of the amount of the then Common Assessment upon written request, along with an explanation for the determination of the Common Assessment in such detail as the Directors determine. The amount of the Common Assessment may be changed by the Directors as frequently as deemed necessary by them to assure that the amount of the Common Assessment is sufficient to pay all Common Expenses or otherwise satisfy all obligations of the Association. The Assessment so established may be levied and collected annually, quarterly or monthly, either in arrears or in advance, at the sole discretion of the Directors, and shall be apportioned as set forth in the Declaration.

The Directors may, in their complete and sole discretion, propose a special assessment against the Lots for one time and/or extraordinary expenses associated with the maintenance, extension or improvement of the Common Areas of the Subject Property. The Directors shall give each member notification of the proposed Special Assessment, and the time and location for the meeting of the Directors and members for consideration of the special assessment (which shall be in Marion County, Florida) not less than fourteen (14) or greater than sixty (60) days prior to the scheduled special meeting of the members. At the special meeting the special assessment (or any revised special assessment provided that the total amount is not greater than the proposed special assessment sent with the notice of the meeting) may be adopted by an affirmative vote of the Owners of at least sixty percent (60%) of the Drainage Units then in existence.

The Directors shall establish a separate interest bearing account for the deposit of all funds collected pursuant to this Article, and shall not place any other funds, regardless of source, in said account. All funds so deposited shall be disbursed only for improvements to, and extensions or maintenance of, the Common Areas, within Neighborhood Storage & Commercial at 200 & 60th for the payment of Common Expenses or otherwise for purposes authorized by the Declarations. The Directors shall keep separate records of all assessments made and collected pursuant to this Article, and all the monies deposited into, and disbursed from the account referred to above, and shall make said records available, at reasonable hours and in a reasonable manner, to any Member of the Association requesting access to same.

The assessments collected by the Association in accordance with the provisions of this Article shall also be used, to the extent required, for the maintenance and repair of the surface water or storm water management systems, including but not limited to work within retention areas, drainage structures and drainage easements.

ARTICLE 10.

Dissolution

In the event of the dissolution of the Association, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that acceptance of such dedication is refused, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be used for such similar purposes.

Notwithstanding any other provisions contained within this Article, the Association may be dissolved only as provided in the Declaration, the Bylaws of the Association, and the laws of the State of Florida. In the event of the termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management systems located within Neighborhood Storage & Commercial at 200 & 60th must be transferred to and accepted by an entity which would comply with the provisions of Section 40D-42.027, Florida Administrative Code (as amended), and must be approved by the Southwest Florida Water Management District prior to such termination, dissolution or liquidation.

ARTICLE 11.

Duration

The existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida, and the corporation shall exist perpetually thereafter.

ARTICLE 12.

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

- 12.1 Notice of Amendment.** Notice of the subject matter of a proposed amendment shall be included in the written notice of any meeting at which a proposed amendment is considered.

- 12.2 Adoption of Resolution.** A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by twenty-five percent (25%) of the Members of the Association entitled to vote thereon.
- 12.3 Adoption of Amendment.** Adoption of the amendment will require the affirmative vote of two-thirds of all votes entitled to be cast by the Members thereon.
- 12.4 Restrictions on Amendment.** No amendment to these Articles of Incorporation affecting in any way the ownership, maintenance or operation of any surface water or storm water management system in Neighborhood Storage & Commercial at 200 & 60th shall be effective without the written consent of the Southwest Florida Water Management District.

ARTICLE 13.

Subscribers

The names and street addresses of the subscribers and incorporators to these Articles of Incorporation is the same as listed in Article 8 hereof.

ARTICLE 14.

Officers

The Board of Directors shall elect the President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<input type="checkbox"/>	ROY T. BOYD III	President
<input type="checkbox"/>	BRIAN SNOW BOYD	Secretary
<input type="checkbox"/>	JOHN RUDNIANYN	Treasurer

ARTICLE 15.

Bylaws

The original Bylaws of the Association shall be adopted by a majority vote of the Directors. Thereafter, the Bylaws of the Association may be amended, altered or rescinded at a regular or special meeting of the Members by the majority vote of the Members otherwise entitled to vote thereon at a meeting at which a majority of the Members entitled to vote are present. Any amendments to Bylaws shall be binding on all members of the Association.

ARTICLE 16.

Indemnification of Officers and Directors

The Association shall and does hereby indemnify and hold harmless and every Director and every officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which he may be made a part by reason of his being or having been a Director or Officer of the Association, including reasonable counsel fees, except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officer may be entitled.

ARTICLE 17.

Transaction in Which Directors or Officers are Interested

No contract or transaction between the Association and one or more of the Directors or Officers, or between the Association and any other corporation, partnership, association, or other organization including without limitation, the , or an affiliate of the , or a corporation in which one or more of its Officers or Directors are Officers or Directors of this Association shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or committee thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purposes. No Director or Officer of the Association shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction.

Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

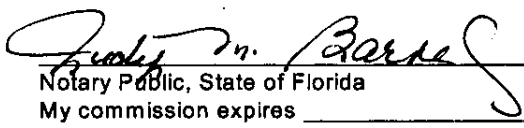
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the subscriber and incorporator of this Association, have executed these Articles of Incorporation this 26th day of September, 2008.



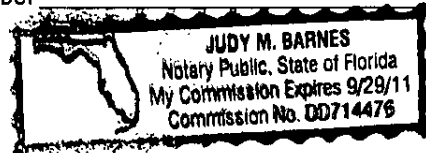
ROY T. BOYD III

**STATE OF FLORIDA
COUNTY OF MARION**

The foregoing instrument was sworn to and subscribed before me this 26th day of September 2008, by ROY T. BOYD III, who is personally known to me.



Notary Public, State of Florida
My commission expires _____
Commission number _____



CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

ROY T. BOYD III, whose address is 1720 SE 16th Avenue, Bldg. 200, Ocala, FL 34471, the initial registered agent named in the Articles of Incorporation to accept service of process of Neighborhood Storage & Commercial at 200 & 60th Property Owners' Association, Inc., organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

Dated this 26th day of September, 2008.



ROY T. BOYD III

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA