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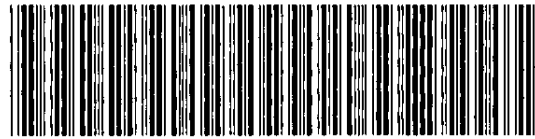
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7-23-09
60-56.1



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195

REFERENCE : 092703 85036A

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : August 11, 2009

ORDER TIME : 10:06 AM

ORDER NO. : 092703-005

CUSTOMER NO: 85036A

DOMESTIC FILING

NAME: SR200 PROPERTY OWNERS'
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 2951

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SR200 PROPERTY OWNERS' 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.

**ARTICLE I
NAME AND PRINCIPAL OFFICE ADDRESS**

The name of this corporation is **SR200 PROPERTY OWNERS' ASSOCIATION, INC.**, a Florida corporation not for profit (hereinafter called the "Association" in these Articles). The principal office and mailing address of this Corporation is c/o Encore Real Estate Development, LLC, 100 Main Street, Suite 201, Safety Harbor, FL 34695.

**ARTICLE II
OFFICE AND REGISTERED AGENT**

This Association's registered office is c/o Encore Real Estate Development, LLC, 100 Main Street, Suite 201, Safety Harbor, FL 34695, and its registered agent is ROBERT A. FORLIZZO, who maintains an office at 2903 Rigsby Lane, Safety Harbor, Florida 34695. Both this Association's registered 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, preservation and repair of the Surface Water Management Facilities, as that term is defined in the Declaration, (as hereinafter defined) and a certain Access Landscape and Fence Easement Area contained in the Reciprocal Easement Agreement (as hereinafter defined), both of which serve the Property described in Exhibit "A" attached hereto and which will be recorded in the Public Records of Marion 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 Surface Water Declaration of SC-SR200, LLC, a Florida limited liability company (the "Declaration") applicable to the property described in Exhibit "A" attached hereto and made a part hereof, and recorded or to be 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 in full.

(b) Own and convey property.

(c) Perpetually operate and maintain any surface water management system as permitted by the Southwest Florida Water Management District Permit Number 44001436.041 ("Permit"), 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 which are contained within the Subdivision and which are not owned and dedicated to a governmental entity. This includes any monitoring of the mitigation areas required pursuant to the Permit.

(d) Maintain the Access Landscape and Fence Easement Area as required by Section 5(c) of the Reciprocal Easement Agreement between On Top of the World Communities, Inc. (OTOW) and Developer which is recorded in O.R. Book 5179, Page 601, Public Records of Marion County, Florida.

(e) Establish rules and regulations.

(f) Assess Members and enforce said assessments; provided, however the Class B Member shall not be subject to assessment.

(g) Sue and be sued.

(h) Contract for services to provide for operation and maintenance if the Association contemplates employing a maintenance company.

(i) Require all the Lot owners to be Members.

(j) Exist in perpetuity. However, if the Association is dissolved; (1) the property consisting of the Surface Water Management Facilities (the "Facilities"), property containing the Facilities, including those portions of any common area containing Facilities shall be conveyed to an

appropriate agency of local government acceptable to South Florida Water Management District, and if not accepted, then the Surface Water Management Facilities shall be dedicated to a similar non-profit corporation; and (2) without first offering to dedicate the common areas to Marion County or other appropriate governmental agency, any common area may not be transferred by sale, or otherwise, except to a non-profit organization conceived and organized to maintain such common areas.

(k) Take any other action necessary for the purposes for which the Association is organized.

(l) Rules. From time to time adopt, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the common area consistent with the rights and duties established by the Declaration and these Articles.

(m) 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 Section 617.0302 of the Florida Statutes, together with all other rights, powers and privileges reasonable to be implied from the existence of any right, power or privilege so granted. The Association may enter into litigation, mediation or arbitration to enforce their rights as stated herein or to defend themselves against any claims made against the Association.

(n) Enforcement. To enforce by legal means the obligations of the Members of the Corporation, the provisions of the Declaration, and the provision of the dedication or conveyance of the corporate property to the Corporation with respect to the use and maintenance thereof.

ARTICLE V

VOTING RIGHTS

The Association shall have two (2) classes of membership, which shall be comprised of (1) the Class A members shall be the owners of Lot 1 and Lot 2 of the plat of Shoppes at SR200 as recorded in the Public Records of Marion County, Florida and (2) the Class B Member shall be the Owner of Sign Site as described in Exhibit "B" of the Declaration. The Owner of Lot 1 shall have 53.5 votes and the Owner of Lot 2 shall have 46.5 votes. The Class B Member shall not have a vote. The Developer as defined in the Declaration shall be entitled to appoint a majority of the Board of Directors as long as the Developer owns any Lot in the Subdivision. Within three (3) months of the sale of the last Lot owned by Developer, it will transfer control of the Board of Directors to the Members of the Association.

ARTICLE VI

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. 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 VII

BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three (3) 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 a number that is a multiple of three (3). The initial Directors named below or successors appointed by the Developer shall serve until the Developer turns control of the Association over to the Members as provided in Article V hereof. The term of office for all Directors is one (1) 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 secret written 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: SPIRO A. COMITOS
 c/o Encore Real Estate Development, LLC
 100 Main Street, Suite 201
 Safety Harbor, FL 34695

MICHAEL T. WAGNER
c/o Encore Real Estate Development, LLC
100 Main Street, Suite 201
Safety Harbor, FL 34695

ROBERT A. FORLIZZO
2903 Rigsby Lane
Safety Harbor, FL 34695

ARTICLE VIII **INCORPORATOR**

The name and residence of the incorporator is:

Name: ROBERT A. FORLIZZO

Address: 2903 Rigsby Lane
Safety Harbor, FL 34695

ARTICLE IX **DISSOLUTION**

Subject to Article IV, Section (i), 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 sixty percent (60%) of the Members. Upon dissolution of this Association, in any manner other than incident to a merger or consolidation, all of this Association's assets must be conveyed pursuant to the provisions of Article IV hereof.

ARTICLE X **DURATION**

This Association exists perpetually.

ARTICLE XI **BYLAWS**

This Association's By-Laws initially will be adopted by the Board of Directors. Until the Developer (as defined in the Declaration) or his successors and assigns, transfer control of the Association to the Members as provided in Article V of the Declaration, only the Developer may amend the By-Laws. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of sixty percent (60%) of the Members. Any amendment proposed to these Articles which would affect the surface water management system, conservation areas or water management portions of common areas shall be submitted to the South Florida Water Management District for review prior to finalization of the amendment. The South Florida Water Management District shall determine if the proposed amendment will require a modification of the environmental resource or surface water management permit. If a permit modification is necessary, the modification must be approved by the South Florida Water Management District prior to the amendment of this document.

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 the Developer as long as it owns any Lot

may amend these Articles on its signature alone. Once the Developer transfers control of the Association, each such amendment must have the approval in writing of sixty percent (60%) of the entire membership.

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 incorporators intend 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.

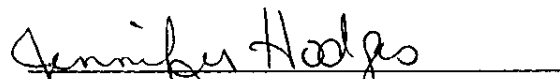
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 7th day of August, 2009.


ROBERT A. FORLIZZO, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, this day personally appeared ROBERT A. FORLIZZO, to me well known to be the person described in, and who signed the foregoing Articles of Incorporation of **SR200 PROPERTY OWNERS' ASSOCIATION, INC.**, a Florida Corporation Not For Profit, and who acknowledged to me that he executed and subscribed such Articles for the purposes set forth herein. He is personally known to me.

WITNESS my hand and official seal this 7th day of August, 2009.


Printed Name: JENNIFER HODGES
Notary Public
My Commission Expires:



**CERTIFICATE 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**

SR200 PROPERTY OWNERS' 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 c/o Encore Real Estate Development, LLC, 100 Main Street, Suite 201, Safety Harbor, FL 34695, County of Pinellas, State of Florida, has named **ROBERT A. FORLIZZO**, whose business office is 2903 Rigsby Lane, Safety Harbor, Florida 34695, 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 607.0505, relative to the proper and complete performance of my duties.


ROBERT A. FORLIZZO

Date: August 7, 2009

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2009 AUG 11 A 11:25
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TALLAHASSEE, FLORIDA

EXHIBIT A

A PORTION OF TRACT "Y", CIRCLE SQUARE WOODS ACCORDING TO THE PLAT THEREOF AS RECORDED IN PLAT BOOK "P", PAGES 30 THROUGH 103, OF THE PUBLIC RECORDS OF MARION COUNTY, FLORIDA, LYING IN SECTION 19, TOWNSHIP 16 SOUTH, RANGE 21 EAST, AND SECTION 24, TOWNSHIP 16 SOUTH, RANGE 20 EAST, MARION COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE WEST 1/4 CORNER OF SAID SECTION 19; NORTH 00°27'35" EAST 52.27 FEET, ALONG THE WEST LINE OF THE NORTHWEST 1/4 OF SAID SECTION 19, TO THE POINT OF BEGINNING, SAID POINT LYING ON THE NORTH LINE OF A PARCEL WITH PARCEL IDENTIFICATION NUMBER 3530-0000-20; THENCE SOUTH 56°44'37" WEST 91.59 FEET, ALONG SAID NORTH LINE, TO THE EASTERLY RIGHT-OF-WAY LINE OF S.W. 80th AVENUE (A 120.00 FOOT PUBLIC RIGHT-OF-WAY); THENCE THE FOLLOWING TWO (2) COURSES ALONG SAID EASTERLY RIGHT-OF-WAY LINE; (1) THENCE NORTH 33°15'23" WEST 208.82 FEET TO A POINT ON A 1053.00 FOOT RADIUS NON-TANGENT CURVE CONCAVE TO THE NORTHEAST WHOSE RADIUS POINT BEARS NORTH 56°44'38" EAST; (2) THENCE NORTHWESTERLY ALONG SAID CURVE THROUGH A CENTRAL ANGLE OF 12°18'23" AN ARC DISTANCE OF 226.17 FEET TO A POINT OF NON-TANGENCY; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY LINE NORTH 42°02'23" EAST 167.41 FEET; THENCE SOUTH 47°57'37" EAST 299.73 FEET; THENCE NORTH 42°02'23" EAST 498.71 FEET; THENCE SOUTH 47°57'37" EAST 287.34 FEET TO THE NORTHWESTERLY RIGHT-OF-WAY LINE OF STATE ROAD NO. 200 (A PUBLIC RIGHT-OF-WAY OF VARIABLE WIDTH PER FLORIDA DEPARTMENT OF TRANSPORTATION RIGHT-OF-WAY MAP SECTION, 36100-2522); THENCE THE FOLLOWING THREE (3) COURSES ALONG SAID NORTHWESTERLY RIGHT-OF-WAY LINE; (1) THENCE SOUTH 42°02'23" WEST 298.21 FEET; (2) THENCE NORTH 47°57'37" WEST 5.00 FEET; (3) THENCE SOUTH 42°02'23" WEST 201.80 FEET TO THE SOUTHEAST CORNER OF THE AFOREMENTIONED PARCEL WITH PARCEL IDENTIFICATION NUMBER 3530-0000-20; THENCE NORTH 47°57'37" WEST 90.55 FEET, ALONG THE EAST LINE OF SAID PARCEL, TO THE NORTHEAST CORNER OF SAID PARCEL; THENCE SOUTH 56°44'37" WEST 218.04 FEET, ALONG THE AFOREMENTIONED NORTH LINE OF SAID PARCEL, TO THE POINT OF BEGINNING.