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GILLIGAN KING GOODING

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FLORIDA PROFIT/NON PROFIT CORPORATION

Whisper Oaks Professional Condominium Owners Associa

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SECRETARY OF STATE
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**ARTICLES OF INCORPORATION
OF
WHISPER OAKS PROFESSIONAL CONDOMINIUM OWNERS ASSOCIATION, INC.**

In compliance with the requirements of Chapters 617 and 718, Florida Statutes, the undersigned, acting as incorporator of this corporation, hereby forms a corporation not for pecuniary profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE 1. NAME

- 1.1. The name of this corporation shall be "Whisper Oaks Professional Condominium Owners Association, Inc." (hereinafter referred to as the "Association").

ARTICLE 2. ADDRESS

- 2.1. The address of the principal office of the Association is 1415 SW 17th Street, Ocala, FL 34471.

ARTICLE 3. REGISTERED AGENT

- 3.1. F. Christopher Armstrong, whose address is 1415 SW 17th Street, Ocala, FL 34471, is hereby appointed the initial registered agent of the Association.

ARTICLE 4. DURATION

- 4.1. This Association shall exist perpetually, commencing on the date of filing of these Articles with the Florida Department of State.

ARTICLE 5. PURPOSES

- 5.1. The Association does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof (hereinafter referred to individually as a "Member" and collectively as "Members"), and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the Units and Common Elements within the Property (as those terms are defined in the Declaration of Condominium of Whisper Oaks Professional Condominium Owners Association, Inc., a Condominium recorded or to be recorded in the Public Records of Marion County, Florida (the "Declaration")) and such additional property as may be submitted to the Declaration and brought within the jurisdiction of this Association pursuant to the Declaration, and to promote the health, safety and welfare of the Owners and residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of the Association. For these purposes the Association shall have the following powers, which, unless indicated otherwise by Declaration or Bylaws, may be exercised by the Board of Directors:

¹ Unless the context shall otherwise require, words used in these Articles shall have the same meaning as set forth in: (i) Chapter 718, Florida Statutes (the "Condominium Act"); or (ii) the Declaration of Condominium of Whisper Oaks Professional Condominium recorded or to be recorded in the Public Records of Marion County, Florida, as supplemented, restated, renewed, extended or amended, from time to time (the "Declaration"), and to which a copy of these Articles has been annexed.

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- 5.1.1. Any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, by law may now or hereafter have or exercise;
- 5.1.2. The powers necessary or desirable to perform all obligations and duties of the Association and to exercise all rights and powers of the Association as set forth in the Declaration or as set forth in the Bylaws, and as the same may be amended from time to time as therein provided including, without limitation, the following:
- a. The rights and powers granted by Chapter 718, Florida Statutes (the "Act");
 - b. To fix, levy, collect and enforce payment of, by any lawful means, all charges or Assessments pursuant to the terms of the Declaration;
 - c. To manage, operate, maintain, repair and improve the Common Elements;
 - d. To pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against property of the Association;
 - e. To acquire (by gift, purchase or otherwise), manage, control, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property subjected to the Declaration or any other property for which the Association by rule, regulation, Declaration or contract has a right or duty to provide such services;
 - f. To borrow money, and as provided in the Declaration, Bylaws, or action of the Association, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
 - g. To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility as set forth in the Declaration;
 - h. To enter into, make, perform, or enforce contracts of every kind and description, and to perform all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;
 - i. To enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;
 - j. To engage in activities which will actively foster, promote, and advance the interests of owners of real property subject to the Declaration;

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- k. To adopt the Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of these Articles of Incorporation or the Declaration; and
 - l. To promulgate or enforce rules, regulations, or agreements to effectuate all of the purposes for which the Association is organized.
- 5.2. The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and future rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or inference from the items of any other paragraph or provisions of this Article.

ARTICLE 6. MEMBERSHIP

- 6.1. Every Owner of a Unit as defined in the Declaration shall be a Member of the Association.
- 6.2. All Members agree to be bound by the terms and provisions of these Articles and such Bylaws as may be promulgated by the Association from time to time. Membership, transfer of Membership, classes of Members and voting by Members shall be as set forth in the Declaration.
- 6.3. Change of Membership in the Association shall be established by recording in the public records of Marion County, Florida, a deed or other instrument establishing a record title to a "Unit" as defined in the Declaration, and the delivery to the Association of a certified copy of such instrument. The Owner designated by such instrument thus becomes a Member of the Association, and the Membership of the prior Owner is terminated with respect to that Unit.
- 6.4. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Ownership of a Unit.

ARTICLE 7. DIRECTORS

- 7.1. The affairs of the Association shall be managed by a Board of Directors (referred to as a "Board of Administration" in the Condominium Act) consisting of three persons, who need not be Members of the Association.
- 7.2. 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 initial Directors are as follows:

NAME	ADDRESS
F. Christopher Armstrong	1415 SW 17th Street, Ocala, FL 34471
Wendy Armstrong	1415 SW 17th Street, Ocala, FL 34471

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Scott Armstrong

1415 SW 17th Street, Ocala, FL 34471

- 7.3. The method of election of directors shall be stated in the Bylaws of the Association.

ARTICLE 8. INCORPORATOR

- 8.1. The name and address of the incorporator is as follows:

NAME

ADDRESS

F. Christopher Armstrong

1415 SW 17th Street, Ocala, FL 34471

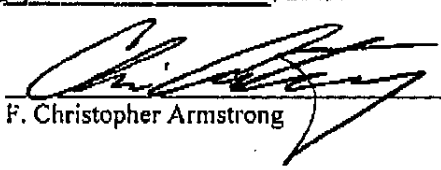
ARTICLE 9. DISSOLUTION OF THE ASSOCIATION

- 9.1. The term of the Association shall be perpetual unless dissolved by vote of two-thirds of the Members.
- 9.2. Upon dissolution, the Association's assets (including any real property and improvements thereon) remaining after payment to creditors and payment of all costs and expenses relating to such dissolution shall be distributed in the following priority:
- 9.2.1. To any municipal or governmental authority which is willing to accept such assets; and, if none, then,
- 9.2.2. To the Members in such proportions as they agree upon or, failing such agreement, in such proportions as are determined by a Court having jurisdiction thereof.

ARTICLE 10. AMENDMENT

- 10.1. These Articles may be amended by a duly executed and recorded instrument approved by vote of sixty percent of the Ownership Interest.

THEREFORE, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator of this Association has executed these Articles of Incorporation this 21 day of AUGUST, 2009.


F. Christopher Armstrong

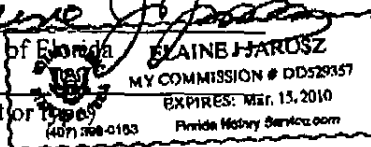
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STATE OF FLORIDA
COUNTY OF MARION

The foregoing instrument was acknowledged before me this 21 day of August, 2009 by F. Christopher Armstrong.

Notary Public, State of Florida
Name: _____

(Please print or type)



Commission Number: _____

Commission Expires: _____

Notary: Check one of the following:

☒ Personally known OR

☐ Produced Identification (if this box is checked, fill in blanks below).

Type of Identification Produced: _____

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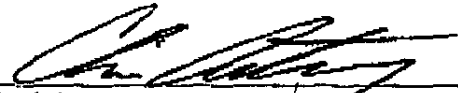
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ACCEPTANCE OF REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE FLORIDA

Having been named as registered agent for the above-named Association, at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, as registered agent.


F. Christopher Armstrong, Registered Agent

Date: 8/21/09

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