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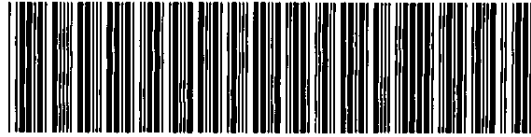
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/19/10

COVER LETTER

Department of State
New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Hart Limited Partnership Owner's Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: Leigh Hart
Name (Printed or typed)

P.O. Box 646
Address

Tall. Fla. 32302
City, State & Zip

850 681-2734 ext. 221
Daytime Telephone number

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

HART LIMITED PARTITION OWNERS' ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is *Hart Limited Partition Owners' Association, Inc.*, hereafter called the "Association".

ARTICLE II

The principal office and mailing address of the Association is P.O. Box 20043 Tallahassee, FL 32316, and the street address is 7562 Fieldcrest Drive, Tallahassee, FL 32305.

ARTICLE III

Timothy D. Padgett, Esquire, Timothy D. Padgett, P.A., 2878 Remington Green Circle, Tallahassee, FL 32308, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for (i) the maintenance, preservation and control of any Vegetated Natural Buffer, and (ii) to promote the health, safety and welfare of the owners and residents within the Properties and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for *Hart Limited Partition* (hereinafter referred to as the "Declaration"), applicable to the Properties and recorded or to be recorded among the Public Records of Leon County, as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

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- (b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; 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 the property of the Association;
- (c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association, subject to the terms and provisions hereof and of the Declaration;
- (d) borrow money, and with the assent of two-thirds (2/3) of the total votes mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, subject to the terms and provisions hereof and of the Declaration;
- (e) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the total votes, and shall be in accordance with the terms and provisions hereof and of the Declaration;
- (f) to operate, maintain and manage the Vegetated Natural Buffer as defined in the Declaration of Covenants, Conditions, and Restrictions of Hart Limited Partition;
- (g) to levy and collect adequate assessments against members of the Association to be used for the maintenance, repair and operation of the Vegetated Natural Buffer;
- (h) to have and to exercise all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Any person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the Declaration.

ARTICLE VI

VOTING RIGHTS

The Association shall have two (2) classes of voting membership.

Class A: Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one (1) 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 (1) vote be cast with respect to any Lot.

Class B: The Class B member(s) shall be the Declarant and shall be entitled to two (2) votes for each Lot platted and owned by the Declarant. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or
- (b) when the Declarant so chooses.

From and after the happening of these events, whichever occurs earlier, the Class B Member shall be deemed a Class A Member entitled to one (1) vote for each Lot in which it holds the interest required for Membership under Article V.

The presence at any meeting of members or proxies entitled to cast two-thirds (2/3) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in these Articles of Incorporation, the Declaration or the Bylaws.

ARTICLE VII

INCORPORATORS AND BOARD OF DIRECTORS

The Incorporators of the Association are:

NAME ADDRESS

Charles T. Hart, III

P.O. Box 20043
Tallahassee, FL 32316

Leigh D. Hart

P.O. Box 20043
Tallahassee, FL 32316

The affairs of this Association shall initially be managed by a Board of three (3) Directors, who need not be members of the Association. Thereafter, the Board of Directors shall be elected by a majority of the members of the Association in accordance with the voting provisions of Article VI. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Charles T. Hart, III	P.O. Box 20043 Tallahassee, FL 32316
Leigh D. Hart	P.O. Box 20043 Tallahassee, FL 32316
Timothy D. Padgett	2878 Remington Green Circle Tallahassee, FL 32308

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, 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 such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and

accepted by an entity which would comply with Section 40C-42.027, F.A.C., prior to such termination, dissolution or liquidation, which approval shall not be unreasonably withheld.

ARTICLE IX

DURATION

The Association shall exist perpetually, unless sooner dissolved in accordance with Article VIII hereof.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent of two thirds (2/3) of the entire membership.

ARTICLE XI

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require a prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties (other than those described herein), mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation not for profit under the laws of the State of Florida, we, the undersigned, constituting the incorporators and initial directors of this Association, have executed these Articles of Incorporation this 8th day of October, 2010.



Charles T. Hart, III

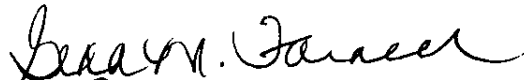


Leigh D. Hart

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by Charles T. Hart, III and Leigh D. Hart, who are personally known to me or who have produced the identification listed below, and are known to be the persons described in and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 8th day of October, 2010.



Name: Gena M. Farnell

NOTARY PUBLIC

My Commission Expires



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

STATE OF FLORIDA
OFFICE OF THE SECRETARY OF STATE

The undersigned, TIMOTHY D. PADGETT, having been designated as Agent for the service of process with the State of Florida, upon HART LIMITED PARTITION OWNERS' ASSOCIATION, INC., a corporation, organized under the laws of the State of Florida, does hereby accept the appointment as such agent for the above-named corporation.

IN WITNESS WHEREOF, the name of said registered agent is hereunto affixed at Tallahassee, Leon County, Florida, this 13th day of October, 2010.


TIMOTHY D. PADGETT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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