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RECD
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2010 OCT 29 PM 3:56

for 11/8/10



DENISE A. LYN
ATTORNEYS AND COUNSELORS AT LAW

October 28, 2010

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

RE: BLACK DIAMOND MEMBERS' ADVISORY COMMITTEE, INC.

Dear Sir/Madam:

Enclosed please find the original and one (1) copy of the Articles of Incorporation for BLACK DIAMOND MEMBERS' ADVISORY COMMITTEE, INC. Also enclosed please find a check in the amount of \$78.75.

Please return a certified copy of the Articles to my office. Thank you for your attention to this matter.

Sincerely,

Denise A. Dymond Lyn

DAL:sjd
Enclosures

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ARTICLES OF INCORPORATION
OF

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BLACK DIAMOND MEMBERS' ADVISORY COMMITTEE, INC.

(A Florida Not-For-Profit Corporation)

ARTICLE I. NAME

The name of this corporation shall be BLACK DIAMOND MEMBERS' ADVISORY COMMITTEE, INC., with its principal office address being located at 3319 N. Spyglass Village Path, Lecanto, Florida 34461.

ARTICLE II. DURATION

This corporation shall have perpetual existence.

ARTICLE III. PURPOSE

This corporation is being formed for the purpose of representing the interests of the dues paying members of Black Diamond Club in discussions with the developer and other parties relative to the sale of the developer's interest in Black Diamond Club and Black Diamond Properties and to explore other alternatives as appropriate.

ARTICLE IV. POWERS

This corporation shall have all of the common-law and statutory powers granted to not-for-profit corporations.

ARTICLE V. MEMBERS

This corporation shall have no members.

ARTICLE VI. DIRECTORS

The affairs of the corporation will be managed by a Board of Directors consisting of seven (7) members.

The names and address of the members of the initial Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

JOHN AXEL	3088 W. Bermuda Dunes Drive Lecanto, FL 34461
DENNIS KELLY	3076 N. Barton Creek Circle Lecanto, FL 34461
SCOTT JOHNSON	2623 N. Prestwick Way Lecanto, FL 34461
CHARLES BASSOS	3377 N. Hammock Dunes Village Pt. Lecanto, FL 34461

MICHAEL CARTER 3319 N. Spyglass Village Path
Lecanto, FL 34461

CARL NANNI 3110 N. Pinelake Village Point
Lecanto, FL 34461

WILLIAM JOENS 3549 W. Black Diamond Circle
Lecanto, FL 34461

ARTICLE VII. OFFICERS

The affairs of the corporation shall be administered by such Officers as are provided within the Bylaws.

The names and address of the initial Officers of the corporation who shall hold office until their successors are elected and have qualified are as follows:

JOHN AXEL, President 3088 W. Bermuda Dunes Drive
Lecanto, FL 34461

DENNIS KELLY, Vice President 3076 N. Barton Creek Circle
Lecanto, FL 34461

SCOTT JOHNSON, Secretary 2623 N. Prestwick Way
Lecanto, FL 34461

JAMES BRILEY, Treasurer 3093 W. Bermuda Dunes Drive
Lecanto, FL 34461

ARTICLE VIII. INDEMNIFICATION

Every Director and every Officer of the corporation shall be indemnified, saved and held harmless by the corporation against all expenses and liabilities, including attorney's fees, reasonably incurred by the Director or Officer, to which the Director or Officer may be a party, or in which the Director or Officer may become involved by reason of the Director or Officer being or having been a Director or Officer of the corporation, whether or not the Director or Officer is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of the Director's or Officer's duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not operate to the exclusion of any and all other rights to which the Director or Officer may be entitled.

ARTICLE IX. BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors and may be altered or amended as provided in the Bylaws.

ARTICLE X. AMENDMENTS

The Articles may be amended upon the affirmative vote of not less than a majority of the Board of Directors.

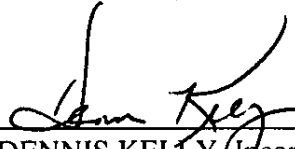
ARTICLE XI. INCORPORATOR

The name and address of the person signing these Articles is: Dennis Kelly, 3076 N. Barton Creek Circle, Lecanto, Florida 34461.

ARTICLE XII. REGISTERED OFFICE AND REGISTERED AGENT


The office of the corporation is located at 3319 N. Spyglass Village Path, Lecanto, Florida 34461 and the registered agent present upon who process may be served is Michael Carter, 3319 N. Spyglass Village Path, Lecanto, Florida 34461.

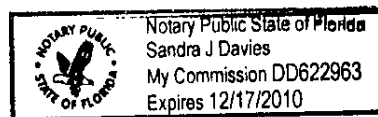
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 28th day of October, 2010.


DENNIS KELLY Incorporator

STATE OF FLORIDA
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 28th day of October, 2010, by DENNIS KELLY, who: _____ is personally known to me or X produced FL. DRIVERS LICENSE as identification


Notary Public



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for BLACK DIAMOND MEMBERS' ADVISORY COMMITTEE, INC., at the place designated in these Articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: October 28th, 2010.


MICHAEL CARTER

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