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FLORIDA PROFIT/NON PROFIT CORPORATION
THE HOLLY HILL COMMERCIAL OFFICE PARK PROPERTY

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE HOLLY HILL COMMERCIAL OFFICE PARK PROPERTY
OWNERS' ASSOCIATION, INC.**

The undersigned, wishing to form a corporation, not-for-profit, under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

**ARTICLE I
Name and Location**

The name of the corporation shall be THE HOLLY HILL COMMERCIAL OFFICE PARK PROPERTY OWNERS' ASSOCIATION, INC., (hereinafter the "Association"). The principal office shall be at 315 Highway 17 & 92, Davenport, Florida 33837, in Polk County, Florida.

**ARTICLE II
Purpose of the Association**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which this corporation is organized is:

To carry out the operation, repairs, replacements and maintenance of the Common Areas, as defined in the Declaration of Easements and Restrictive Covenants, recorded September 21, 2009, in Official Records Book 7977, Page 361-389, Public Records of Polk County, Florida, as amended from time-to-time (collectively the "Declaration"), including without limitation the operation, maintenance, repair and replacement of the Surface Water Management System, Stormwater Drainage System and Retention Area in accordance with the Surface Water Management Plan, all as defined in the Declaration, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffered areas and wetlands mitigation areas, in accordance with the terms and conditions of the Declaration.

**ARTICLE III
Powers of the Association**

The Association shall levy and collect adequate assessments against members of the Association for the costs to carry out the operation, repairs, replacements and maintenance of the Common Areas, as defined in the Declaration and in accordance with the terms and conditions set forth therein. The Association shall have the powers reasonably required to carry out the purpose of the Association set forth in Article II above pursuant to the Declaration, including without limitation the following:

- a. Own and convey property.

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b. Operate and maintain the surface water management system facilities, 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.

c. Assess members and enforce assessments.

d. Sue and be sued.

e. Contract for services to provide for operation and maintenance of the surface water management system facilities.

f. Require all the lot owners, parcel owners, or unit owners to be members.

g. Exist in perpetuity; however, if the Association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the Association.

h. Take any other action necessary for the purposes for which the Association is organized.

ARTICLE IV Members

The members of the Association (the "Members") shall consist of all of the record owners of Lots 1, 2 and 3 of Holly Hill Commercial Office Park, according to the plat thereof recorded in Plat Book 152, page 1, public records of Polk County, Florida (collectively, the "Lots" or each a "Lot").

Change of membership in the Association shall be established by recording in the Public Records of Polk County, Florida, a deed or other instrument establishing a change of ownership of a Lot or Lots, and by delivering a certified copy of said recorded instrument to the Association. The owner designated by such instrument thus becomes a member of the Association and the membership share or membership of the prior owner shall be adjusted or terminated, as required.

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 his/her/its Lot.

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The owner of each Lot shall be entitled to vote as a Member of the Association as set forth in the Declaration.

ARTICLE V
Board of Directors and Officers

The affairs of the Association shall be managed by a Board of Directors, a president and vice president (who shall at all times be members of the Board of Directors) and a secretary and treasurer. The officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the Members. Directors shall be elected according to the Bylaws.

The names of the officers who are to serve until the first election are:

L. Warren McKnight, Jr. - President/Vice President/Secretary/Treasurer.

The number of persons constituting the first Board of Directors shall be three (3), and their names and addresses are as follows:

- | | |
|----------------------------|---------------|
| 1. L. Warren McKnight, Jr. | 3. Rick Duffy |
| 2. Virginia M. Glass | |

The President shall serve as Chairman of the Board of Directors.

ARTICLE VI
Incorporators

The name and address of the incorporator of these Articles of Incorporation are:

L. Warren McKnight, Jr.
315 Highway 17 & 92
Davenport, Florida 33837.

ARTICLE VII
By-Laws

The By-Laws of the Association shall be adopted by the Board of Directors at its first regular meeting following approval by the Secretary of State of Florida of these Articles of Incorporation, and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE VIII
Amendment to Articles of Incorporation

These Articles of Incorporation may be amended in whole or in part by the Board of Directors, subject, however, to approval by the membership by a vote of fifty-one percent (51%) of the total membership votes of this corporation, which votes are cast at any regular meeting or a special meeting called for that purpose, as provided by the By-Laws.

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**ARTICLE IX
Existence and Duration**

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

**ARTICLE X
Dissolution**

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation, maintenance, repair or replacement of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Florida law, and be approved by the Southwest Florida Water Management District prior to such termination, dissolution or liquidation.

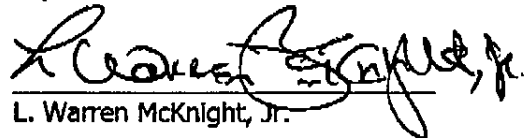
**ARTICLE XI
No Conflict with REA**

In the event that any language or provision in these Articles of Incorporation, or appurtenant By-Laws, conflict with the Declaration, the Declaration will govern.

**ARTICLE XII
Registered Agent & Office**

The initial registered office of the corporation shall be 315 Highway 17 & 92, Davenport, Florida 33837. The Initial Registered Agent at said address shall be: L. Warren McKnight, Jr.

I, L. Warren McKnight, Jr., accept my position as registered agent.


L. Warren McKnight, Jr.

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PETERSON MYERS WINTER HAVEN

NO. 7562 P. 6/6

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IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida:

The undersigned, constituting the Incorporator of this Association, has executed these Articles of Incorporation this 2nd day of January, 2011.


Incorporator
L. Warren McKnight, Jr.

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