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FLORIDA PROFIT/NON PROFIT CORPORATION
Village at Entrada Homeowners Association, Inc.

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**ARTICLES OF INCORPORATION OF
VILLAGE AT ENTRADA HOMEOWNERS ASSOCIATION, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I.

The name of this corporation is **VILLAGE AT ENTRADA HOMEOWNERS ASSOCIATION, INC.**, a not-for-profit corporation (the "Homeowners Association").

ARTICLE II.

The nature of the business to be transacted shall be to engage in any activity or business permitted under the laws of the United States and of this State, pursuant to Chapter 617 and 720 of the Florida Statutes. The Homeowners Association is organized for the purpose of providing an entity for the operation of a residential planned development, located in Lee County, Florida.

The Homeowners Association is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Homeowners Association shall be distributed or inure to the private benefit of any member, Director or officer of the Homeowners Association. For the accomplishment of its purposes, the Homeowners Association shall have all of the common law and statutory powers and duties of a Homeowners Association not for profit under Florida law, except as limited or modified by these Articles, the Declaration of Covenants, Conditions and Restrictions or the Bylaws of this Homeowners Association, and it shall have all of the powers and duties reasonably necessary to operate the Community pursuant to the Declaration as it may hereafter be amended including, but not limited to, the following:

- (A) To levy and collect assessments against all Members of the Homeowners Association to defray the costs, expenses and losses of the Homeowners Association, and to use the proceeds of assessments in the exercise of its power and duties;
- (B) To own, lease, maintain, repair, replace or operate the Common Areas;
- (C) To purchase insurance upon the Common Areas for the protection of the Homeowners Association and its members;
- (D) To reconstruct improvements after casualty and to make further improvements of the Common Areas;
- (E) To make, amend and enforce reasonable rules and regulations governing the use of the Common Areas and the operation of the Homeowners Association;
- (F) To sue and be sued, and to enforce the provisions of the Declaration, these Articles and the Bylaws of the Homeowners Association;

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- (G) To contract for the management and maintenance of the Common Areas and to delegate any powers and duties of the Homeowners Association in connection therewith except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Homeowners Association;
- (H) To employ accountants, attorneys, architects or other professional personnel to perform the services required for proper operation of the Properties;
- (I) To acquire, own and convey real property and to enter into agreements or acquire leaseholds, easements, memberships and other possessory or use interests in lands or facilities such as country clubs, golf courses, marinas and other recreational facilities. It has this power whether or not the lands or facilities are contiguous to the lands of the Community, if they are intended to provide enjoyment, recreation or other use or benefit to the members;
- (J) To borrow or raise money for any purposes of the Homeowners Association; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidence of indebtedness; and to secure the payment of any thereof, and of the interest therein, by mortgage pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Corporation;
- (K) To be responsible in perpetuity for maintenance of the conservation areas, Le., all preserved, restored, or created wetlands areas and uplands buffer zones; and to take action against owners, if necessary, to enforce the conditions of the conservation easements and permit issued by the South Florida Water Management District for the Community;
- (L) To be the responsible entity to operate and maintain the Surface Water Management System as permitted by the South Florida Water Management District including, but not limited to, all lakes, retention areas, culverts and related appurtenances.

Except as provided herein and in the Declaration, all funds and title to all property acquired by the Homeowners Association shall be held for the benefit of the members in accordance with the provisions of the Declaration, these Articles of Incorporation, and the Bylaws.

ARTICLE III.

The Homeowners Association shall have perpetual existence.

ARTICLE IV.

The qualifications required for membership, and the manner in which members shall be admitted to membership, shall be as stated in the Declaration and/or the Bylaws of the Homeowners Association. Each and every owner of a lot or living unit in this subdivision shall be a member of this Association.

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ARTICLE V.

The street address of the initial principal office of this Homeowners Association is 3845 Beck Boulevard, Suite 803, Naples, Florida 34114. The name of the initial registered agent of this Homeowners Association is Salvatori, Wood & Buckel, P.L., and the address of the initial registered office is 9132 Strada Place, Fourth Floor, Naples, Florida 34108.

ARTICLE VI.

The number of Directors shall initially consist of four (4) but may be increased pursuant to the Bylaws, and in no event shall there be fewer than three (3) in number. Directors shall be elected, or appointed to fill a vacancy, in accordance with the Bylaws of the Homeowners Association.

ARTICLE VII.

The name and mailing address of the Directors, President, Vice President and Secretary/Treasurer, who, subject to the Bylaws of the Homeowners Association shall hold office for the first year of existence of this Homeowners Association or until his or her successor is elected and has qualified, are:

President - Jessica L. Russo
Vice President - R. Paul Hardy
Secretary/Treasurer - Jackie K. Larson

ARTICLE VIII.

The Homeowners Association is empowered to do and perform all acts reasonably necessary to accomplish the purposes of the Homeowners Association, which acts are not inconsistent with the powers provided for in Chapters 617 and 720, Florida Statutes.

ARTICLE IX.

The name and address of the subscriber of these Articles of Incorporation is:

Leo J. Salvatori, Esq.
Salvatori, Wood & Buckel, P.L.
9132 Strada Place, Fourth Floor
Naples, FL 34108

ARTICLE X.

Bylaws of the Homeowners Association may be adopted, made, altered or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provision of these Articles.

ARTICLE XI.

Amendment to the Articles of Incorporation may be proposed by any Director at any regular or special business meeting of the Board of Directors at which a majority is present and, if obtaining a two-thirds (2/3rds) vote of the Board of Directors present and voting at such

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meeting properly called and noticed as provided in the Bylaws, shall be submitted to a vote of the membership. If approved by a two-thirds (2/3) affirmative vote of the membership at a meeting of the members properly called and noticed as provided in the Bylaws, such Amendment shall be forwarded to the Secretary of State of the State of Florida and filed and shall become effective upon issuance, by said officer, of a certificate reflecting same.

ARTICLE XII.

The Homeowners Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Homeowners Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Homeowners Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit Homeowners Association, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XIII.

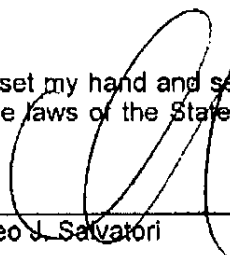
To the fullest extent permitted by Florida law, the Homeowners Association shall indemnify and hold harmless every Director and every officer of the Corporation against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Homeowners Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication established that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interest of the Homeowners Association, in a proceeding by or in the right of the Homeowners Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Homeowners Association.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approved such settlement as being in the best interest of the Homeowners Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

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IN WITNESS WHEREOF, we have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation, under the laws of the State of Florida, this 24 day of April, 2012.




Leo J. Salvatori

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Incorporation of VILLAGE AT ENTRADA HOMEOWNERS ASSOCIATION, INC. was sworn to and acknowledged before me this 24 day of April, 2012, by LEO J. SALVATORI, who is personally known to me.



NOTARY PUBLIC



TYPED, PRINTED OR STAMPED NAME OF NOTARY
MY COMMISSION EXPIRES:



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FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

APR 24 PM 1:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.0501, Florida Statutes, the following is
submitted in compliance with said Act:

First, that **VILLAGE AT ENTRADA HOMEOWNERS ASSOCIATION, INC.**, desiring to
organize under the laws of the State of Florida with its initial registered office, as indicated in the
Articles of Incorporation, at Naples, County of Collier, State of Florida, has named Salvatori,
Wood & Buckel, P.L., located at 9132 Strada Place, Fourth Floor, Naples, FL 34108, as its
agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-styled corporation, at
place designated in this certificate, I hereby accept to act in this capacity, and agree to comply
with the provision of said Act relative to keeping open said office.

SALVATORI, WOOD & BUCKEL, P.L.

By: 

Leo J. Salvatori, as Manager