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SAN SEBASTIAN SPRINGS PROPERTY OWNERS ASSOCIATION, INC.

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SAN SEBASTIAN SPRINGS PROPERTY OWNERS ASSOCIATION, INC.**

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FILED
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TALLAHASSEE, FLORIDA

These restated and amended Articles of Incorporation were duly approved on February 12, 2007 by a 38-1 vote of the Members of San Sebastian Springs Property Owners Association, Inc. pursuant to Florida Not For Profit Corporations Act, F.S. §§617.01011, et seq. The Amended and Restated Articles of incorporation take effect immediately. The Articles of Incorporation are amended and restated in their entirety pursuant to Florida Statutes §§617.01201, 617.1002, 617.1006 and 617.1007.

ARTICLE I. NAME

The name of this corporation is: San Sebastian Springs Property Owners Association, Inc.

ARTICLE II. PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of this corporation is: 10729 US Highway 1, Sebastian Florida 32958.

ARTICLE III. PURPOSES, POWERS AND DEFINITIONS

Section 1. Purposes and Powers.

(a) The objects and purposes of the Association are those objects and purposes authorized by the Dedication and Declarations of Restrictions for San Sebastian Springs, a subdivision recorded in the Public Records of Indian River County, Florida, as amended and/or supplemented from time to time (the *Declaration*). The Association's further objects and purposes are to preserve the values and amenities in the property for the benefit of the members of the Association. The Association is not organized for profit, and no part of the net earnings, if any, shall inure to the benefit of any member or individual person, firm or corporation.

(b) The Association shall have such powers as may be set forth in the Bylaws and all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles and the Declaration above identified. It shall exist in perpetuity. The Association shall also have all of the powers necessary to implement the purposes of the Association as set forth in the Declaration and to provide for the general health and welfare of its membership.

Section 2. Maintenance of Stormwater Management System and other amenities. The Association shall operate, maintain and manage the maintenance of the streets, drainage systems and other amenities of the subdivision. The Association shall also operate, maintain and manage the stormwater system(s) in a manner consistent with St. Johns River Water Management District permit number 4-061-0045M2 requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

(((H09000195284 3)))

San Sebastian Springs Property Owners Association, Inc.
Amended and Restated Articles of Incorporation

Page 2

AMENDED AND RESTATED ARTICLES

((H09000195284 3)))

Section 3. Definitions. The following words when used in these Articles (unless context indicates otherwise) shall have the following meanings:

(a) *Assessment* means and refers to a share of the funds required for payment of the expenses of the Association, which funds shall be assessed against a lot owner from time to time.

(b) *Association* means and refers to the San Sebastian Springs Property Owners Association, Inc., a Florida not-for-profit corporation.

(c) *Declaration* means and refers to the Dedication and Declaration of Restrictions for San Sebastian Springs, a subdivision as recorded in the Public Records of Indian River County, Florida, and as amended from time to time.

(d) *Developer* means and refers to Henry Anthony Fischer and San Sebastian Springs, Inc., their successors and such of their assigns as to which the rights of Developer hereunder are specifically assigned by written instrument recorded in the Public Records of Indian River County, Florida. The Developer may assign only a portion of its rights, hereunder, or all or a portion of such rights in connection with appropriate portions of the Property. In the event of such a partial assignment of its rights, the assignee shall not be deemed the Developer, but may exercise such rights of Developer specifically assigned to it. Any such assignment may be made on a non-exclusive basis. A lot purchaser, lot owner or a lot mortgagee shall not be deemed to be the Developer by the mere act of purchase or mortgage of a lot.

(e) *Entitled to Vote* means and refers to that lot owner entitled to a vote for a lot at an Association meeting. If more than one person or legal entity shall own a lot, the owners thereof shall determine among themselves who shall be the member entitled to vote. Said determination shall be manifested upon a voting certificate, signed by all owners of said lot, and given to the Association Secretary for placement in the Association records. Notwithstanding anything contained herein, all lot owners whether entitled to vote or not are assured of all other privileges, rights, and obligations of Association membership and shall be members of the Association.

(f) *Member* means and refers to all those owners who are members of the Association as provided in the Declaration.

(g) *Owner* means and refers to the record owner, whether one or more persons or entities, of the fee simple title to any lot situated upon the property, but excluding anyone having an interest in a lot as security for the performance of an obligation. *Owner* shall include the Developer as to each and every lot owned by the Developer.

(h) *Plat* means and refers to the plats of San Sebastian Springs, a subdivision, as replatted or amended, recorded in the Public Records of Indian River County, Florida, together with any plat of additional land made subject to this Declaration and to the jurisdiction of the Association.

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(i) *Property* means and refers to the real property described in the Declaration, and such additions thereto, as are now or hereafter made subject to the Declaration and to the jurisdiction of the Association.

ARTICLE IV. MEMBERS

The membership of the corporation shall consist of all persons hereinafter named as officers and directors and every person or entity who is a record owner of a fee or undivided fee interest in any lot. Notwithstanding anything else to the contrary set forth in this Section, any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member of the Association. Membership in the Association shall be appurtenant to each lot and may not be separated from ownership of said lot. The record title holder to each lot shall automatically become a member of the Association and shall be assured of all rights and privileges thereof upon presentation of a photographically or otherwise reproduced copy of said owner's deed recorded in the Public Records of Indian River County, Florida to the Association Secretary for placement in the records of the Association. To the extent that said deed shall pass title to a new lot owner from an existing lot owner, membership in the Association shall be transferred from the existing lot owner to the new lot owner.

ARTICLE V. BOARD OF DIRECTORS

The business of the corporation shall be managed by a Board of Directors. The number and manner of appointment or election of directors shall be determined as provided in the Bylaws, but there shall never be fewer than three (3) directors.

The corporation shall initially have four (4) directors who are:

Henry Anthony Fischer 10729 US Highway 1
Sebastian Florida 32958

Carl Anthony Fischer 10729 US Highway 1
Sebastian Florida 32958

Eric Carl Fischer 10729 US Highway 1
Sebastian Florida 32958

Henry Andrew Fischer 10729 US Highway 1
Sebastian Florida 32958

ARTICLE VI. MANNER OF ELECTION OF DIRECTORS

The Board of Directors shall be elected and shall hold office in accordance with the Bylaws of the corporation.

ARTICLE VII. REGISTERED AGENT

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The name and Florida street address of the Registered Agent for this corporation are:

Henry Anthony Fischer 10729 US Highway 1
Sebastian Florida 32958

ARTICLE VIII. INCORPORATOR

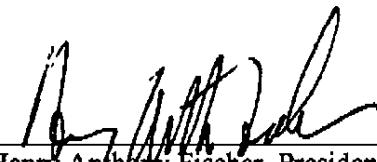
The name and business address of the incorporator of this corporation are:

Henry Anthony Fischer 10729 US Highway 1
Sebastian Florida 32958

IN WITNESS WHEREOF, on February 12, 2007 the foregoing Amended and Restated Articles of Incorporation were duly adopted to take effect forthwith.

Attested by:


Eric Carl Fischer, Secretary


Henry Anthony Fischer, President

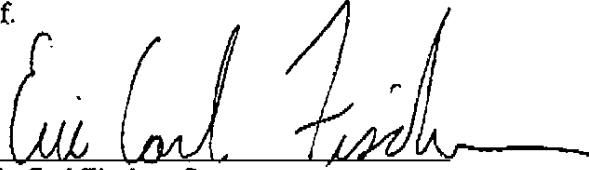
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Certificate under Florida Statutes §617.1007(2)

I, the undersigned, certify that the following is true and correct:

The foregoing restatement of the Articles of Incorporation of San Sebastian Springs Property Owners Association, Inc. includes amendments to the Articles requiring member approval, the text of which is set forth above. The Board of Directors having adopted a resolution setting forth the proposed amendments and directing that they be submitted to a vote at a meeting of the members entitled to vote, the amendments were duly adopted on February 12, 2007 by members of the corporation at a duly noticed meeting, the number of votes being cast for the amendment being sufficient for approval thereof.

Dated: June, 16th, 2009


Eric Carl Fischer, Secretary

San Sebastian Springs Property Owners Association, Inc. Amended and Restated Articles of Incorporation and Bylaws
Articles of Incorporation and Bylaws

((H09000195284 3))) (H09000195284 3) Page 4

((H09000195284 3)))

STATE OF FLORIDA)
COUNTY OF INDIAN RIVER)

ON THIS 25 day of August, 2009, before me, a notary public in the aforesaid State and County, personally appeared Eric Carl Fischer and Henry Anthony Fischer, who are known to me to be the persons named in and who executed the foregoing instrument and acknowledged that they executed same as Secretary and President, respectively, for San Sebastian Springs Property Owners Association, Inc.

Doris J. Dromt
Notary Public
My Commission expires: 05-01-10

Acceptance of Registered Agent

I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar and accept the obligation of my position as registered agent, or if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.

Dated: August 25, 2009

Henry Anthony Fischer
Henry Anthony Fischer
10729 US Highway 1
Sebastian Florida 32958

((H09000195284 3)))

San Sebastian Springs Property Owners Association, Inc. Amended and Restated Articles of Incorporation
State of Florida Incorporated 4-2-01
(((H09000195284 3))) (H09000195284 3) Page 4

STATE OF FLORIDA)

COUNTY OF INDIAN RIVER)

On this 25 day of August, before me, a notary public in the aforesaid State and County, personally appeared Eric Carl Fischer and Henry Anthony Fischer, who are known to me to be the persons named in and who executed the foregoing instrument and acknowledged that they executed same as Secretary and President, respectively, for San Sebastian Springs Property Owners Association, Inc.



Doris J. Grant
Commission # DD518286
Expires May 1, 2010
Bonds Trust Fund - Insurance, Inc. 800-368-7010

Doris J. Grant
Notary Public
My Commission expires: 05-01-10



Doris J. Grant
Commission # DD518286
Expires May 1, 2010
Bonds Trust Fund - Insurance, Inc. 800-368-7010