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FILED

ON FEB -1 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 30, 1995

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

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Re: Karen's Court Condominium Association, Inc.

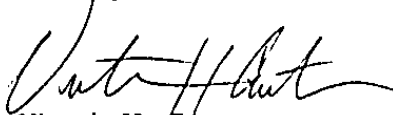
Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Incorporation of Karen's Court Condominium Association, Inc., a corporation not for profit. I have also enclosed a firm check in the amount of \$122.50 representing payment of your filing fee.

Please return to me a certified copy of the filed Articles.

If you have any questions, please do not hesitate to call.

Sincerely,


Victoria H. Carter

VHC:imb
Enclosure
VHC0239

FEB 6 1995

Linda GAVE
AUTHORIZATION BY PHONE TO
CORRECT
DATE
DOC. EXAM

ARTICLES OF INCORPORATION
OF
KAREN'S COURT CONDOMINIUM ASSOCIATION, INC.

(A Corporation Not for Profit)

FILED

20 FEB - 1 PM 1980

CLERK OF DISTRICT COURT

The undersigned, being a natural person competent to contract, for the purpose of forming a corporation not for profit under the laws of the State of Florida, does hereby adopt, subscribe and acknowledge the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation shall be Karen's Court Condominium Association, Inc., hereinafter referred to as the "Association".

ARTICLE II. PURPOSE & POWERS

Section 1. The purpose for which the Association is organized is to act as the condominium association within the meaning of the Condominium Act (Chapter 718, Florida Statutes) for Karen's Court Condominium, hereinafter referred to as the "Condominium", located in Hernando County, Florida. All definitions contained in the Declaration of Condominium, hereinafter referred to the "Declaration", for the Condominium, are incorporated herein by reference. "Developer", as used herein shall mean Earl Huff, Norene R. Huff and Karen Champagne. The Association shall not be operated for profit and shall make no distributions of income to its members, directors or officers.

Section 2. The Association shall have all of the common law and statutory powers and duties of a corporation not for profit which are not in conflict with the terms of these Articles, the By-Laws, the Declaration, the Condominium Act and all of the powers and duties reasonably necessary or convenient to operate the Condominium pursuant to the Declaration as it may be amended from time to time, such other documents or agreements that may exist from time to time pertaining to the Condominium, and the Condominium Act, including but not limited to the following specific powers and duties:

(a) To make and collect such assessments and charges as may be required by or provided in the Declaration and the Condominium Act.

(b) To use the proceeds of assessments in the exercise of its powers and duties, and to enforce levy of such foregoing assessments through lien and foreclosure thereof or by such other action as may be allowed by the Declaration or by applicable law.

(c) To maintain, repair, replace, administer and operate all property owned by the Association and the common elements of the Condominium, and to contract for the maintenance, repair, replacement, administration, operation and use of such property.

(d) To make improvements to the common elements of the Condominium and the property of the Association, and after any condemnation or casualty affecting the Condominium Property, to reconstruct improvements as contemplated by the Declaration.

(e) To use its best efforts to obtain and maintain adequate insurance to protect the Association, the common elements and other property of the Association and such other insurance as may be allowed or required by law or the Declaration.

(f) To adopt rules and regulations concerning the use and enjoyment of Units, the common elements and other property of the Association.

(g) To enforce by legal means the provisions of the Condominium Act, the Declaration, these Articles, the By-Laws of the Association and rules and regulations as may be enacted concerning the use and enjoyment of Units, the common elements and other property of the Association.

(h) To purchase, lease, receive by gift or otherwise acquire possessory or use interests in real and personal property, whether or not contiguous to the lands, of the Condominium, and on such terms deemed reasonable by the Board of Directors ("Board"), intended to provide for the enjoyment, recreation or other use or benefit of the members of the Association.

(i) To encumber, lease or grant possessory or use interests in the common elements and any other property which the Association may acquire or control, including but not limited to any recreation facilities, on such terms as the Board of Directors may deem reasonable.

(j) To employ personnel and enter into such agreements reasonably necessary for the performance of services required for the proper exercise of the rights, duties, powers and functions of the Association.

(k) To enter into such contracts and agreements, as the Board may deem desirable and reasonable, for the provision of services to the Association or the owners of Units, including, but not limited to contracts and agreements for telephone, water, sewer, cable television, security, and pest control services.

(l) To enter into any contracts or agreements reasonably necessary or convenient for the proper exercise of the rights, powers, duties or functions of the Association.

(m) To lease, maintain, repair, replace and expand the common elements.

(n) To purchase Units in the Condominium for any purpose and to hold, lease, mortgage or convey such Units on terms and conditions approved by the Board.

(o) To contract for the management and maintenance of the Condominium and to authorize such management firm to act as the managing entity of the Condominium and accordingly to perform all of the functions and duties of the Association in its capacity as the managing entity pursuant to such management agreement, the Condominium Act and any other applicable laws.

(p) To exercise such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth herein and as permitted by the applicable laws of the State of Florida.

ARTICLE III. QUALIFICATION OF MEMBERS AND THE MANNER OF THEIR ADMISSION

Section 1. The Incorporator constitutes the sole member of this Association until the recording of the Declaration naming this Association as the condominium association thereunder. Upon the recording of the Declaration, Developer shall own all memberships in the Association. At such time as the purchase price is paid and the deed to a Unit is issued and recorded, the owner thereof shall become a member.

Section 2. Ownership of a Unit shall be a prerequisite to exercising any rights as a member. A Unit may be owned by one or more individuals or by a corporation, partnership, trust or any other appropriate entity with the power to hold title.

Section 3. The membership of the owner of any Unit shall terminate upon the termination of the Condominium, or upon transfer of his ownership in the Unit, provided the transfer is accomplished in accordance with all provisions of the Declaration. The transferor's membership shall automatically transfer and be vested in the new owner succeeding to the ownership interest in the Unit, subject to a lien thereon for all unpaid assessments, charges and expenses. The Association may rely on a recorded deed as evidence of transfer of a Unit and thereupon terminate the transferor's membership and recognize the membership of the transferee.

ARTICLE IV. TERM OF EXISTENCE

The association shall have perpetual existence.

ARTICLE V. INCORPORATOR **PRINCIPLE OFFICE ADDRESS**

The name and address of the Incorporator to these Articles are as follows.

<u>Name</u>	<u>Address</u>
Earl Huff	1223 Ambrose Court Spring Hill, FL 34608

ARTICLE VI. OFFICERS

The officers of the Association shall consist of a president, a vice president, a secretary, a treasurer and such other officers as the Board of Directors may from time to time deem

appropriate. The officers of the Association shall be elected at each annual meeting of the Board of Directors and shall hold office at the pleasure of the Board. Any officer may be removed at any meeting by the affirmative vote of a majority of the members of the Board either, with or without cause, and any vacancy in any office may be filled by the Board, at any meeting thereof.

The names of the Officers who shall serve until the first election are:

<u>Name</u>	<u>Office</u>
Earl Huff	President/Secretary
Karen Champagne	Vice President
Norene R. Huff	Treasurer

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The affairs of the Association shall be managed and conducted by a Board of Directors. The initial Board of Directors shall be composed of three members appointed herein. Upon the conveyance of the first Unit the Board of Directors shall be composed of the Voting Members for each Unit.

Section 2. The Board of Directors shall consist of three (3) persons. The names and addresses of the initial Board of Directors who shall hold office until a deed transferring any unit has been recorded, are as follows:

<u>Name</u>	<u>Address</u>
Earl Huff	1223 Ambrose Court Spring Hill, FL 34608
Karen Champagne	1223 Ambrose Court Spring Hill, FL 34608
Norene R. Huff	1223 Ambrose Court Spring Hill, FL 34608

ARTICLE VIII. BY-LAWS

The By-Laws of the Association are to be made or approved by the initial Board of Directors and thereafter may be amend, altered, modified or rescinded by the action or approval of the members of the Association, except that any such change of the By-Laws shall not affect the rights or interests of the Developer, or its successors or assigns, or a mortgagee of any Condominium Property or any Unit without the written consent of the Developer and/or mortgagee, respectively. The manner of amending, altering, modifying and rescinding the By-Laws shall be as set forth in the By-Laws.

ARTICLE IX. AMENDMENTS TO THE ARTICLES OF INCORPORATION

Section 1. Amendments to these Articles of Incorporation shall be made in the following manner.

(a) The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the members, which may be either the annual or a special meeting. If no members have been admitted, the amendment

shall be adopted by a vote of the majority of directors and the provisions for adoption by members shall not apply.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member of record entitled to vote thereon within the time and in the manner provided herein for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of all of the members of the Association entitled to vote thereon present and voting at such meeting.

Section 2. Any number of amendments may be submitted to the members and voted upon by them at one meeting.

Section 3. Notwithstanding anything herein to the contrary, no amendment shall make any change in the qualifications for membership without approval in writing of all of the members and the consent of all record holders of mortgages upon any Condominium Property or upon property held by the Association. No amendment shall be made that is in conflict with the Condominium Act or the Declaration. No amendment which affects the rights, and privileges provided to the Developer in the Condominium Act or the Declaration shall be effective without written consent of the Developer. No amendment shall be effective until filed in accordance with the applicable Florida corporation laws and a certified copy of the Articles of Amendment to these Articles are recorded in the County.

ARTICLE X. VOTING

Section 1. Each Unit shall be entitled to one (1) vote. The vote of any Unit shall be cast by the Voting Member.

Section 2. Votes may be cast either in person or by proxy. Any person appointed as proxy may, but need not be an officer or director of the Association.

Section 3. No vote appurtenant to a Unit shall be cast at any meeting unless a Voting Member is registered on the membership book of the Association.

ARTICLE XI. ADDITIONAL PROVISIONS

Section 1. No officer, director or member shall be personally liable for any debt or other obligation of the Association except as provided in the Declaration.

Section 2. The Association shall not be operated for profit. No dividend shall be paid, and no part of the income of the Association shall be distributed to its members; directors or officers. The Association may pay compensation in a reasonable amount to its members, directors or officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation may make distributions to its members as permitted by the court having jurisdiction thereof. No such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

Section 3. Where the context of these Articles permits, the use of the plural *shall* include the singular and the singular shall include the plural, and the use of any gender shall be deemed to include all genders.

Section 4. Should any paragraph, sentence, phrase or portion thereof, of any provision of these Articles or of the By-Laws or rules and regulations be held invalid or held inapplicable to certain circumstances, it shall not affect the validity of the remaining parts hereof or of the remaining instruments or the application of such provisions to different circumstances.

Section 5. The Association shall indemnify any director or officer, or any former director or officer in the manner set forth in Section 607.014 of the Florida Statutes as amended.

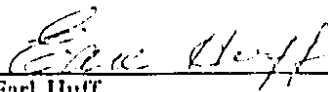
ARTICLE XII. REGISTERED AGENT

Pursuant to Section 48.091 and Section 607.034, Florida Statutes, the name and, address of the initial registered agent for the service of process upon the Association are:

Earl Huff
1223 Ambrose Court
Spring Hill, FL 34608

The above address is also the address of the registered office of the Association.,

IN WITNESS WHEREOF, the subscribing Incorporator has hereunto set his hand and seal and caused these Articles of Incorporation to be executed this day of 22nd day of December, 1994.




Earl Huff

STATE OF FLORIDA)
) SS:
COUNTY OF Harvard)

I HEREBY CERTIFY that on this day, before me, the undersigned authority, personally appeared EARL HUFF, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal at Spring Hill, Florida, this 22nd day of December, 1994.

(Notarial Seal)



NOTARY PUBLIC
State of Florida at Large

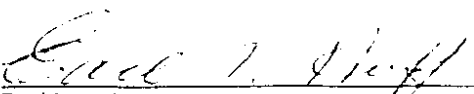
My Commission Expires:



DAVID R. CARTER
MY COMMISSION # CC402621 EXPIRES
September 17, 1998
BONDED THRU TROY FARM INSURANCE CO.

ACCEPTANCE BY AGENT

The undersigned, having been designed as agent for service of process within the" State of Florida upon Karen's Court Condominium Association, Inc., at the place designated in Article XII of the foregoing Articles of Incorporation, does hereby accept the appointment as such agent for Karen's Court Condominium Association, Inc.



Resident Agent