

N9600006016

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

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****131.25 ****131.25

SUBJECT: ROSEWOOD AT RIVER RIDGE PHASE I HOMEOWNERS' ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

<input type="checkbox"/> \$70.00 Filing Fee	<input type="checkbox"/> \$78.75 Filing Fee & Certificate	<input type="checkbox"/> \$122.50 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$131.25 Filing Fee, Certified Copy & Certificate
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FROM: WILLIAM D. PAUL II
Name (Printed or typed)

8201 RIVER RIDGE BLVD.
Address

NEW PORT RICHEY, FL 34654
City, State & Zip

1-800-328-4700
Daytime Telephone number

FILED
96 NOV 25 AM 10:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

11/26

626
1096-51232

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 15, 1996

WILLIAM D. PAUL II
8201 RIVER RIDGE BLVD.
NEW PORT RICHEY, FL 34654

SUBJECT: ROSEWOOD AT RIVER RIDGE PHASE I HOMEOWNERS;
ASSOCIATION, INC.
Ref. Number: W96000024232

We have received your document for ROSEWOOD AT RIVER RIDGE PHASE I HOMEOWNERS; ASSOCIATION, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 096A00052195

**ARTICLES OF INCORPORATION
OF
ROSEWOOD AT RIVER RIDGE PHASE I
HOMEOWNERS' ASSOCIATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned incorporator hereby adopts the following Articles of Incorporation.

ARTICLE I

Corporate Name

The name of the corporation is **ROSEWOOD AT RIVER RIDGE PHASE I HOMEOWNERS' ASSOCIATION, INC.**, hereinafter called the "Association".

ARTICLE II

Principal Office

The initial mailing address of the Association is **8201 River Ridge Boulevard, New Port Richey, FL 34654**. The principal office of the Association shall be located at the mailing address or at such other place as may be subsequently designated by the Board of Directors of the Association.

ARTICLE III

Registered Office

The initial street address of the Association's registered office is **8201 River Ridge Boulevard, New Port Richey, FL 34654**. The initial registered agent for the Association at that address is **WILLIAM D. PAUL, II**.

ARTICLE IV

Purpose and Powers of the Association

This Association does not contemplate pecuniary gain or profit to the members thereof and shall make no distribution of income to its members, directors or officers. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residential lots, common areas and improvements (as defined in the DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS, referred to hereinafter

as the "Declaration") according to the provisions of the Declaration, within the property described in Exhibit "A" attached hereto and made a part hereof (the "Property"), and to promote the health, safety and welfare of the residents within the above described property, and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

The Association shall have the following powers:

(a) To exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida that are not in conflict with the terms of the Declaration, these Articles or the By-Laws of the Association.

(b) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration applicable to the property and recorded or to be recorded in the Public Records of Pasco County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by reference as if set forth in its entirety.

(c) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all other expenses incident to the conduct of the business of Association, including but not limited to all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) To maintain, repair and operate the property of the Association;

(e) To purchase insurance upon the property of the Association and insurance for the protection of the Association and its members as Lot Owners;

(f) To reconstruct improvements after casualty and make further improvements upon the property;

(g) To enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and By-Laws of the Association, and the rules and regulations adopted pursuant thereto;

(h) To employ personnel to perform the services required for proper operation of the Association.

(i) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or

personal property in connection with the affairs of the association.

(j) To borrow money, and with the assent of a majority of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(k) to dedicate, sell or transfer all or any part of the common areas, if any, to any public agency, authority, or utility for such purposes and subject to such conditions as may be provided in the Declaration. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of each class of members, agreeing to such dedication, sale or transfer;

(l) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and common areas, provided that any such merger, consolidation or annexation shall have the assent of a majority of each class of members unless the annexation involves land the Developer has reserved the right to annex in the Declaration, in which case the Declaration shall control the annexation.

ARTICLE V

Membership

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. An Owner of more than one (1) Lot is entitled to one (1) membership for each Lot owned. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association, and is transferred only and automatically by conveyance of title to a Lot; however, the foregoing shall not be construed to prohibit assignment of membership and voting rights by an Owner who is a contract seller to his vendee in possession.

ARTICLE VI

Voting Rights

The Association shall have two (2) classes of voting membership:

Class A. So long as Class B membership exists, Class A

members shall be all Owners, with the exception of the Declarant.

Class B. The Class B members shall be the Declarant. Class B Lots, units and parcels shall be those owned by Declarant which have not been converted to Class A lots, units or parcels pursuant to the provisions of the Declaration.

ARTICLE VII

Board of Directors

The affairs of this Association shall be managed and governed by a Board of Directors consisting of at least three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the by-Laws of the Association. The manner in which the directors are to be elected or appointed shall be set forth in the by-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
M. D. BOYCE,	8201 River Ridge Blvd., New Port Richey, FL 34654
WILLIAM D. PAUL, II,	8201 River Ridge Blvd., New Port Richey, FL 34654
MARJORIE BUMSTEAD,	8201 River Ridge Blvd., New Port Richey, FL 34654

ARTICLE VIII

Officers

The affairs of the Association shall be administered by a President, a Vice-President, a Secretary and a Treasurer and such other Officers as may be designated from time to time by the Directors. The Officers shall be elected or designated by the Board of Directors at its first meeting following the annual meeting of the members of the Association. The names and addresses of the Officers who shall serve until their successors are elected or designated by the Board of Directors are as follows:

President: M. D. BOYCE, 8201 River Ridge Blvd., New Port Richey, FL 34654

Vice President: MARJORIE BUMSTEAD, 8201 River Ridge Blvd., New Port Richey, FL 34654

Treasurer: WILLIAM D. PAUL, II, 8201 River Ridge Blvd., New Port Richey, FL 34654

Secretary: WILLIAM D. PAUL, II, 8201 River Ridge Blvd., New Port Richey, FL 34654

ARTICLE IX

Indemnification

The Association will indemnify any person ("Indemnatee") for any and all liability arising from his official capacity or from any acts committed or failure to act by him in his official capacity as an Officer or Director of the Association, including acts which are adjudged by a Court of law to have constituted negligence or misconduct in the performance of his duty to the Association, and resulting from Judgment, fines, or amounts paid in settlement which are incurred in any action, suit or proceeding whether civil, criminal, administrative or investigative, and whether such action, suit or proceeding is brought by or in the right of the Association, or other parties, and whether such action, suit or proceeding is commenced during or subsequent to his tenure as an Officer or Director of the Association ("Proceedings").

The Association will reimburse Indemnitees for any and all actual and reasonable expenses, including, without limitation, attorney's fees and Court costs ("Expenses") as Expenses are incurred by Indemnitees in Proceedings. Notwithstanding anything to the contrary herein, the Association will not indemnify Indemnitees for any liability or expenses for actions which constitute gross negligence or willful misconduct, except where such actions are undertaken at the request of the Association. The Indemnification provided in this Article shall be in addition to and shall not limit or modify any other rights to indemnity to which Indemnitees are entitled, including, without limitation, those conferred under Florida law or by the By-Laws, Articles or any Agreement executed by the Association.

ARTICLE X

By-Laws

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a duly called regular or special meeting of the members, by an affirmative vote of a majority of all the members present in person or by proxy.

ARTICLE XI

Dissolution, Merger, or Consolidation

The Association may be merged or consolidated with another association not for profit, or may be dissolved, upon written assent signed by members holding not less than a majority of the total number of votes of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or organization to be devoted to such similar purposes.

ARTICLE XII

Term of Existence

The term of existence of the Association shall be perpetual.

ARTICLE XIII

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1. Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

Section 2. Vote: A resolution for the adoption of an amendment may only be proposed by the Board of Directors. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such resolutions must be adopted by not less than a majority of the votes of the entire membership of each class of members of the Association existing at the time of such meeting.

Section 3. Limit on Amendments: No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members, without approval in writing by all members.

ARTICLE XIV

Incorporator

The name and address of the incorporator of these Articles of Incorporation is: WILLIAM D. PAUL, II, 8201 River Ridge Blvd., New Port Richey, FL 34654.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, as the incorporator of this Association, have executed these Articles of Incorporation this 23rd Day of November, 1996.

W Paul II
WILLIAM D. PAUL, II
Incorporator

STATE OF FLORIDA

COUNTY OF PASCO

I HEREBY CERTIFY that on November 23rd, 1996, WILLIAM D. PAUL, II, who is personally known to me -OR- who produced for identification, personally appeared before me, executed the foregoing instrument, and acknowledged before me the matters and things contained in the above and foregoing are true and correct.

NOTARY SEAL



MARJORIE LYNN BUMSTEAD
MY COMMISSION # 00280767 EXPIRES
JUNE 17, 1997
BACKED THRU TROY FARM INSURANCE, INC.

Marjorie Lynn Bumstead
NOTARY SIGNATURE

MARJORIE LYNN BUMSTEAD
PRINTED NOTARY NAME

ACCEPTANCE BY RESIDENT AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles of Incorporation, I hereby 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.

Signed on: November 23rd, 1996

W Paul II
Resident Agent

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96 NOV 25 AM 10:24
SECRETARY OF STATE
TALLAHASSEE FLORIDA

EXHIBIT "A"

ROSEWOOD AT RIVER RIDGE PHASE I, as per plat thereof recorded in Plat Book
29, Pages 22 thru 28, Public Records of Pasco County, Florida.