

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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Highlands Ridge / Scottish
Links Homeowners Association,
Inc.

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EFFECTIVE DATE
03-18-98

Signature _____

Requested by: Cher

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Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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03-24-98

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ARTICLES OF INCORPORATION
HIGHLANDS RIDGE/SCOTTISH LINKS HOMEOWNERS ASSOCIATION, INC.

(A Florida Not For Profit Corporation)

28 MAR 24 AM 11:31

IN ORDER TO FORM a not for profit corporation under and in accordance with Chapter 617 of the Florida Statutes, the undersigned hereby forms a not for profit corporation for the purposes and with the powers hereinafter set forth and to that end, by these Articles of Incorporation, certifies and sets forth the following:

ARTICLE I

The name of this Corporation shall be HIGHLANDS RIDGE/SCOTTISH LINKS HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

EFFECTIVE DATE
03-18-98

The general purpose of this Corporation shall be to act in the capacity of a "Homeowners Association" for the operation of a planned residential subdivision known as Highlands Ridge on Lake Bonnett, Phase IV, which is located in Highlands County, Florida (the "Subdivision"), and carrying out the functions and duties of said Association as set forth in the Declaration of Covenants, Conditions, Restrictions and Easements for the Subdivision (the "Declaration") recorded or to be recorded in the Public Records of Highlands County, Florida.

This Association does not contemplate pecuniary gain or profit to the members, and the specific purposes for which it is formed are to provide for the preservation, maintenance, repair and replacement of any Common Areas (as defined in the Declaration) to which the Association ever obtains title, to enforce the provisions of the Declaration, and to promote the health, safety, and welfare of the residents within the Subdivision and any additions thereto as may hereafter be brought within the jurisdiction of this Association, and for these purposes to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) 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 expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(c) 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;

(d) Borrow money, and with the assent of two-thirds (2/3) of the members, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the Common Areas to which the Association ever obtains title to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members, provided no such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Areas owned by said corporations, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds (2/3) of the members; and

(g) Have and exercise any and all powers, rights, and privileges that a corporation organized under the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes.

As used herein, the word "Corporation" shall mean the "Association" as defined in the Declaration. Words and phrases, when used herein, shall have the same definitions as attributed to them in the Declaration.

ARTICLE III

All persons who are Owners of Lots within the Subdivision, including the Declarant, shall automatically be members of this Corporation. Membership shall automatically terminate when such person is no longer the Owner of such Lot. Membership in this Corporation shall be limited to such Owners. Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration.

ARTICLE IV

This Corporation shall have perpetual existence commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE V

The name and address of the undersigned Incorporator of this Corporation is as follows:

NAME	ADDRESS
John B. Juve	2801 Clubhouse Blvd. Avon Park, Florida 33825

ARTICLE VI

The affairs of this Association shall be managed by a Board of initially three (3) Directors, who need not be members of the Association. The number of Directors may be increased as provided in the Bylaws 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:

NAME	ADDRESS
John B. Juve	2801 Clubhouse Blvd. Avon Park, Florida 33825
Gary C. Denning	2801 Clubhouse Blvd. Avon Park, Florida 33825
Nancy P. Dickey	2801 Clubhouse Blvd. Avon Park, Florida 33825

ARTICLE VII

1. The principal officers of the Corporation shall be a President, Vice President, Secretary and Treasurer, who shall be selected from time to time in the manner set forth in the Bylaws adopted by the Corporation. The offices of Vice President and Secretary or Treasurer may be combined.

2. The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration and the Bylaws, are as follows:

President	John B. Juve
Vice President	Gary C. Denning
Secretary	John B. Juve
Treasurer	John B. Juve

ARTICLE VIII

The Bylaws of the Corporation shall initially be made and adopted by its first Board of Directors, and thereafter may be altered, amended or rescinded in the manner provided for therein. No amendment shall change the rights and privileges of the Declarant, as set forth in the Declaration, without the Declarant's prior written consent.

ARTICLE IX

Amendments of these Articles of Incorporation may be proposed by any member or Director and shall be adopted upon approval and assent of two-thirds (2/3) of the members. An amendment shall be effective when a copy thereof, together with an attached certificate of its required approval by the membership, sealed with the corporate seal, signed by the Secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid. Notwithstanding any provision of this Article to the contrary, these Articles of Incorporation shall not be amended in any manner which would abridge, amend or alter the rights of the Declarant as set forth in the Declaration, without the prior written consent of such amendment by the Declarant. Further, these Articles shall not be amended in any manner which shall amend, modify or affect any provisions, terms, conditions, rights and obligations set forth in the Declaration, as the same may be amended from time to time, in accordance with the respective provisions thereof.

ARTICLE X

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event that there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses and obligations of the Corporation. The Corporation may pay compensation in a reasonable amount to its members, Directors and officers for services rendered, may confer benefits upon its members in conforming with its purposes, and upon dissolution or final liquidation, may make distributions to its members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income. The Corporation shall not issue shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration and the Bylaws. The voting rights of the members shall be as set forth in Article XI below.

ARTICLE XI

The Association shall have one class of voting membership. All Owners of Lots within the Subdivision, including the Declarant, shall be entitled to one vote for each Lot owned. When more than one persons holds an interest in any Lot, all such person shall be members of the Association. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE XII

The street address of the initial registered office of the Corporation is 2801 Clubhouse Blvd., Avon Park, Florida 33825, and the name of the initial registered agent of the Corporation at the above address is John B. Juve. The street address of the principal office of the Corporation is also 2801 Clubhouse Blvd., Avon Park, Florida 33825.

ARTICLE XIII

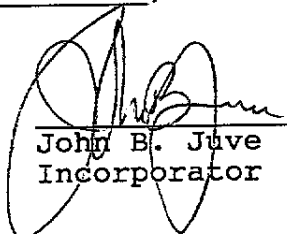
Each and every Director and officer of the Corporation shall be indemnified by the Corporation against all costs, expenses and liabilities, including attorneys fees at all trial and appellate levels, reasonably incurred by or imposed upon him in connection with any proceeding, litigation or settlement in which he becomes involved by reason of his being or having been a Director or officer of the Corporation, and the foregoing provisions for indemnification shall apply whether or not such a person is a Director or officer at the time such cost, expense or liability is incurred. Notwithstanding the above, in the event of any such settlement, the indemnification provisions provided in this Article shall not be automatic and shall apply only when the Board of Directors approved such settlement and reimbursement for the costs and expenses of such settlement as in the best interest of the Corporation, and in the event a Director or officer admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties, the indemnification provided in this Article may be withheld and in that event may not be available to said Director or officer in the sole determination of the Board of Directors. The indemnification provided in this Article shall be in addition to and not exclusive of any and all rights of indemnification to which a Director or officer of the Corporation may be entitled under statute or common law.

ARTICLE XIV

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation, if any, shall be dedicated to an appropriate public agency to be used

for purposes similar to those for which this Corporation was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

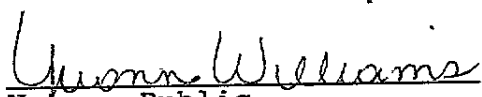
IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand this 18th day of March, 1998.


John B. Juve
Incorporator

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 18th day of March, 1998 by JOHN B. JUVE, an individual, who is personally known to me and who did take an oath.




Notary Public

Print Name: Yvonne Williams

My Commission Expires:

12/15/01

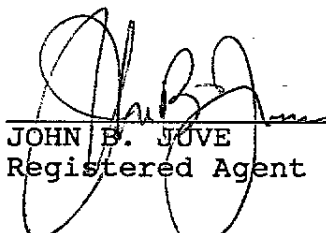
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED

The following is submitted in compliance with Chapter
48.091 and Chapter 617.1507 of the Florida Statutes.

HIGHLANDS RIDGE/SCOTTISH LINKS HOMEOWNERS ASSOCIATION,
INC., desiring to organize as a corporation not for profit under
the laws of the State of Florida with its registered office, as
indicated in the Articles of Incorporation, has named JOHN B. JUVE,
at 2801 Clubhouse Blvd., Avon Park, Florida 33825, at its agent to
accept service of process within this State.

ACCEPTANCE:

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



JOHN B. JUVE
Registered Agent

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