

N98000002069



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 1, 1998

GARY BRUNDAGE, PRESIDENT
BRUNDAGE CORPORATION
1250 SEMINOLE BLVD SUITE 1
LARGO, FL 33770

800002505558--5
-04/29/98--01083--003
****122.50 ****122.50

The Articles of Incorporation for TIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, INC. were filed on July 1, 1998 and assigned document number N98000002069. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Doris McDuffie, Corporate Specialist Supervisor
New Filings Section

Letter Number: 898A00035793

FILED

98 JUL -1 PM 2:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLES OF INCORPORATIONOFTIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, INC.

A Florida Corporation Not For Profit

The undersigned incorporator, a resident of the State of Florida, and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this corporation is **TIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, INC.**, a Florida corporation not for profit, (hereinafter called the "Association" in these Articles.)

**ARTICLE II
OFFICE AND REGISTERED AGENT**

This Association's registered office is 1250 Seminole Boulevard, Suite 1, Largo, Florida 33770, Pinellas County, Florida, and its registered agent is GARY BRUNDAGE, who maintains an office at 1250 Seminole Boulevard, Suite 1, Largo, Florida 33770. Both this Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

**ARTICLE III
PURPOSE**

This Association does not contemplate pecuniary gain or profit to its Members and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of all common areas and residence lots within that certain tract of property in Pinellas County, Florida, known as **TIFFANIE HEIGHTS SUBDIVISION** (hereinafter called the "Property").

ARTICLE IV POWERS

Without limitation, this Association is empowered to:

(a) Declaration. Exercise all rights, powers, privileges and perform all duties, of this Association set forth in that certain Declaration of Covenants, Conditions and Restrictions (hereinafter called the Declaration) applicable to the property and recorded or to be recorded in the Public Records of Pinellas County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;

(b) Own and convey property;

(c) Operate and maintain common property; including all lakes, retention areas, culverts and related appurtenances;

(d) Establish rules and regulations;

(e) Assess Members and enforce said assessments;

(f) Sue and be sued;

(g) Contract for services to provide for operation and maintenance if the Association contemplates employing a maintenance company;

(h) Require all the homeowners, lot owners, property owners or unit owners to be Members;

(i) Take any other action necessary for the purposes for which the Association is organized; and

(j) Borrow money and, with the approval of two-thirds of members, mortgage, pledge, deed of trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.

ARTICLE V MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at

least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by conveyance of title of a Lot.

ARTICLE VI VOTING RIGHTS

Members shall be all Owners, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. 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 VII BOARD OF DIRECTORS

Section 1. This Association's affairs are managed by a Board of Directors initially composed of three (3) Directors. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, three (3) or more but not to exceed five (5). The term of office for all Directors is one (1) year. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by majority vote of the remaining Directors, even if less than a quorum. Any Director may succeed himself or herself in office. All Directors will be elected by secret written ballot. Each member may cast as many votes for each vacancy as such member has; and the person receiving the largest number of votes cast for each vacancy is elected. Cumulative voting is not permitted. Directors need not be Association Members.

ARTICLE VIII INCORPORATOR

The name and residence of the incorporator is:

Name: GARY BRUNDAGE
Address: 1250 Seminole Boulevard, Suite 1
Largo, FL 33770

ARTICLE IX DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than seventy percent

(70%) of the Members. Upon dissolution of this Association, in any manner other than incident to a merger or consolidation, all of this Association's assets must be conveyed to an appropriate public agency to be used for purposes similar to those for which this Association was created. Specifically, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government. If conveyance is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any member or other private individual.

ARTICLE X DURATION

This Association exists perpetually.

ARTICLE XI BYLAWS

This Association's By-Laws initially will be adopted by the Board of Directors.

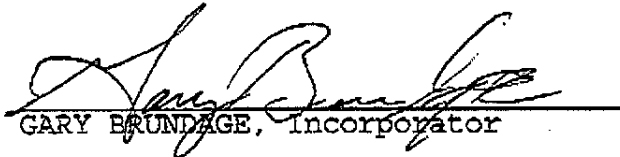
ARTICLE XII AMENDMENTS

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of seventy percent (70%) of the entire membership.

ARTICLE XIII INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

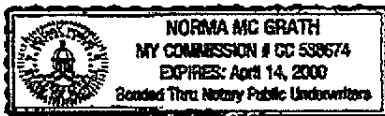
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 14th day of June, 1998.



GARY BRUNDAGE, Incorporator

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, this day personally appeared GARY BRUNDAGE, to me well known to be the person described in, and who signed the foregoing Articles of Incorporation of TIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, INC. and who acknowledged to me that he executed and subscribed such Articles for the purposes set forth herein. He is personally known to me.

WITNESS my hand and official seal this 14th day of June, 1998.




Printed Name:
Notary Public
My Commission Expires:

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

TIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, INC. INC., desiring to organize under the laws of the State of Florida, as a corporation not for profit with its principal office, as indicated in its Articles of Incorporation, at 1250 Seminole Boulevard, Suite 1, Largo, Florida 33770, County of Pinellas, State of Florida, has named GARY BRUNDAGE, whose business offices is 1250 Seminole Boulevard, Suite 1, Largo, Florida 33770, as its registered agent to accept service of process within Florida.

ACCEPTANCE

Having been named to accept service of process for the foregoing corporation at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 607.325, relative to the proper and complete performance of my duties.


GARY BRUNDAGE

Date:

June 14, 1998

FILED
98 JUL -1 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

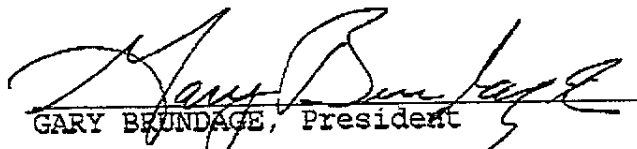
A F F I D A V I T

STATE OF FLORIDA)
COUNTY OF PINELLAS)

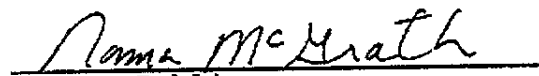
GARY BRUNDAGE, personally appeared and being duly sworn,
deposes and says:

1. That GARY BRUNDAGE, is the President of TIFFANIE HEIGHTS HOMEOWNERS' ASSOCIATION, a Florida not for profit corporation.
2. That GARY BRUNDAGE has no intention of revoking the dissolution of Tiffanie Heights Homeowners' Association, Inc., a Florida profit corporation.

FURTHER AFFIANT SAYETH NAUGHT.


GARY BRUNDAGE, President

Sworn to before me this 14th day of June, 1998, by GARY BRUNDAGE. He is personally known to me.


Notary Public
Printed Name of Notary
My Commission Expires:

