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CHARTERED

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*MASTER OF LAWS IN ESTATE PLANNING
**BOARD CERTIFIED REAL ESTATE LAWYER
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July 1, 1999

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

900002923879--8
-07/06/99-01122-007
122.50 **78.75

Re: Westside Villas Property Owners' Association, Inc.

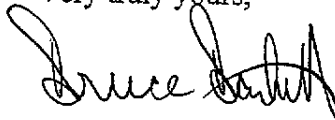
Dear Sir or Madam:

Enclosed is the original and 1 copy of Articles of Incorporation and my firm's check in the amount of \$122.50, which represents the filing fee, certified copy fee and registered agent fee.

Upon receipt and assignment of Charter Number, please return to Bruce Barkett, Esq., Post Office Box 3686, Vero Beach, Florida 32964.

Thank you for your assistance.

Very truly yours,



BRUCE BARKETT

/mjw
Enclosures

cc/enc: Mr. Kirk Dunn

FILED
99 JUL -6 PM 5:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

7-13
#25

**ARTICLES OF INCORPORATION
OF
WESTSIDE VILLAS PROPERTY OWNERS' ASSOCIATION, INC.**

FILED
99 JUL -6 PM 5:28
TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be **Westside Villas Property Owners' Association, Inc.** (hereinafter referred to as "Association").

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and the mailing address of this Association shall be 2335 81st Terrace, Vero Beach, Florida 32966.

**ARTICLE III
PURPOSE**

The specific purposes for which the Association is organized are:

1. To have all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida.
2. To have all of the powers reasonably necessary to implement and effectuate the Declaration of Covenants and Restrictions for Westside Villas (the "Declaration") and these Articles.
3. To establish, maintain and operate an Association not for profit to assist in the promotion of public safety and health by providing improvement and maintenance for those properties, streets, rights-of-way, and easements not publicly dedicated as shown on the plat of Westside Villas (the "Subdivision"), recorded at Plat Book 10, Page 4, Public Records of Indian River County, Florida.
4. To make and establish reasonable rules and regulations covering the use and maintenance of property within the plat of Westside Villas.
5. To levy and collect, from time to time, voluntary contributions from members of the Association and other property owners within the Subdivision to pay expenses of maintenance and repair of areas lying within the said Subdivision and for other expenses incurred in implementing the Association's purposes in such manner as may be provided in the Bylaws of the Association, the Declaration, and these Articles.
6. To enforce the provisions of the Declaration, as it may be amended from time to time.
7. To exert a unified effort for the members of the Association to protect the value of the property of the members of the Association, and to engage in such other activities as may be to the mutual benefit of the owners of the property.
8. To do such other things as may be necessary in order to perform the duties and exercise the power provided for the Association in the Declaration.

**ARTICLE IV
MEMBERS**

Membership in the Association and voting rights shall be limited to homeowners and property owners within the Subdivision.

**ARTICLE V
MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as described in the Bylaws of the Association.

**ARTICLE VI
LIMITATION OF CORPORATE POWERS**

The corporate powers of this Association are as provided in Section 617.0302, Florida Statutes, except as limited herein:

1. Officers and agents shall not be entitled to compensation.

**ARTICLE VII
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered agent is Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963.

**ARTICLE VIII
INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963.

**ARTICLE IX
INDEMNIFICATION**

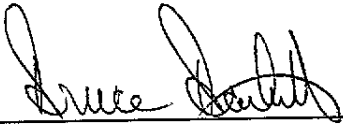
Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement or reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

**ARTICLE X
DISSOLUTION**

In the event of dissolution or final liquidation of the Association, the assets, both real and personal of the Association, shall be dedicated to any appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association.

In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization, to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the Declaration unless made in according with the provisions of such Declaration or any recorded deed.

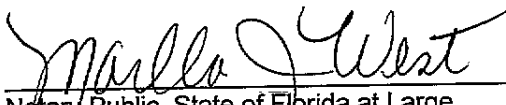
The undersigned incorporator has executed these Articles of Incorporation this 30th day of June, 1999.



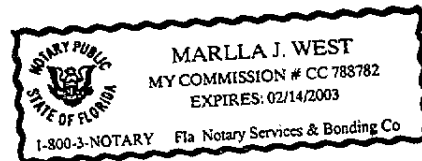
Bruce Barkett

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 30th day of June, 1999, by BRUCE BARKETT, who is personally known to me or who produced Florida driver's license as identification.



Notary Public, State of Florida at Large.
My Commission expires.



CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the Laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is WESTSIDE VILLAS PROPERTY OWNERS' ASSOCIATION, INC.
2. The name and address of the registered agent and office is Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 30th day of June, 1999.



Bruce Barkett