

ARTICLES OF INCORPORATION OF HERNANDO BEACH SOUTH  
PROPERTY OWNERS ASSOCIATION, INC.

99 MAY 18 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Nonprofit Corporation Act, Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1  
NAME AND PRINCIPAL OFFICE

The name of the Corporation is: "HERNANDO BEACH SOUTH PROPERTY OWNERS ASSOCIATION, INC."

The initial principal office of the Corporation is located at P O. Box 3607, Spring Hill, Florida 34611 (Mailing Address) and 3480 Bluefish Dr., Hernando Beach, Fl. 34607 (Florida street address).

Article 2  
NOT FOR PROFIT

The Corporation is a nonprofit corporation as defined in Florida Statutes Chapter 617. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

Article 3  
DURATION

The duration (term) of the Corporation is perpetual.

Article 4  
PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

- A. To enforce the Restriction Agreements, as modified and restated, as recorded in O.R. Book 996, Page 1318, public records of Hernando County, Florida; to be the Association referred to in said restrictions, and to assess property owners in accordance with said Restriction Agreements for the purpose of maintaining the canals, boat ramp, entrance areas and other property owned or maintained by the Corporation and for other purposes as authorized by these Articles of Incorporation,

the By-Laws or the Restriction Agreements.

B. To exercise all rights and powers conferred by the laws of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### Article 5 LIMITATION

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as stated in the By-Laws of the Corporation.

#### Article 6 MEMBERS

The Corporation shall have Members who shall consist of all of those persons who are, from time to time, the record fee simple title holders of platted lots in Hernando Beach Units 13-B and 13-C as per plats recorded in Plat Book 17, Page 70 and Plat Book 18, Page 9, Hernando County, Florida.

#### Article 7 INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is P.O. Box 3607 SPRING HILL, FL 34611\* and the name of its initial Registered Agent at that address is RICHARD R. DOYLE

\*Street Address is: 3480 Bluefish Dr., Hernando Beach, FL 34607

#### Article 8 INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors.

The number of Directors constituting the initial Board of Directors is seven. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than seven. The Members shall elect the Directors at the annual meeting of Members. The name and address of each initial Director of the Corporation is as follows:

Name	Address
RICHARD R. DOYLE ✓	3480 BLUEFISH DR HERNANDO BEACH FL 34607
JOHN T. BOYLE	3424 JEWFISH DR HERNANDO BEACH FL 34607
ANTONIO V. ROSCILLO ✓	3368 JEWFISH DR HERNANDO BEACH FL 34607
MARY ANN FEDERICO ✓	3486 SHEEPHEAD DR HERNANDO BEACH FL 34607
LARRY W. BARNETT ✓	3479 TRIGGERFISH DR HERNANDO BEACH FL 34607
BILLY R. BROWN ✓	3520 AMBERJACK DR HERNANDO BEACH FL 34607
ROBERT H. FARR ✓	3405 AMBERJACK DR HERNANDO BEACH FL 34607

### Article 9 OFFICERS

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer (or a combination Secretary/Treasurer) and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Title	Name and Address
President	RICHARD R. DOYLE, 3480 BLUEFISH DR, HERNANDO BEACH, FL 34
Vice President	JOHN T. BOYLE, 3424 JEWFISH DR, HERNANDO BEACH, FL 34607
Secretary	MARY ANN FEDERICO, 3486 SHEEPHEAD DR, HERNANDO BEACH, FL
Treasurer	ANTONIO V. ROSCILLO, 3368 JEWFISH DR, HERNANDO BEACH, FL 346

### Article 10 INCORPORATORS

The name and address of the Incorporator is as follows:

Name	Address
RICHARD R. DOYLE	3480 BLUEFISH DR HERNANDO BEACH FL 34607

Article 11  
BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Members, and may be amended only by the Members in the manner stated in the By-Laws.

Article 12  
AMENDMENT

These Articles of Incorporation may be amended only by approval of not less than one-half (1/2) of the entire eligible voting interests of the Members, as determined by the By-Laws, at a special meeting called for that purpose. Notice of such special meeting shall be given in the manner required by the By-Laws and a copy of all proposed amendments to the Articles of Incorporation shall be included in such notice.

Any such amendment of these Articles of Incorporation shall become effective only when filed with the Florida Department of State and all filing fees paid.

Article 13  
INDEMNIFICATION

The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida Nonprofit Corporation Act, except in any action or proceeding in which such Officer or Director, current or former, is determined to have breached or failed to perform his or her duties as an Officer or Director and such breach of, or failure to perform, his or her duties constitutes:

- A. A violation of criminal law;
- B. A transaction in which he or she derived an improper personal benefit, directly or indirectly; or
- C. Recklessness, or an act or omission committed in bad faith or with malicious purpose, or in a manner exhibiting willful disregard of human rights, safety or property.

Article 14  
COMMENCEMENT OF CORPORATE EXISTENCE

~~The date when corporate existence shall commence is the date of filing these~~

Articles of Incorporation with the Florida Department of State

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 3<sup>rd</sup> day of APRIL, 1999 following approval of same by the property owners at a meeting held the same day.

Richard R. Doyle  
Incorporator

FILED  
99 MAY 18 PM 2:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

State of Florida  
County of Hernando

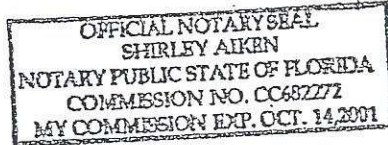
Before me personally appeared RICHARD R. DOYLE, to me well known and \_\_\_\_\_ known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 3<sup>rd</sup> day of APRIL, 1999.

Shirley Aiken  
Notary Public, State of Florida at Large

My commission expires:

[Seal]



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of HERNANDO BEACH SOUTH PROPERTY OWNERS ASSOCIATION, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 3<sup>rd</sup> day of APRIL, 1999.

Richard R. Doyle  
Registered Agent