

ARTICLES OF INCORPORATION
OF
THE HAMMOCKS OF SUGARMILL WOODS HOMEOWNER'S ASSOCIATION,
INC.
(A Florida Corporation Not-for-Profit)

The undersigned subscribers, James T. Sanders, Leanne Hadsell and Geoffrey Lorah, natural persons competent to contract for the purpose of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE 1
NAME

The name of this corporation is The Hammocks of Sugarmill Woods Homeowner's Association, Inc. For convenience, the Corporation shall be referred to as the "Association".

ARTICLE 2
ENABLING LAW

This corporation is organized pursuant to the Corporation Not-for-Profit Law of the State of Florida, set forth in Part One of Chapter 617 of the Florida Statutes, 1982.

ARTICLE 3
PURPOSES

A. The specific and primary purpose for which this corporation is organized is to own and operate certain lands in the Town of Homosassa, Citrus County, Florida which lands are to be used in common by all of the members of The Hammocks of Sugarmill Woods Homeowner's Association, Inc., which members shall all be property owners at The Hammocks of Sugarmill Woods.

B. To enforce any and all covenants, restrictions and agreements applicable to the Common Areas and dwelling units in the Development and particularly any Declaration(s) of Covenants and Restrictions or similar declarations (hereinafter referred to as the "Declaration") which may hereafter be made with respect to the Development, and as it may be amended from time to time, and which may hereafter be recorded among the land records of Citrus County, Florida.

C. To acquire, construct, maintain and operate common areas and recreation facilities (the "Common Areas") at The Hammocks of Sugarmill Woods, to maintain grassed areas owned by unit owners in front of the unit as provided in The Hammocks of Sugarmill Woods Declaration of Restrictions.

D. To make and perform any contracts and do any acts and things, and exercise any powers suitable, convenient, proper or incidental for the accomplishment of any objects enumerated herein.

E. To make and collect assessments against members as provided in the Declaration of Restrictions.

F. The purchase of insurance upon The Hammocks of Sugarmill Woods property and insurance for the protection of the Association and its Members as homeowners.

G. The reconstruction of improvements after casualty and the improvement of the property.

H. To make and amend reasonable regulations respecting the use of the common property in the subdivision.

I. To employ personnel to perform the services required for the proper operation of the Development, as required in the Declaration of Restrictions.

J. To have any and all powers, rights and privileges which a corporation organized under the Not-for-Profit Corporation Law, by law may now or hereafter exercise.

ARTICLE 4
TERM

This corporation shall have a perpetual existence.

ARTICLE 5
INCORPORATORS

The names and residences of the subscribers of these Articles of Incorporation are as follows:

| | |
|------------------|--|
| James T. Sanders | 137 Douglas Street Homosassa, Florida |
| Leanne Hadsell | 13 Dogwood Drive Homosassa, Florida |
| Geoffrey Lorah | P.O. Box 1561, 700 Elisa Drive Punta Gorda, Florida |

ARTICLE 6
MEMBERSHIP

The authorized number, qualifications, and manner of admission of Members of this corporation, the different classes of membership, if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessment and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the By-Laws of this corporation.

ARTICLE 7
MANAGEMENT OF CORPORATE AFFAIRS

A. This Corporation shall have a Board consisting of the number of directors determined by the By-Laws but not less than three (3) director nor more than five (5) directors.

The Directors of the Corporation shall be elected by the Members of the Corporation at the annual meeting of the Members in the manner determined by the By-Laws and shall continue to serve until their successors have been elected. Directors may be removed for good cause shown and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws. The first Board of Directors shall consist of three (3) members and the names and addresses of the persons who are to serve as directors until the first election thereof are as follows:

| | |
|------------------|--|
| James T. Sanders | 137 Douglas Street Homosassa, Florida |
| Leanne Hadsell | 13 Dogwood Drive Homosassa, Florida |
| Geoffrey Lorah | P.O. Box 1561, 700 Elisa Drive Punta Gorda, Florida |

ARTICLE 8
LOCATION OF REGISTERED OFFICE;
IDENTIFICATION OF REGISTERED AGENT

A. The address of this corporation's initial registered office in the State of Florida is 10 Byrsonima Court S., Homosassa, Florida 34446.

B. The name of this corporation's initial registered agent at the above address is the Management Company.

ARTICLE 9
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, 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 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 approve such settlement and 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 10
BYLAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or repealed in whole or in part, by the members provided herein. Any amendments to the By-Laws shall be binding on all members of this corporation.

ARTICLE 11
AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least sixty (60) of the Voting Owners of the corporation present at a regular or special meeting of the members of the corporation.

ARTICLE 12
DISSOLUTION

This Corporation shall be dissolved and its affairs wound up by a vote of at least sixty (60) members of the corporation's Voting Owners.

In the event of dissolution, property of the corporation shall be distributed after payment of or adequate provision for the debts and obligations of the corporation, to its members as permitted by the Court having jurisdiction thereof; and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income.

The undersigned constituting the subscribers of this corporation, for the purposes of forming this corporation not-for-profit under the laws of the State of Florida, have executed these Articles of Incorporation this 23rd day of August, 1988.

/s/

/s/

/s/

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized by the laws of the State of Florida to take acknowledgements, personally appeared _____ to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named, this _____ day of _____

/s/

Notary Public – State of Florida

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized by the laws of the State of Florida to take acknowledgements, personally appeared _____ to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named, this _____ day of _____

/s/

Notary Public – State of Florida

STATE OF FLORIDA
COUNTY OF CHARLOTTE

I HEREBY CERTIFY that on this day, before me, a notary public duly authorized by the laws of the State of Florida to take acknowledgements, personally appeared _____ to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State named, this _____ day of _____

/s/
Notary Public – State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMEING AGENT UPON WHOM PROCESS IS TO BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That The Hammocks of Sugarmill Woods Homeowner's Association, Inc. desires to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the County of Citrus, State of Florida, has named Paula F. McQueen, 1625 West Marion Avenue, Punta Gorda, Florida 33950, County of Charlotte, State of Florida, as its agent to accept service of process within the State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and I agree to comply with the provisions of said Act relative to keeping open the said office.

/s/
Resident Agent
Paula F. McQueen