

State of Florida

Department of State



I, Richard (Dick) Stone, Secretary of State of the State of Florida,
Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation of

CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.

a corporation not for profit organized and existing under the Laws of the
State of Florida, filed on the 18th day of May,
A.D., 1972, as shown by the records of this office.



Given under my hand and the Great Seal of the
State of Florida, at Tallahassee, the Capital,
this the 19th day of May,
A.D. 1972.

Richard (Dick) Stone

Secretary of State

ARTICLES OF INCORPORATION

OF

CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.
(A corporation not-for-profit)

The undersigned, all being of full age, do hereby associate ourselves together, and we do hereby agree for ourselves, our associates and our assigns, to become a corporation not-for-profit under Chapter 617, Florida Statutes, providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, and hereby make, subscribe and acknowledge and file these Articles of Incorporation as follows:

ITEM 1.- NAME OF CORPORATION

1.01 Name - The name of this corporation shall be CARROLLWOOD VILLAGE HOMEOWNERS ASSOCIATION, INC.

ITEM 2. - GENERAL NATURE OF BUSINESS

2.01- Purposes --The objects and purposes for which this corporation is formed are:

(1) To promote cooperation among lot owners and property owners in Carrollwood Village and generally to provide for the mutual assistance, welfare and improvement of all such persons.

(2) In furtherance of its corporate purposes, to enter into, make, perform and carry out contracts of every kind, with any person, firm, corporation, private, public or municipal, under the Government of the United States, or any foreign government, so far as, and to the extent that, the same may be done and performed by a corporation organized

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

under Chapter 617, Florida Statutes.

(3) Subject to the restrictions and limitations imposed by law, to purchase or otherwise acquire, hold, own, sell, assign, transfer, mortgage, pledge, create a security interest in, exchange or otherwise dispose of the shares, bonds, obligations, or other securities or evidences of indebtedness of other corporations, domestic and foreign, of any person, firm, or corporation, domestic or foreign, and if desirable, to issue and exchange therefore bonds or other obligations of this corporation, and while the owner of such shares, to exercise all rights, powers, and privileges of ownership, including the power to vote thereon; and in furtherance of the corporate purposes, in the course of the transaction of the affairs of the corporation, to acquire real and personal property, rights and interests of every nature, and to execute and issue bonds, debentures and other negotiable or transferable instruments, and to mortgage, pledge or create a security interest in any and all of the property of the corporation; to sell such bonds, debentures, or other instruments upon such terms and conditions as may be set forth in the instrument or instruments, mortgaging, pledging, or creating a security interest in the same, or in any deed, contract, or other instrument relating thereto.

(4) To do everything necessary, suitable, or proper for the accomplishment, attainment or furtherance of, to do every other act or thing incidental to, appurtenant to, growing out of or connected with the purposes, objects, or powers set forth in these Articles of Incorporation, whether alone or in association with others; to possess all the

rights, powers and privileges now or hereafter conferred by the laws of the State of Florida upon a not-for-profit corporation organized under the laws of the State of Florida, and, in general, to carry on any of the activities and to do any of the things herein set forth to the same extent as fully as a natural person or partnership might or could do; provided that nothing herein set forth shall be construed as authorizing the corporation to possess any purpose, object, or power, or to do any act or things forbidden by law to a not-for-profit corporation organized under the laws of the State of Florida.

(5) The corporation shall not engage nor shall any of its funds, property, or income be used to carry on propaganda or otherwise attempt to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive or unamerican activities.

ITEM 3 - SCOPE OF POWERS

3.01 -- The corporation shall have the power, either directly or indirectly, either alone or in conjunction with others to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable, or proper for the furtherance, accomplishment, fostering, or attainment of any or all of the purposes for which the corporation is organized, and to aid or assist other organizations, whose activities are such as to further accomplish, foster, or attain any of such purposes. Notwith-

standing anything herein to the contrary, the corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of organizations set forth in Section 501 (c) of the Internal Revenue Code of 1954, as amended, and its regulations as the same now exist, or as they may be hereafter amended from time to time.

ITEM 4 - NON-PROFIT CHARACTER OF CORPORATION

4.01 -- This corporation is not organized for profit. In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, members shall be entitled to any distribution or division of its remaining property or proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the order of the Circuit Court of the State of Florida, as provided by F.S. §617.05, exclusively for purposes within those set forth in Item 2 of these Articles of Incorporation, and within the intendment of Section 501 (c) of the Internal Revenue Code of 1954, and the regulations thereunder as they now exist or as they may hereafter be amended.

ITEM 5 - QUALIFICATION

5.01 -- The membership of this corporation shall consist of all persons hereinafter named as Directors and such other persons as from time to time hereafter may become members in the manner provided in the By-Laws.

ITEM 6 - TERM OF EXISTENCE

6.01 -- This corporation is to exist perpetually.

ITEM 7. PLACE OF OPERATION

7.01 -- The operations of the corporation are to be conducted principally within Hillsborough County, Florida.

ITEM 8. PRINCIPAL OFFICE

8.01 -- The corporation's principal office shall be located at P.O. Box 15657, 13901 North Dale Mabry Highway, Tampa, Hillsborough County, Florida 33614.

ITEM 9. OFFICERS

9.01 -- The officers of this corporation shall be a President, a Vice President, a Secretary and Treasurer, and such other persons as shall be provided in the By-laws of the corporation. Any person may hold two or more offices, except that the President may not also be the Secretary or Assistant Secretary of the corporation. The names of the persons who are to serve as officers of the corporation until the next meeting of the Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Matt M. Jetton, President	13901 N. Dale Mabry Highway Tampa, Florida 33614
Charles H. Juengling, Vice President	13901 N. Dale Mabry Highway Tampa, Florida 33614
DeWitt Thompson, Treasurer	13901 N. Dale Mabry Highway Tampa, Florida 33614
Arthur S. Gibbons, Secretary	606 Madison Street Tampa, Florida 33602

The officers shall be elected at the annual meeting of the Board of Directors as provided in the By-laws of this corporation.

ITEM 10. THE BOARD OF DIRECTORS

10.01 -- The business of this corporation shall

be managed by a Board of Directors. The corporation shall have not less than five (5) Directors initially. The number of Directors may be increased from time to time by the By-laws, but shall never be less than five (5), nor more than nine (9). The Board of Directors shall be members of the corporation. The members of the Board of Directors shall be elected and hold office in accordance with the By-laws. The names and addresses of the persons who are to serve as Directors for the ensuing year and until the next annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Matt M. Jetton	13901 N. Dale Mabry Highway Tampa, Florida 33614
DeWitt Thompson	13901 N. Dale Mabry Highway Tampa, Florida 33614
Charles H. Juengling	13901 N. Dale Mabry Highway Tampa, Florida 33614
Arthur S. Gibbons	606 Madison Street Tampa, Florida 33602
Joseph B. Cofer	606 Madison Street Tampa, Florida 33602

ITEM 11. NAMES AND ADDRESSES OF SUBSCRIBERS

11.01 -- The names and addresses of the subscribers to these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Arthur S. Gibbons	606 Madison Street Tampa, Florida 33602
Joseph B. Cofer	606 Madison Street Tampa, Florida 33602
E. Bradford Miller	606 Madison Street Tampa, Florida 33602

ITEM 12. BY-LAWS

12.01 -- The Board of Directors of this corporation

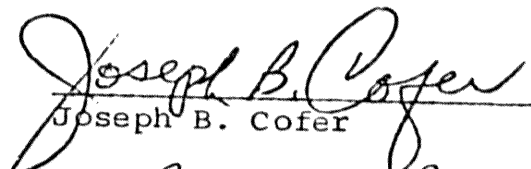
shall provide such By-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time. Upon proper notice, the By-laws may be amended, altered, or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting, or any special meeting called for that purpose.

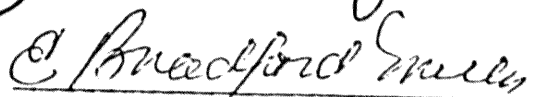
ITEM 13. AMENDMENTS

13.01 -- Upon proper notice, these Articles of Incorporation may be amended by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

IN WITNESS WHEREOF, we, the undersigned, the subscribing incorporators have hereunto set our hands and seals, the 15th day of May, 1972.

 (SEAL)
Arthur S. Gibbons

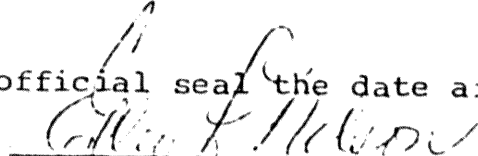
 (SEAL)
Joseph B. Cofer

 (SEAL)
E. Bradford Miller

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this 15th day of May, 1972, before me, the undersigned authority, personally appeared ARTHUR S. GIBBONS, JOSEPH B. COFER and E. BRADFORD MILLER, to me well known to be the individuals described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed the same for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.


Notary Public-State of Florida at large
My Commission expires: 10/24/72