

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of ESTATES AT ALOMA WOODS HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed on November 21, 1994, as shown by the records of this office.

The document number of this corporation is N94000005743.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Twenty-first day of November, 1994



CR2EO22 (2-91)

Jim Smith

Jim Smith
Secretary of State



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 21, 1994

JOHN HALL
464 E. FREDDY MARTIN
TALLAHASSEE, FL 32301

The Articles of Incorporation for ESTATES AT ALOMA WOODS HOMEOWNERS ASSOCIATION, INC. were filed on November 21, 1994 and assigned document number N94000005743. 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.

Agnes Bundick, Corporate Specialist
New Filings Section

Letter Number: 094A00050395

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ARTICLES OF INCORPORATION

OF

ESTATES AT ALOMA WOODS

HOMEOWNERS ASSOCIATION, INC.

A NOT FOR PROFIT CORPORATION

FILED
94 NOV 21 PM 3:29
SECRETARY OF STATE
TALLahassee FLORIDA

In compliance with the requirements of Florida Statutes, Chapter 617 (1993), the undersigned, who is a resident of the State of Florida, and who is of full age, for the purpose of forming a Florida corporation not for profit, hereby certifies:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is ESTATES AT ALOMA WOODS HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit (hereafter called the "Association").

ARTICLE II

PRINCIPAL OFFICE OF THE ASSOCIATION

The principal office of the Association is located at 706 Turnbull Avenue, Suite 303, Altamonte Springs, Florida 32701, which shall be the initial registered office of the Corporation.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is 706 Turnbull Avenue, Suite 303, Altamonte Springs, Florida 32701, and ALLAN N. GOLDBERG is hereby appointed the initial registered agent of this Association at that address.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Lots, Residences and Common Area within that certain tract of property described as:

A portion of the northerly 1900.00 feet of the Northeast 1/4 of Section 32, Township 21 South, Range 31 East, Seminole County, Florida, being described as follows:

Commence at the Northwest corner of the Northeast 1/4 of said Section 32; thence South $89^{\circ}17'07''$ East along the northerly line of the said Northeast 1/4 of Section 32 a distance of 324.08 feet to the POINT OF BEGINNING; thence continue South $89^{\circ}17'07''$ East along said northerly line a distance of 696.56 feet; thence departing the said northerly line South $44^{\circ}17'07''$ East a distance of 291.44 feet; thence South $40^{\circ}41'37''$ East a distance of 97.55 feet; thence South $33^{\circ}06'41''$ East a distance of 97.19 feet; thence North $89^{\circ}03'52''$ East a distance of 84.25 feet; thence North $71^{\circ}47'03''$ East a distance of 116.52 feet; thence North $84^{\circ}17'03''$ East a distance of 87.05 feet; thence South $01^{\circ}11'36''$ East a distance of 130.24 feet; thence South $01^{\circ}40'27''$ West a distance of 50.08 feet; thence South $00^{\circ}42'53''$ West a distance of 129.76 feet; thence South $89^{\circ}17'07''$ East a distance of 25.57 feet; thence South $00^{\circ}42'53''$ West a distance of 106.89 feet; thence South $32^{\circ}55'34''$ East a distance of 108.10 feet; thence South $00^{\circ}42'53''$ West a distance of 1083.11 feet; thence North $89^{\circ}17'07''$ West along the southerly line of the northerly 1900.00 feet of said Section 32 a distance of 1669.79 feet to the westerly line of the said Northeast 1/4 of said Section 32; thence North $00^{\circ}39'19''$ West along said westerly line a distance of 82.77 feet; thence North $89^{\circ}20'41''$ East a distance of 126.24 feet; thence North $21^{\circ}11'32''$ East a distance of 174.40 feet to an intersection with a circular curve concave northeasterly; thence northwesterly along the arc of said curve having a radius of 50.00 feet, a chord bearing of North $52^{\circ}05'27''$ West and central angle of $102^{\circ}52'16''$, a distance of 89.77 feet to the point of tangency; thence North $00^{\circ}39'19''$ West a distance of 149.38 feet; thence South $89^{\circ}20'41''$ West a distance of 130.00 feet to the westerly line of the said Northeast 1/4 of said Section 32; thence North $00^{\circ}39'19''$ West along said westerly line a distance of 657.54 feet to the South line of the North 800.00 feet of the said Northeast 1/4 of Section 32; thence South $89^{\circ}17'07''$ East along said South line for 324.08 feet; thence North $00^{\circ}39'19''$ West a distance of 800.23 feet to the Point of Beginning;

together with such Additional Property located in Seminole County, if any, which may be brought within the jurisdiction of the Association from time to time, as provided in the "Declaration" referred to hereinbelow, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereto be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all duties and obligations of the Association as set forth in that certain Declaration of Conditions, Covenants, Easements and Restrictions for The Estates at Aloma Woods, hereinafter called the "Declaration" (for purposes hereof all capitalized terms, unless provided otherwise herein, shall have the same meaning as in the Declaration), applicable to the property and recorded or to be recorded in the office of the Clerk of

the Circuit Court, Seminole County, Florida, and as the same may be amended from time to time as herein provided, said Declaration being incorporated herein as if set forth at length; and to

(b) have and to exercise any and all powers, rights and privileges which a corporation organized under the Florida Not For Profit Corporation Act by law may now or hereafter have or exercise; and to

(c) operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. Johns River Water Management District permit nos. 04-117-0247 and 12-117-0027 requirements and applicable District rules and to assist in the enforcement of the provisions of the Declaration which relate to the Surface Water or Stormwater Management System.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot shall be a Member of the Association. Notwithstanding anything else to the contrary set forth in this Article V, any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a Member of the Association. Membership in the Association shall be appurtenant to each Lot and may not be separated from ownership of said Lot. The record title holder to each Lot shall automatically become a Member of the Association and shall be assured of all rights and privileges thereof upon presentation of a photostatically or otherwise reproduced copy of said Owner's deed to the Association Secretary for placement in the records of the Association. To the extent that said deed shall pass title to a new Lot Owner from an existing Lot Owner, membership in the Association shall be transferred from the existing Lot Owner to the new Lot Owner. In no event shall any mortgagee or other party holding any type of security interest in a Lot or the Residence constructed thereon be a Member of the Association unless and until any of said parties obtain or receive fee simple title to such Lot.

ARTICLE VI

VOTING RIGHTS

Each Member shall be entitled to one vote for each lot in which they hold the interests required for membership by Article V. When more than one person holds such interest or interests in any Lot, all such persons shall be Members, but the vote for such Lot shall be exercised only by that one person who is entitled to vote. In no event shall more than one vote be cast with respect to any such Lot. As used herein, the term "Entitled to Vote" means and refers to that Lot Owner who shall cast a vote for a Lot at an Association meeting. If more than one person or legal entity shall own any Lot, the Owners thereof shall determine among themselves who shall be the Member Entitled to Vote. Said determination shall be manifested upon a voting certificate, signed by all

Owners of said Lot, and given to the Association Secretary for placement in the Association records. If an Owner owns more than one Lot, such owner shall have a vote or votes for each Lot owned. Notwithstanding anything contained herein to the contrary, all Lot Owners whether Entitled to Vote or not are assured of all other privileges, rights and obligations of the Association membership and shall be Members of the Association. In no event shall any mortgagee or other party holding any type of security interest in a Lot or the Residence constructed thereon be Entitled to Vote for purposes hereof, unless and until any of said parties obtain or receive fee simple title to such Lot.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is as follows:

NAME	ADDRESS
ALLAN N. GOLDBERG	706 Turnbull Avenue Suite 303 Altamonte Springs, FL 32701

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) nor more than nine (9) Directors, who need not be members of the Association; provided, however, the Board shall consist of an odd number of Directors. The number of Directors may be changed by amendment of the Bylaws of the Association. The initial Board of Directors shall consist of the following three (3) Directors, who shall serve until the appointment of their successors as provided in the Declaration or the election of their successors as provided in the Bylaws, as the case may be:

WILLIAM W. COLE, JR.	706 Turnbull Avenue Suite 303 Altamonte Springs, FL 32701
ALLAN N. GOLDBERG	706 Turnbull Avenue Suite 303 Altamonte Springs, FL 32701
TERRE COLE	706 Turnbull Avenue Suite 303 Altamonte Springs, FL 32701

At the first annual meeting of the Members in which the Class A Members are eligible to elect all the Directors and at each annual meeting thereafter, the Members shall elect such Directors for a term of one (1) year.

ARTICLE IX

OFFICERS

The affairs of the Association shall be administered by the Officers as designated in the Bylaws. So long as Developer has the right to appoint, reappoint, remove and replace a majority of the Directors as provided in the Declaration, the Officers shall be the parties selected and appointed from time to time by the Board of Directors. Thereafter, the Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Members of the Association, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the Officers, who shall serve until their successors are elected by the Board of Directors, are as follows:

PRESIDENT	ALLAN N. GOLDBERG
VICE-PRESIDENT	WILLIAM W. COLE, JR.
SECRETARY/TREASURER	WILLIAM W. COLE, JR.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than sixty-six and two-thirds percent (66 2/3%) of the Members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created or such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. The dissolution procedures described in this Article X shall be subject to Court approval pursuant to the provisions of The Florida Not For Profit Corporation Act.

ARTICLE XI

DURATION

The Association shall exist perpetually.

ARTICLE XII

AMENDMENTS

Amendment of these Articles requires the Approval of at least sixty-six and two-thirds percent (66 2/3%) of the Lot Owners Entitled to Vote.

ARTICLE XIII

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors at the first meeting of Directors, and may be altered, amended or rescinded thereafter in the manner provided in the Bylaws.

ARTICLE XIV

DECLARATION AND BYLAWS

In the event of any conflict between the terms and provisions of the Declaration and the terms and provisions of these Articles, the terms and provisions of the Declaration shall control. In the event of any conflict between the terms and provisions of these Articles and the terms and provisions of the Bylaws, the terms and provisions of these Articles shall control.

ARTICLE XV

FHA/VA APPROVALS

So long as there is a Class B Membership, annexation of Additional Property, mergers and consolidations of the Association, mortgaging of Common Area, dissolution of the Association, and amendment of these Articles, require prior approval by the Federal Housing Administration (FHA) and the Veterans Administration (VA).

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the foregoing designation as the registered agent for said corporation.

REGISTERED AGENT:



ALLAN N. GOLDBERG