



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

January 19, 1994

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TALLAHASSEE, FL

The Articles of Incorporation for RUXTON VILLAGE II HOMEOWNERS ASSOCIATION, INC. were filed on January 19, 1994, and assigned document number N9400000256. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date year. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have questions regarding corporations, please contact this office at the address given below.

Nancy Hendricks
Corporate Specialist
New Filings Section
Division of Corporations

Letter Number: 794A00002107

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of RUXTON VILLAGE II HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed on January 19, 1994, as shown by the records of this office.

The document number of this corporation is N94000000256.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Nineteenth day of January, 1994



CR2EO22 (2-91)

Jim Smith

Jim Smith
Secretary of State

ARTICLES OF INCORPORATION

OF

RUXTON VILLAGE II HOMEOWNERS ASSOCIATION, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, all of whom are of legal age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME

The name of the corporation is RUXTON VILLAGE II HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

ADDRESS

The principal office of the Association is located at: 8201 River Ridge Boulevard, New Port Richey, Florida 34654.

ARTICLE III

REGISTERED AGENT

MICHELE J. NICHOLS, whose address is: 8201 River Ridge Boulevard, New Port Richey, Florida 34654, is hereby appointed the initial registered agent of this Association.

Agency Accepted:

BY: 
MICHELE J. NICHOLS

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 residence Lots and Common Area within that certain tract of property described as RUXTON VILLAGE Units 21 and 22 - Tall Pines At River Ridge, and to promote the health, safety, and welfare of the

residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Pasco County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) contract with a third party for the management of the Property and to delegate to the Contractor all powers and duties of this corporation except such as are specifically required by the Declaration and/or the By-Laws to have the approval of the Board of Directors or the membership of the corporation;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the Board of Directors agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds of each class of members.

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

(h) This Association is not a condominium association and is not subject to the Florida Condominium Law (F.S. 718.)

ARTICLE V

MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lots, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant (as defined in the Declaration), and shall be entitled to nine (9) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or
- (b) on December 31, 1999, or
- (c) when the Declarant waives in writing its right to Class B membership.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors initially composed of four (4) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of this Association, but shall never be less than three (3) nor more than five (5). The Directors shall be divided into three (3) classes: Class A, Class B and Class C. The term of office for all Directors shall be three (3) years, except that the term of office of the initial Class A Director shall expire at the first annual meeting of the members, the term of office of the initial Class B Director shall expire at the annual meeting one (1) year thereafter, and the term of office of the initial Class C Director shall expire at the annual meeting two (2) years thereafter. The names and address of the persons who are to act in the capacity of Directors until their successor are elected and qualify, unless they sooner shall die, resign, or are removed, are:

NAME

ADDRESSES

CLASS A DIRECTOR

Michele J. Nichols

8201 River Ridge Blvd
New Port Richey, Fl 34654

CLASS B DIRECTOR

William D. Paul

8201 River Ridge Blvd
New Port Richey, Fl 34654

CLASS C DIRECTOR

M. D. Boyce

8201 River Ridge Blvd
New Port Richey, Fl 34654

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by the officers designated by the By-Laws. 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 shall serve at the pleasure of the members of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Names</u>	<u>Addresses</u>
Michele J. Nichols, President	8201 River Ridge Boulevard New Port Richey, Fl 34654
M. D. Boyce, Vice-President	8201 River Ridge Boulevard New Port Richey, Fl 34654
William D. Paul, Secretary	8201 River Ridge Boulevard New Port Richey, Fl 34654

ARTICLE IX

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X

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 part or to 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. 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 XI

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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 this Association was created. 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 such similar purposes.

ARTICLE XII

DURATION

The corporation shall exist perpetually.

ARTICLE XIII

AMENDMENTS

Amendment of these Articles shall require the assent of a majority of the entire membership.

ARTICLE XIV

SUBSCRIBERS

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

Names

Addresses

Michele J. Nichols

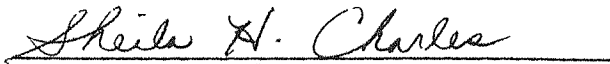
8201 River Ridge Boulevard
New Port Richey, Florida 34654

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the subscribers of this Association, have executed these Articles of Incorporation this 18th day of January, 1994.


MICHELE J. NICHOLS

STATE OF FLORIDA
COUNTY OF PASCO

THE FOREGOING INSTRUMENT was acknowledged before me this 18th day of January, 1994, by MICHELE J. NICHOLS who is personally known to me.


NOTARY PUBLIC

My Commission Expires:

Typed Name of Notary Public



SHEILA H. CHARLES
MY COMMISSION EXPIRES
January 21, 1994
BONDED THRU NOTARY PUBLIC UNDERWRITERS