

Div. of Corporations N 07630

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of RIVERSIDE CONDOMINIUM ASSOCIATION OF DEBARY, INC., a corporation organized under the laws of the State of Florida, filed on February 13, 1985, as shown by the records of this office.

The document number of this corporation is N07630.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
8th day of August, 1986.



CR2E022 (10-85)

George Firestone
Secretary of State

26551748

(EXHIBIT "A")

BOOK PAGE
VOLUSIA FLA

BEGINNING at the Northwest Corner of Lot 8, Block G, PLANTATION ESTATES UNIT J, according to the plat thereof as recorded in Map Book 11, Pages 184 and 185 of the Public Records of Volusia County, Florida, run S.03°19'45"W., along the West Line of said Lot 8, Block G, a distance of 177.50 feet; thence run S.86°40'15"E. 105.50 feet; thence run S.03°19'45"W. 80.00 feet; thence run S.86°40'15"E. 26.00 feet; thence run N.03°19'45"E. 53.00 feet; thence run S.59°48'00"E. 74.32 feet to a point on the Westerly Right-of-Way Line of Interstate Highway No. 4, said point being on a curve concave Northwesterly, having a radius of 5579.65 feet and a tangent bearing of N.30°12'00"E. at said point; thence run Northeasterly, along the arc of said curve, 341.25 feet through a central angle of 03°30'15" to a point on the South Line of Lot 27, PLANTATION ESTATES UNIT 41, according to the plat thereof as recorded in Map Book 19, Page 125 of the Public Records of Volusia County, Florida; thence run S.89°51'45"W., along the South Line of said Lot 27, a distance of 28.72 feet to the Southwest Corner of said Lot 27; thence run N.03°19'45"E., along the West Line of said Lot 27, a distance of 153.34 feet to the Northwest Corner of said Lot 27; thence run N.75°27'39"E., along the Northerly Line of Lot 27, a distance of 110.16 feet to a point on said Westerly Right-of-Way Line of Interstate Highway No. 4, said point being of a curve concave Northwesterly, having a radius of 5579.65 feet and a tangent bearing of N.24°38'15"E. at said point; thence run Northeasterly, along the arc of said curve 71.17 feet through a central angle of 00°43'51" to a point; thence run N.14°32'21"W. 44.55 feet to a point on the Southerly Right-of-Way of Enterprise Road; thence run S.75°27'39"W., along said Southerly Right-of-Way Line, 437.14 feet to a point of intersection with the Northerly extension of the Westerly Line of Lot 30, said PLANTATION ESTATES UNIT 41; thence run S.02°19'45"W., along said extension and along said Westerly Line off Lot 30, a distance of 205.05 feet to a Point on the centerline of Hickory Street, as shown on said plat; thence run S.89°51'45"W., along said centerline 14.59 feet; thence run S.03°19'45"W. 25.05 feet to the Point of Beginning. Subject to easements and restrictions of record, the reference to which shall not serve to reimpose the same.

X *extended*
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State of Florida

26551750

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FLORIDA



Department of State

*I certify that the attached is a true and correct copy of the Articles
of Incorporation of*

RIVERSIDE CONDOMINIUM ASSOCIATION OF DEBARY, INC.

*a corporation organized under the Laws of the State of Florida,
filed on February 13, 1985.*

The charter number for this corporation is R07630.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
13th day of February, 1985



**George Firestone
Secretary of State**

WP-104 CER-101

26551751

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FLORIDA

ATTACHMENT

RIVERSIDE CONDOMINIUM ASSOCIATION OF DEBARY, INC.

BEGINNING at the Northwest Corner of Lot 8, Block G, PLANTATION ESTATES UNIT 3, according to the plat thereof as recorded in Map Book 11, Pages 184 and 185 of the Public Records of Volusia County, Florida, run S.03°19'45"W., along the West Line of said Lot 8, Block G, a distance of 177.50 feet; thence run S.86°40'15"E. 105.50 feet; thence run S.03°19'45"W. 80.00 feet; thence run S.86°40'15"E. 26.00 feet; thence run N.03°19'45"E. 53.00 feet; thence run S.59°48'00"E. 74.32 feet to a point on the Westerly Right-of-Way Line of Interstate Highway No. 4, said point being on a curve concave Northwesterly, having a radius of 5579.65 feet and a tangent bearing of N.30°12'00"E. at said point; thence run Northeasterly, along the arc of said curve, 341.25 feet through a central angle of 03°30'15" to a point on the South Line of Lot 27, PLANTATION ESTATES UNIT 41, according to the plat thereof as recorded in Map Book 19, Page 125 of the Public Records of Volusia County, Florida; thence run S89°51'45"W., along the South Line of said Lot 27, a distance of 28.72 feet to the Southwest Corner of said Lot 27; thence run N.03°19'45"E., along the West Line of said Lot 27, a distance of 153.34 feet to the Northwest Corner of said Lot 27; thence run N.75°27'39"E., along the Northerly Line of Lot 27, a distance of 110.16 feet to a point on said Westerly Right-of-Way Line of Interstate Highway No. 4, said point being of a curve concave Northwesterly, having a radius of 5579.65 feet and a tangent bearing of N.24°38'15"E. at said point; thence run Northeasterly, along the arc of said curve 71.17 feet through a central angle of 00°43'51" to a point; thence run N.14°32'21"W. 44.55 feet to a point on the Southerly Right-of-Way Line of Enterprise Road; thence run S.75°27'39"W., along said Southerly Right-of-Way Line, 437.14 feet to a point of intersection with the Northerly extension of the Westerly Line of Lot 30, said PLANTATION ESTATES UNIT 41; thence run S.03°19'45"W., along said extension and along said Westerly Line off Lot 30, a distance of 205.05 feet to a Point on the centerline of Hickory Street, as shown on said plat; thence run S.89°51'45"W., along said centerline 14.59 feet; thence run S.03°19'45"W. 25.05 feet to the Point of Beginning.

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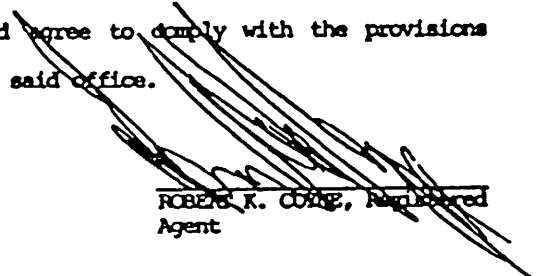
CERTIFICATE DESIGNATING REGISTERED AGENT

FOR THE SERVICE OF PROCESS WITHIN THIS STATE

In pursuance of Chapter 48, Florida Statutes, the following is submitted in compliance with said Act:

First, that RIVERSIDE CONDOMINIUM ASSOCIATION OF DeBARY, INC., desiring to organize under the Laws of the State of Florida, with its registered office, as indicated in the Articles of Incorporation in the City of DeBary, County of Volusia, State of Florida, has named ROBERT K. COME, located at 766B Deltona Boulevard, Deltona, Florida, 32725,, as its agent to accept service of process within this state.

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


ROBERT K. COME, Registered
Agent

(EXHIBIT "C")

PLUS: 11 11 11

ARTICLES OF INCORPORATION

OF

RIVERSIDE CONDOMINIUM ASSOCIATION OF DeBARY, INC.

The undersigned, by these Articles, associate themselves for the purpose of forming a Corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE INAME

The name of the Corporation shall be RIVERSIDE CONDOMINIUM ASSOCIATION OF DeBARY, INC., a Florida Corporation Not for Profit. For convenience, the Corporation shall be referred to in this instrument as the "Association".

ARTICLE IIPURPOSE

2.1. The purpose for which the Association is organized is to provide an entity pursuant to the provisions of Condominium Act, Chapter 718, Florida Statutes, for the operation of RIVERSIDE, a Condominium, to be located upon the following lands in Volusia County, Florida;

SEE ATTACHMENT

2.2. The Association shall make no distribution of income to its members, Directors or Officers.

ARTICLE IIIPOWERS

The powers of the Association shall include and be governed by the following provisions:

3.1. The Association shall have all the common law and statutory powers of a Corporation not for profit which are not in conflict with the terms of these Articles.

3.2. The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration as presently drafted and as it may be amended from time to time, including but not limited to the following:

a. Assess. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the Condominium.

b. Disburse. To use the proceeds of assessments in the exercise of its powers and duties.

c. Maintain. To maintain, repair, replace and operate the Condominium property.

d. Insure. To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members as unit owners, as well as liability insurance for the protection of Directors of the Association.

e. Construct. To reconstruct, improve, alter, repair, replace, or otherwise reconstruct, after casualty or condemnation and further improve the Condominium property, pursuant to the terms of the Declaration of Condominium.

f. Regulate. To make and amend reasonable regulations respecting the use of the property in the Condominium.

g. Approve. To approve or disapprove of the transfer and sale of units as provided by the Declaration of Condominium.

h. Enforce. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the rules and regulations for the use of the property in the Condominium.

i. Management Contract. To contract for the management, total operation and maintenance of the Condominium and to authorize the management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules and regulations, and maintenance of the common elements. The Association shall, however, retain at all times the powers and duties granted them by the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules, and execution of contracts on behalf of the Association.

j. Employment. To employ personnel for reasonable compensation to perform the services required for proper administration of the purposes of the Association.

k. Payment of Liens. To pay taxes and assessments which are liens against any part of the Condominium other than individual units and the appurtenances thereto, and to assess the same against the apartment units subject to such liens.

l. Utilities. To pay the cost of all power, water, sewer and other utility services rendered to the Condominium and not billed to owners of individual units.

meters

m. Common and Service Expenses. To determine the amount of common and service expenses for a given period and the allocation of service expenses amongst the unit owners.

3.3. The Association shall have the power to purchase a unit in the Condominium and to hold, lease, mortgage and convey the same.

ARTICLE IV

MEMBERS

4.1. The members of the Association shall consist of all of the record owners of transient residential and commercial units in the Condominium, and after termination of the Condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2. After receiving approval of the Association as required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a unit in the Condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

4.3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his unit.

DIRECTORS

5.1. The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) Directors, nor more than (5) Directors. Each Director shall be a person entitled to cast a vote in the Association, except as provided in Section 5.3. hereof and by the By-Laws.

5.2. Members of the Board of Directors shall be elected at the annual meeting of the Association members in the manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

5.3. The initial Board of Directors of RIVERSIDE CONDOMINIUM ASSOCIATION OF DEBARY, INC. shall consist of three (3) members who need not be members entitled to vote in the Association and shall be elected by the Developer. The initial Board of Directors named in the Articles shall serve until unit owners are entitled to elect unit owners to replace a member or members of the initial Board of Directors as contained in the schedule set out in Paragraphs 5.4. and 5.5. hereof. Any vacancies in the Developer appointed Directors may be filled by the Developer appointing a replacement. All other vacancies between annual meetings of members shall be filled by the remaining Directors.

5.4. When the Developer has conveyed fifteen percent (15%) or more of the units in the Condominium or at such earlier time as the Developer in its discretion may determine, the unit owners other than the Developer shall be entitled to elect one-third (1/3) of the members of the Board of Directors and the Board of Directors shall call a special members' meeting for the election.

Unit owners other than the Developer shall be entitled to elect not less than a majority of the members of the Board of Directors:

a. Three (3) years after fifty percent (50%) of the units that will ultimately be operated by the Association have been conveyed to individual purchasers; or

b. Three (3) months after the Developer has conveyed ninety percent (90%) of the units that will ultimately be operated by the Association to individual purchasers; or

c. When all of the units that will be operated ultimately by the Association, have been completed some of them have been conveyed to purchasers, and none of the remaining units are being offered for sale by the Developer in the ordinary course of business;

whichever shall first occur, or at such earlier time as the Developer in its discretion may determine. The Board of Directors shall call a special members' meeting for the election.

5.5. The Developer is entitled to elect at least one (1) member of the Board of Directors of the Association as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the units in RIVERSIDE, a Condominium.

5.6. The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected and have qualified, are as follow:

<u>Name</u>	<u>Address</u>
Paul V. Davis	Route 1, Box 393 New Smyrna Beach, Florida 32069
Robert K. Coyne	766 Deltona Boulevard Deltona, Florida 32725
Rosemarie M. Coyne	766 Deltona Boulevard Deltona, Florida 32725

OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws. The Officers shall be elected by the Board of Directors at its final 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 designated by the Board of Directors are as follows:

President	Paul V. Davis	Route 1, Box 353 New Smyrna Beach, Florida 32069
Vice Presidents		
Secretary	Robert K. Coyne	766 B Deltona Boulevard Deltona, Florida 32725
Treasurer	Rosemarie M. Coyne	766 B. Deltona Boulevard Deltona, Florida 32725

ARTICLE VIIREGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation shall be:

766 B Deltona Boulevard
Deltona, Florida 32725

The name of the Corporation's initial registered agent at such address shall be:

Robert K. Coyne

ARTICLE VIIIINDEMNIFICATION

8.1. 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 whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding 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, or having served at the Association's request as a Director or Officer of any other Corporation, whether or not he is a Director or Officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or Officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Association approves 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.

8.2 Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the noninterested Directors upon receipt of an undertaking by or on behalf of the Director or Officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Association as authorized by these Articles of Incorporation.

8.3 The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or Officer of the Association, or is or was serving at the request of the Association as a Director or Officer of another association, against any liability asserted against him and incurred by him in any such capacity, or arising out of his

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status of the Association, whether or not the Association has the power to indemnify its directors and officers against such liability under the provisions of these Articles of Incorporation.

ARTICLE IX

ADOPTION OF 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

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

10.1. Notice of the subject matter of a proposed amendment shall be included in notice of any meeting at which a proposed amendment is considered.

10.2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by two-thirds (2/3) of the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment must bear the approval of not less than a two-thirds (2/3) majority of the Board of Directors and not less than a two-thirds (2/3) majority of the members of the Association.

10.3 In the alternative, an amendment may be made by an agreement signed and acknowledged by all the record owners of units in the manner required for the execution of a deed.

10.4 No amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 5.3 of Article V hereof, without approval in writing by all members and the joinder of all record owners of mortgages upon the Condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

10.5 A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Volusia County, Florida.

ARTICLE XI

TERM

The term of the Association shall be perpetual.

ARTICLE XII

SUBSCRIBERS

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

<u>Name</u>	<u>Address</u>
Paul V. Davis	Route 1, Box 393 New Smyrna Beach, Florida 32069
Robert K. Coyne	766 B Deltona Boulevard Deltona, Florida 32725
Rosemarie M. Coyne	766 B Deltona Boulevard Deltona, Florida 32725

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IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures on the 31 day of Jan, 1985

Paul V. Davis
Paul V. Davis

Robert K. Coyne

Rosemarie H. Coyne
Rosemarie H. Coyne

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared PAUL V. DAVIS, to me known to be the person described in and who executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1985.

Rosemarie H. Coyne
Notary Public, State of Florida
at Large

My Commission Expires:
Notary Public, State of Florida
My Commission Expires Sept. 23, 1985

STATE OF FLORIDA)
COUNTY OF VOLUSIA)

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared ROBERT K. COYNE, to me known to be the person described in and who executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1985.

Rosemarie H. Coyne
Notary Public, State of Florida
at Large

My Commission Expires:
Notary Public, State of Florida
My Commission Expires Sept. 23, 1985

STATE OF FLORIDA)
COUNTY OF)

I HEREBY CERTIFY that on this day, before me, an Officer duly authorized in the State and County aforesaid to take acknowledgments personally appeared ROSEMARIE H. COYNE, to me known to be the person described in and who executed the foregoing instrument for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 31 day of January, 1985.

NOTARY PUBLIC STATE OF FLORIDA
Rosemarie H. Coyne
Notary Public, State of Florida
at Large

My Commission Expires:
NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires April 24, 1985