

**ARTICLES OF INCORPORATION
OF
GOLDEN HILLS PROPERTY OWNERS
ASSOCIATION, INC.**

WE, the undersigned, hereby associate ourselves together for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes, and hereby certify as follows:

ARTICLE I

Name

The name of the corporation shall be:

GOLDEN HILLS PROPERTY OWNERS ASSOCIATION, INC, and shall be located at 5211 N.W. 80th Avenue Road, Ocala, Florida, 32675.

ARTICLE II

Purpose

The corporation is organized as a not-for-profit corporation established to operate exclusively for the benefit of the property owners of the Golden Hills Turf and Country Club Subdivision located in Ocala, Marion County, Florida. The Association shall promote and protect the common good and general welfare of the owners of property at said subdivision.

ARTICLE III

Membership

The members of the corporation shall be limited to those persons owing real property in the subdivision known as Golden Hills Turf and Country Club, Ocala, Marion County, Florida or some beneficial interest or equitable title to the same and such other qualifications as may be established from time to time by the by-laws of this corporation. The by-laws shall contain standards and conditions for the eligibility of persons owing real property jointly or in common as to membership in this corporation.

ARTICLE IV

Term

The term of the corporation shall be perpetual.

ARTICLE V

Powers

The corporation shall possess and may exercise all the powers and privileges granted by Chapter 607 and 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the corporation, limited only by the restrictions set forth in these Articles of

Incorporation. Such powers shall include, but not be limited to the power to sue and be sued; to contract and be contracted with; to acquire, purchase, hold, lease, mortgage and convey such real property and personal property as the corporation may deem proper, or expedient to carry out the purposes of the corporation, without financial profit to its members, except as may be necessary in the payment of salaries and other compensation for services rendered and subject to the restrictions contained in Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended.

ARTICLE VI
Subscribers

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

Name	Address
R. B. Swanson	5211 N. W. 80 th Avenue Road Ocala, FL 32675
Joseph C. Christy	5188 N. W. 80 th Avenue Road Ocala, FL 32675
Joseph Abbatiello	7770 N. W. 56 th Place Ocala, FL 32675
H. W. Campbell	5435 N. W. 78 th Court Ocala, FL 32675

ARTICLE VII
Officers

The officers of the corporation shall be a President, First Vice President, Second Vice President, Secretary, and Treasurer and such other officers as may be provided by the by-laws.

The names of the persons who are to serve as the officers of the corporation until their successors in office are duly elected and qualified are as follows:

President:	R. B. Swanson
First Vice President:	Joseph Abbatiello
Second Vice President:	Robert E. Ware
Secretary:	Robert E. Ware
Treasurer:	Joseph Abbatiello

The officers shall be elected in the manner provided in the by-laws and shall be members of the Board of Directors

ARTICLE VIII

Directors

The affairs of the corporation are to be managed by a Board of Directors consisting of no less than three members and no more than eleven members, the exact number of Directors to be specified in the by-laws of the corporation.

The Board of Directors shall have the power by majority vote to establish an executive committee which shall consist of not less than three or more than seven members of the Board of Directors, and the actions by a majority vote of the executive committee shall have the same force and effect as the actions of the Board of Directors.

Members of the Board of Directors will be elected in an annual meeting of the members of the corporation to be held at a place and time to be stated in the by-laws of the corporation.

The initial Board of Directors of the corporation shall consist of three (3) members, and 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, or until their death, resignation or removal, are as follows:

Name	Address
B. B. Swanson	5211 N. W. 80 th Avenue Road Ocala, FL 32675
Robert E. Ware	P. O. Box 4432 Ocala, FL 32678
Joseph Abbatiello	7770 N. W. 56 th Place Ocala, FL. 32675

ARTICLE IX

By-Laws

The by-laws of the corporation shall initially be made and adopted by its first Board of Directors. The by-laws may thereafter be altered, amended or repealed and new and other by-laws may be made and adopted by the Board of Directors so long as such action is taken by a majority of the members of the Board of Directors present at any annual meeting or at any special meeting of the Board of Directors duly called for said purpose. Any such resolution altering, amended or repealing by-laws of the corporation shall also be presented to the general membership at any annual meeting or at any special meeting of the general membership duly called for said purpose and approved by at least a Two-Thirds (2/3) majority of the general membership present or represented by proxies at said meeting. Notice of the meeting of the general membership for this purpose shall be made in writing, sent to

each member by first class mail setting forth the change to be made as set forth in the resolution together with a minimum of two (2) weeks' notice to the date of the meeting.

ARTICLE X
Amendments to Articles of Incorporation

Amendments to these Articles of Incorporation may be made and adopted only by the vote of at least Two-Thirds (2/3) of the members of the Board of Directors of the corporation.

ARTICLE XI
Quorum

A quorum for the transaction of the business of the corporation shall consist of a majority of the Board of Directors duly elected pursuant to these Articles and the by-laws of the corporation.

ARTICLE XII
Distribution of Assets Upon Dissolution

In the event of dissolution of the corporation or the winding up of its affairs, or other liquidation of its assets, the corporation's property shall be conveyed or distributed to one or more organizations which themselves are exempt as organizations described in Sections 501 (c) (3) and 170 (c) (2) of the Internal Revenue Service Code of 1954, as amended or to the federal, state or local government for exclusive public purposes.

Notwithstanding any provision herein to the contrary, this corporation shall not carry on any activities not permitted to be carried on by 1) a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended, or 2) a corporation to which charitable contributions are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954, as amended.

ARTICLE XIII
Registered Agent

The registered agent for service of process for this corporation shall be R. B. SWANSON, 5211 N. W. 80th Avenue Road, Ocala, Florida, 32675

ARTICLE XIV
Registered Office

The address of the initial registered office of the corporation is 5211 N. W. 80th Avenue Road, Ocala, FL 32675.

IN WITNESS WHEREOF the subscribers hereto have hereunto affixed their signatures this 18th day of February 1985.

Original signed by R. B. Swanson (SEAL)

Subscriber

Original signed by Joseph C. Christy (SEAL)

Subscriber

Original signed by H. W. Campbell (SEAL)

Subscriber

STATE OF FLORIDA
COUNTY OF MARION

The foregoing Articles of Incorporation of GOLDEN HILLS PROPERTY OWNERS ASSOCIATION, INC. were acknowledged before me on this 18th day of February, 1985 by all the subscribers whose names are listed above.

Original signed by Patricia Wood

Notary Public, State of Florida

At Large

My commission expires: - illegible

CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT FOR WHO PROCESS
MY BE SERVED.

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

First—That GOLDEN HILLS PROPERTY OWNERS ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Ocala, County of Marion State of Florida, has named R. B. SWANSON, located at 5211 N. W. 80th Avenue Road, City of Ocala, County of Marion, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (Must be signed by designated agent)

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 agree to comply with the provision of said Act relative to keeping open said office.

By: Original signed by Swanson
R. B. SWANSON, Registered Agent