

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SWEETWATER RIDGE TOWNHOMES OWNERS ASSOCIATION, INC., a Florida corporation, filed on December 5, 2003, as shown by the records of this office.

The document number of this corporation is P03000148248.

EXHIBIT "C"

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Tenth day of December, 2003



CR2EO22 (2-03)

Glenda E. Hood
Glenda E. Hood
Secretary of State

**ARTICLES OF INCORPORATION
OF
SWEETWATER RIDGE TOWNHOMES OWNERS ASSOCIATION, INC.
a Florida Non-Profit Corporation**

FILED
03 DEC -5 PM 4:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By these Articles of Incorporation, the undersigned Subscriber forms a corporation not for profit in accordance with Chapter 720, Florida Statutes, and pursuant to the following provisions (these "Articles"):

ARTICLE 1

NAME

The name of the corporation shall be **SWEETWATER RIDGE TOWNHOMES OWNERS ASSOCIATION, INC.** For convenience, the corporation shall be referred to in this instrument as the "Association".

ARTICLE 2

DURATION

The Association shall exist perpetually unless and until dissolved according to law. Corporate existence of the Association shall commence upon the filing of these Articles with the Florida Department of State.

ARTICLE 3

PRINCIPAL OFFICE

The principal office of the Association is located at 13439 Fountainbleau Drive, Clermont, Florida 34711.

ARTICLE 4

REGISTERED OFFICE AND AGENT

JEFF ABELMAN, whose street address is 13439 Fountainbleau Drive, Clermont, Florida 34711, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

ARTICLE 5

DEFINITIONS

The following words shall have the definitions set forth below for purposes of these Articles:

5.1 "**Association**" shall mean and refer to Sweetwater Ridge Townhomes Owners Association, Inc., a Florida corporation not for profit, or its successors or assigns.

5.2 "**Board of Directors**" shall mean and refer to the Board of Directors for the Association initially appointed by the Declarant and thereafter by the Unit Owners and given such duties and powers contained herein.

5.3 "**Bylaws**" shall mean and refer to the Bylaws adopted by the Board of Directors and as amended from time to time.

5.5 "**Common Property**" shall mean and refer to those areas of land, including streets and parking areas, shown on any plot plan, surveyor's map or Planned Development Master Plan, intended to be devoted to the common use and enjoyment of the Owners of the Properties, title to which is held by the Association. Common Property shall include all parts of the Properties which are not otherwise designated as Units, including personal property held and maintained for the joint use and enjoyment of all of the Owners.

5.6 "**Declarant**" shall mean and refer to SWEETWATER RIDGE DEVELOPMENT, LLC., a Florida Limited Liability Company, its successors and assigns. No successor or assignee of the Declarant shall have any rights or obligations of the Declarant hereunder unless such rights and obligations are specifically set forth in the instrument of succession or assignment, or unless such rights pass by operation of law.

5.7 "**Declaration**" shall mean and refer to the Declaration of Covenants, Conditions and Restrictions for Sweetwater Ridge Townhomes at Magnolia Pointe, including such amendments as from time to time shall be made, as recorded in the Public Records of Lake County, Florida.

5.8 "**Member**" shall mean and refer to each Owner who is a Member of the Association.

5.9 "**Owner**" shall mean and refer to the record title holder, whether one or more persons or entities, of fee simple title to each Unit included in Sweetwater Ridge Townhomes (other than the Association); but, notwithstanding any applicable theory of the law of mortgages, Owner shall not mean or refer to any mortgagee unless and until such mortgagee has acquired title pursuant to foreclosure proceeding or a conveyance in lieu of foreclosure. Every Owner shall be treated for all purposes as a single Owner for each Unit owned by it, irrespective of whether such ownership is joint, in common or tenancy by the entirety. In the event any life estate is created with respect to any Unit in Sweetwater Ridge Townhomes, the Owner of the life estate shall be deemed to be the Owner for purposes of this definition for so long as the life estate shall exist.

5.10 "**Property or Properties**" shall mean and refer to all such existing property as described on *Exhibit A* of the Declaration, as the Property subject to this Declaration and any subsequent amendments thereto.

5.11 "**Unit**" shall mean and refer to each separately described portion of the Property which is intended to be occupied as a single family residence or household, including without limitation, each residential parcel (together with the residence, if any, constructed thereon), attached

dwelling, townhouse and any other form of residential occupancy or ownership now existing or hereafter created. Unit shall include in its meaning any interest in real property appurtenant to the ownership of the Unit.

ARTICLE 6

PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall not pay dividends and no part of any income of the Association shall be distributed to its Members, directors or officers. The Association is formed to provide for, among other things, the improvement, maintenance, preservation and architectural control of the Property and to promote the recreation, health, safety and welfare of the Owners. The Association shall have all the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles, the Bylaws, or the Declaration. The Association shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Declaration, these Articles and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, administration and improvement of the Property or Common Property within its jurisdiction. Unless otherwise specifically prohibited, any and all functions, duties and powers of the Association shall be fully transferrable, in whole or in part, to any developer, management agent, governmental unit, public body, or similar entity. Any instrument effecting such a transfer shall specify the duration thereof and the means of revocation.

ARTICLE 7

MEMBERSHIP

Each Owner, including the Declarant, shall be a Member of the Association. Any person or entity who holds any interest merely as a security for the performance of any obligation shall not be a Member. The Association membership of each Owner shall be appurtenant to the Unit giving rise to such membership, and shall not be transferred except upon the transfer of title to said Unit and then only to the transferee of title thereto. Any prohibited separate transfer shall be void. Any transfer of title shall operate automatically to transfer the membership in the Association appurtenant thereto to the new Owner thereof.

ARTICLE 8

VOTING RIGHTS

Voting rights shall be as set forth in the Declaration.

ARTICLE 9

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors of not less than three (3) nor more than seven (7) directors as set forth in the Declaration. The initial Board shall be comprised of three (3) people. The manner in which the Board of Directors is to be elected or appointed is stated in the Bylaws.

The names and addresses of persons who are to act in the capacity of director until appointment or election of their successors pursuant to these Articles are:

<u>Name</u>	<u>Address</u>
John Pettit	1130 Echo Court, Suite A Peachtree City, GA 30269
Jeff Abelman	13439 Fountainbleau Drive Clermont, FL 34711
Mike Rossetti	125 Governors Square Peachtree City, GA 30269

Once the Declarant relinquishes its right to appoint the Board of Directors, the Members shall elect the Directors for staggered terms of three (3) years each. To create the staggered terms, one post shall become vacant in one (1) year and a successor director shall be elected. The second post shall be deemed vacant at the end of the second year, and a successor director shall be elected. The third post shall be deemed vacant at the end of the third year, and a successor director shall be elected. All successor directors shall serve for terms of three (3) years each. In the event that the number of people comprising the Board of Directors is changed, such change in number shall be implemented in such a manner as to have as nearly equal in number as possible the number of directors whose terms expire in any given year.

ARTICLE 10

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at the first meeting, 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:

<u>Office</u>	<u>Name and Address</u>
President	John S. Pettit 1130 Echo Court, Suite A Peachtree City, GA 30269
Secretary/ Treasurer	Jeff Abelman 13439 Fountainbleau Drive Clermont, FL 34711

ARTICLE 11

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' and paralegals' fees, reasonably incurred by or imposed upon said director or officer 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 the director or officer may be a party or in which the director or officer may become involved by reason of 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 the director or officer 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 not exclusive of all other rights to which such director or officer may be entitled.

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 non-interested 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 the director or officer is not to be indemnified by the Association as authorized by these Articles of Incorporation.

ARTICLE 12

BYLAWS

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

ARTICLE 13

AMENDMENTS

13.1 Amendment. Amendments to these Articles of Incorporation shall be made by a majority vote of the Board of Directors, subject to the limitations set forth in this Article 13.

13.2 Limitations. No amendment shall make any changes in the qualifications for Members nor the voting rights of Members without approval in writing by all Members. No amendment shall be made that is in conflict with the Declaration. As long as the Declarant shall own any of the Property, no Declarant-related amendment shall be made to these Articles unless such amendment is first approved in writing by the Declarant. Any amendment shall be deemed to be Declarant-related if it does any of the following:

- a. Directly or indirectly by its provisions or in practical application relates to the Declarant in a manner different from the manner in which it relates to other Owners;
- b. Modifies the definitions provided for by Article 1 of the Declaration in a manner which alters the Declarant's rights or status;
- c. Modifies or repeals any provision of Article 2 of the Declaration;
- d. Modifies or repeals any provision of Article 3 of the Declaration;
- e. Alters the character and rights of membership as provided for by Article 5 of the Declaration or affects or modifies in any manner whatsoever the rights of the Declarant as a Member of the Association;
- f. Alters any previously recorded or written agreement with any public or quasi-public agencies, utility company, political subdivision, public authorities or other similar agencies or bodies with respect to zoning, streets, roads, sidewalks, drives, easements or facilities;
- g. Denies the right of the Declarant to convey Common Property to the Association;
- h. Modifies the basis or manner of assessment as applicable to the Declarant or any lands owned by the Declarant; and
- i. Alters or repeals any of the Declarant's rights or any provision applicable to the Declarant's right as provided for by any such provisions of the Declaration.

13.3 Filing. A copy of each amendment shall be certified by the Secretary of State of the State of Florida.

ARTICLE 14
INCORPORATORS

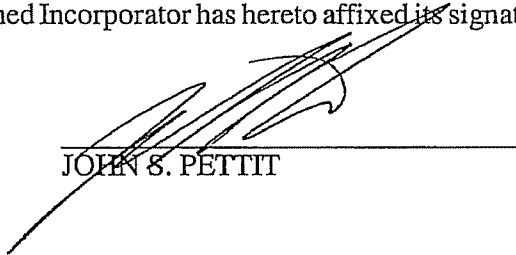
The name and address of the Incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
John S. Pettit	1130 Echo Court, Suite A Peachtree City, GA 30269

ARTICLE 15
NON-STOCK CORPORATION

The Association is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Association; provided, however, that membership in the Association may be evidenced by a certificate of membership which shall contain a statement that the Association is a corporation not for profit.

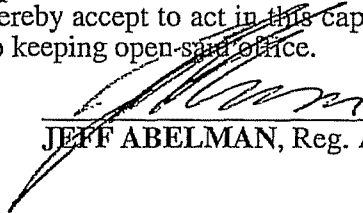
18 IN WITNESS WHEREOF, the undersigned Incorporator has hereto affixed its signature this day of November, 2003.



JOHN S. PETTIT

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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



JEFF ABELMAN, Reg. Agent

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TALLAHASSEE, FLORIDA