

Articles of Incorporation

Huntington Trails Homeowners Association, 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:

I

NAME

The name of the corporation shall be HUNTINGTON TRAILS HOMEOWNERS ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the Association.

II

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity to manage the operate the homeowners association for Huntington Trails Subdivision as recorded in Plat Book 91, page 64/67 in the Public Records of Pinellas County, Florida, and located upon lands in Pinellas County, Florida, and specifically to provide for the security, care, maintenance and improvements of the entrances, streets, rights-of-way and any other lands to which it shall acquire title in the subdivision.

2.2 The association shall make no distributions of income to its members, directors or officers.

III

POWER

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

3.1 The Association shall have all of the common-law and statutory powers of a corporation not for profit not in

conflict with the terms of these Articles or the terms of the Huntington Trails Subdivision Declaration of Restrictions.

3.2 The Association shall have all of the powers and duties set forth in these Articles and all of the powers and duties reasonable necessary to operate the Association as may be amended from time to time, including, but not limited to the following:

- a. To make and collect assessments against members as lot owners to defray the costs, expenses and losses of the Association and to account to each member for assessments against that member's lot.
- b. To use the proceeds of assessments in the exercise of its powers and duties.
- c. The maintenance, repair, replacement and operation of the property of the Association, including easements.
- d. The purchase of insurance upon the property of the Association and insurance for the protection of the Association and its members as lot owners.
- e. The reconstruction of improvements after casualty and the further improvement of the property.
- f. To make and amend reasonable regulations respecting the use of the property in the subdivision, and to enforce the subdivision restrictions and to establish an architectural control committee to carry out and enforce the restrictions and regulation.
- g. To enforce by legal means, If necessary, the provisions of these Articles, the By-laws of the Association, the Restrictions and the Regulations for the use of the property in the subdivision.

h. To contract for the management of the Association and to delegate to such manager all such powers and duties of the Association that are necessary in the opinion of the directors of the Association for the manager to manage same effectively.

i. To employ personnel to perform the services required for proper operation of the Association and the subdivision.

j. In no event shall the owners of a particular lot be charged with any portion of the expenses for any other lot, but shall be charged only for the expenses of their particular lot and their equitable share of the expenses of any common areas, easements, recreational facilities, or other areas used in common.

3.3 All funds and titles of all properties acquired by the Association and their proceeds shall be held in trust for the members of the Association in accordance with the provisions of these Articles of Incorporation and the By-laws.

IV

MEMBERS

4.1 The members of the Association shall consist of all of the record owners, by deed or otherwise, of lots in Huntington Trails Subdivision.

4.2 Change of membership in the Association shall be established by recording in the Public Records of Pinellas County, Florida, a deed, or other instrument establishing a record title to the lot in the subdivision 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 and transferred in any manner except as an appurtenance to his lot.

4.4 The owner of each lot shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

V

DIRECTORS

5.1 The affairs of the Association will be managed by a Board consisting of the number of directors determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors.

Directors need not be members of the Association.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provide by the Bylaws.

5.3 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 removed, are as follows:

Names

Addresses

William H. Plank 1150
Cleveland St., Suite 400

Clearwater, FL 33515

| | |
|----------------------|------|
| Harley P. Evans, Jr. | same |
|----------------------|------|

Charles F. Barber

2056

Oakadia Drive

Clearwater, FL 33546

5.4 Registered office for this corporation is 425 South Garden Avenue, Clearwater, Florida, 33517; and resident agent is Charles F. Barger, Esquire, at the same address.

VI

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 its first meeting following the annual meeting of the members of the Association and 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:

Names

Addresses

William H. Plank

1150

Cleveland St., Suite 400

President

Clearwater, FL 33515

Charles F. Barber

2056

Oakadia Drive

Vice President

Clearwater, FL 33546

VII

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 settlement of any 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, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors 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.

VIII

BY-LAWS

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

IX

AMENDMENTS

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

6.1 Notice of the subject matter of a proposed amendment

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

6.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.

Except as elsewhere provided:

- a. Such approvals must be by not less than seventy-five percent of the entire membership of the Board of Directors and by not less than seventy-five percent of the votes of the entire membership of the Association; or
- b. By not less than eighty percent of the votes of the entire membership of the Association.

6.3 Provided, however, that no amendment shall make any change in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of Paragraph III, nor change the restrictions nor change any rights reserved to the Developer of Huntington Trails Subdivision in said restrictions, without approval in writing by all members and the joiner of all owners of mortgages upon the lots in the subdivision.

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

X

TERM

The term of the Association shall be perpetual

XI

SUBSCRIBERS

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

Names

Addresses

William H. Plank 1150

Cleveland St., Suite 400

Clearwater, FL 33515

Harley P. Evans, Jr. 830 Island

Way

Clearwater, FL 33515

Charles F. Barber, Esq. 2056 Oakadia

Drive

Clearwater, FL 33546

IN WITNESS WHEREOF, the subscribers have affixed their
signatures this 13th day of June, A.D., 1985.

[signature of William Plank – on file]

[signature of Harley Evans – on file]

[signature of Charles Barber – on file]

STATE OF FLORIDA)

COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared
WILLIAM H. PLANK, HARLEY P. EVANS, JRL, and CHARLES F. BARBER,

ESQ., who, after being duly sworn, acknowledged that they
executed the foregoing Articles of Incorporation for the
purposes expressed in such Articles this 13th day of June,
A.D., 1985.

[signature of Notary – on file]

Notary Public

[Notary stamp]

I HEREBY accept the designation as Resident Agent for
HUNTINGTON TRAILS HOMEOWNERS ASSOCIATION, INC.

[signature of Charles Barber – on file]

(SEAL)

Charles F. Barber

STATE OF FLORIDA)

COUNTY OF PINELLAS)

SWORN TO AND SUBSCRIBED before me by Charles F. Barber, this
13th day of June, A.D., 1985.

[signature of Notary – on file]

Notary Public

[Notary stamp]