

CAPITAL CONNECTION, INC.

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NO1000003403

Riviera Village Association, Inc.

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MAY 15 PM 4:50
FLORIDA
STATE
TALLAHASSEE, FLORIDA

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Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

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Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

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UCC 11 Search _____

UCC 11 Retrieval _____

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SR 5/15/01 11:45
Name Date Time

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA*

ARTICLES OF INCORPORATION
OF
RIVIERA VILLAGE ASSOCIATION, INC.

The undersigned, hereby forms a corporation not-for-profit under the laws of the State of Florida, pursuant to Florida Statutes Chapter 617, and hereby certifies as follows:

ARTICLE I

The name of this corporation shall be RIVIERA VILLAGE ASSOCIATION, INC. whose principal office and mailing address are located at 3934 S. Peninsula Drive, Wilbur by the Sea, Florida 32127. The registered office address and principal office address are the same.

ARTICLE II

The general purpose of this corporation not-for-profit shall be as follows:

To be the "Association" (as defined in 617 and 720, Florida Statutes), for the operation of the subdivision known as Riviera Village, a subdivision, in Holly Hill, Volusia County, Florida, and as such Association, to operate and administer said subdivision and to carry out the functions and duties of said subdivision, as set forth in the Declaration of Covenants, Conditions, and Restrictions that govern the subdivision (the "Declaration").

ARTICLE III

Every owner of a Lot in said subdivision shall, by virtue of that ownership, be a member of this corporation. Such membership shall automatically terminate at such time as such person ceases to own a Lot. Membership in the corporation shall be limited to such Lot Owners, as defined in the Bylaws of this Corporation and the Declaration. The rights and duties of members of this corporation shall be as defined in the Declaration.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration that shall be filed for said subdivision among the public records of Volusia County, Florida.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

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

Name
Ronald Gedda

Address
3934 S. Peninsula Drive
Wilbur by the Sea, FL 32127

ARTICLE VI

Section 1

The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5), as determined by the directors from time to time. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one year or until their successors shall be elected and shall qualify. Provisions for such election, and provisions for the removal, disqualification and resignation of Directors and for filling vacancies on the Board of Directors, shall be established by the Bylaws.

Section 2

The principal officers of the corporation shall be the President, Vice-President, Secretary and Treasurer who shall be elected from time to time and in the manner set forth in the Bylaws. The positions of Secretary and Treasurer may be combined and held by one person.

ARTICLE VII

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration and the Bylaws, are as follows:

Ronald Gedda

President/Secretary/Treasurer

ARTICLE VIII

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

Ronald Gedda
3934 S. Peninsula Drive
Wilbur by the Sea, FL 32127

Patsy Miller
3934 S. Peninsula Drive
Wilbur by the Sea, FL 32127

Ed Hill
30 Inlet Harbor Road, #503
Ponce Inlet, FL 32127

ARTICLE IX

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors. Prior to the recording of the plat of Riviera Village, said first Board of Directors shall have full power to amend, alter, rescind or modify said Bylaws by a majority vote. After the Plat of Riviera Village has been recorded, the Bylaws may be amended, altered, modified or supplemented by a vote of the membership as set forth in the Bylaws.

The Association shall have two classes of voting membership:

Class A: The Class A member(s) shall be all owners of Lots, with the exception of the Declarant, (as defined in the Declaration), and shall be entitled to one vote for each Lot owned.

Class B: The Class B member(s) shall be the Declarant, and shall be entitled to three (3) 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 75% of the Lots have been conveyed to Owners; or
- b. On December 31, 2001.

ARTICLE X

These Articles of Incorporation may be amended from time to time by vote of the members of the corporation, provided:

- A. The vote is taken at a regular or special meeting of the corporation after proper notice of said meeting has been duly given, and
- B. At least $\frac{2}{3}$ of the total number of Members as defined in the By-Laws vote in favor of the amendment.

ARTICLE XI

This corporation shall have all of the powers as set forth in Florida Statutes Chapter 617 and 720, as amended from time to time, and all powers granted to it by the Declaration, including the power to contract for the management of the subdivision.

ARTICLE XII

This corporation shall not issue shares of stock and no dividend or any part of the income of the corporation shall be distributed to its members, directors or officers. Excess receipts over disbursements, if any, shall be applied against future expenses and reserves as appropriate.

ARTICLE XIII

The Association may be dissolved with the assent required for 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 nonprofit corporation, Association, trust, or other organization to be devoted to such similar purposes.

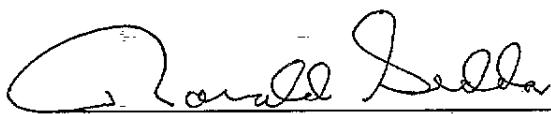
ARTICLE XIV

Annexation of additional properties, mergers, consolidations, mortgaging of Common Area, dissolution, or amendment of the Articles, requires prior approval of HUD/VA as long as there is a Class B membership.

ARTICLE XV

The street address of the initial registered office of this corporation is 3934 S. Peninsula Drive, Wilbur by the Sea, Florida 32127, and the name of the initial registered agent of this corporation at that address is Ronald Gedda. I hereby am familiar with and accept duties and responsibilities as Registered Agent.

IN WITNESS WHEREOF, the subscriber hereto has set his hand and seal this 1st day of May, 2001.



RONALD GEDDA, Incorporator / Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA