

EXHIBIT B

ARTICLES OF INCORPORATION

- Articles of Incorporation of High Pines Subdivision Homeowners Association, Inc. filed with the Florida Department of State on June 1, 1990.
- Certificate of Amendment to Articles of Incorporation of High Pines Subdivision Homeowners Association, Inc., recorded in Official Records Book 1028, Page 2071, Public Records in and for Indian River County, Florida.

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of HIGH PINES SUBDIVISION HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on June 1, 1990, as shown by the records of this office.

The document number of this corporation is N38450.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
5th day of June, 1990.



Jim Smith
Secretary of State

This document was filed with
the Secretary of State,
Tallahassee, Florida on June 1,
1990 at 10:27 a.m.

ARTICLES OF INCORPORATION
OF
HIGH PINES SUBDIVISION HOMEOWNERS ASSOCIATION, INC.
(A Florida Corporation Not-For-Profit)

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 1. Name. The name of the Corporation shall be HIGH PINES SUBDIVISION HOMEOWNERS ASSOCIATION, INC. For convenience, the Corporation shall be referred to in this instrument as the "Association."

Article 2. Purposes.

A. The purposes for which the Association is organized are:

(1) to be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions, and Restrictions for High Pines Subdivision, recorded in the public records of Indian River County, Florida, as amended from time to time (the "Declaration"), to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws, and as provided by law; and

(2) to provide an entity for the furtherance of the interests of the owners in the development known as HIGH PINES SUBDIVISION.

B. The Association shall make no distributions of income to its members, directors, or officers.

Article 3. Definitions. All terms used herein which are not defined shall have the same meaning provided in the Declaration.

Article 4. Powers. The powers of the Association shall include and be governed by the following provisions: →SEE AMENDMENT RECORDED AT OR BOOK 1028, PG 2072.

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles, the Declaration, and the Bylaws of this Association.

B. The Association shall have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the (continued on Page 2)

Bylaws, or the Declaration, including, without limitation, the power:

(1) to fix and to collect assessments and other charges to be levied against Lots;

(2) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Association by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(3) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;

(4) to engage in activities which will actively foster, promote, and advance the common interests of all owners of Lots;

(5) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(6) to borrow money for any purpose, subject to any limitations contained in the Bylaws;

(7) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals.

(9) to adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declaration; and

(10) to provide any and all supplemental municipal services as may be necessary or proper.

(11) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or

permitted by law; and the powers specified in each of the paragraphs of this Article 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article 4.

Article 5. Members.

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each Lot subject to the Declaration shall be a member of the Association and shall be entitled to vote in accordance with the formula set forth in the Declaration. The manner of exercising voting rights shall be as set forth in the Declaration and in the Bylaws of the Association.

C. Change of membership in the Association shall be established by recording in the public records of Indian River County, Florida, a deed or other instrument establishing record title to a Unit subject to the Declaration. Written notice shall be given to the Association of such change in title. Upon such recordation, the owner designated by such instrument shall become a member of the Association and the membership of the prior owner shall be terminated.

D. 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 of his Lot.

Article 6. Term. The Association shall be of perpetual duration.

Article 7. Directors.

A. The affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The initial Board of Directors shall consist of three (3) directors.

B. The names and addresses of the members of the initial Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

William H. Baker
329 Live Oak Road
Vero Beach, FL 32963

Calvin O. Cox
P. O. Box 235
Waterford, VA 22190

G. Mason Delafield
630 Ocean Road
Vero Beach, FL 32963

C. The method of election and term of office, removal, and filling of vacancies shall be as set forth in the Bylaws.

D. The Board may delegate its operating authority to such companies, individuals, and committees as it, in its discretion, may determine.

Article 8. Officers. The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association, and they shall serve at the pleasure of the Board of Directors, as provided in the Bylaws. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

William H. Baker, President
329 Live Oak Road
Vero Beach, FL 32963

Calvin O. Cox, Vice President, Treasurer
P. O. Box 235
Waterford, VA 22190

G. Mason Delafield, Secretary
630 Ocean Road
Vero Beach, FL 32963

Article 9. Bylaws. The 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.

Article 10. Amendments. Amendments to the Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes, provided that no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

Article 11. Subscribers. The names and addresses of the subscribers to these Articles of Incorporation are as follows:

William H. Baker
329 Live Oak Road
Vero Beach, FL 32963

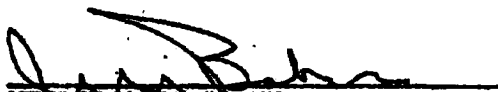
Calvin O. Cox
P. O. Box 235
Waterford, VA 22190

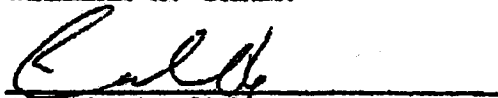
G. Mason Delafield
630 Ocean Road
Vero Beach, FL 32963

Article 12. Registered Agent and Office. The initial registered office of the Corporation is 329 Live Oak Road, Vero Beach, FL 32963 and the initial registered agent at such address is William H. Baker.

Articles 13, 14, and 15. →SEE AMENDMENT RECORDED AT OR BOOK 1028, PG 2072.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 20th day of April, 1990.


WILLIAM H. BAKER

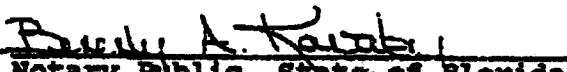

CALVIN O. COX


G. MASON DELAFIELD

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

The foregoing Articles of Incorporation were acknowledged before me this 20th day of April, 1990, by WILLIAM H. BAKER, who, being duly sworn, severally acknowledged before me that they executed the same for the purposes expressed in such Articles.


Notary Public, State of Florida
My Commission Expires:

Notary Public, State of Florida
My Commission Expires Sept. 19, 1991
Bonded by American Fire & Casualty Company

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

The foregoing Articles of Incorporation were acknowledged before me this 20th day of April, 1990, by CALVIN O. COX, who, being duly sworn, severally acknowledged before me that they executed the same for the purposes expressed in such Articles.


Notary Public, State of Florida
My Commission Expires:

Notary Public, State of Florida
My Commission Expires Sept. 19, 1991
Bonded by American Fire & Casualty Company

STATE OF FLORIDA

COUNTY OF INDIAN RIVER

The foregoing Articles of Incorporation were acknowledged before me this 30th day of April, 1990, by G. MASON DELAFIELD, who, being duly sworn, severally acknowledged before me that they executed the same for the purposes expressed in such Articles.


Notary Public, State of Florida
My Commission Expires:

Notary Public, State of Florida
My Commission Expires Sept. 19, 1991
Bonded By American Fire & Casualty Company

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

HIGH PINES SUBDIVISION HOMEOWNERS 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 Vero Beach, County of Indian River, State of Florida, has named WILLIAM H. BAKER, whose address is 329 Live Oak Road, Vero Beach, Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-styled corporation pursuant to Chapter 48.091, Florida Statutes, 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.

BY 
WILLIAM H. BAKER

FILED
90 JUN - 1 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OR1028PG2071

94 JUL 29 AM 11:19

851467

Return to:
OBIN A. LLOYD, SR. & ASSOCIATES, P.A.
860 BEACHLAND BLVD.
SUITE 201
VERO BEACH, FLORIDA 32963

CERTIFICATE

IN THE RECORDS OF
JEFFREY & BARTON
CLERK CIRCUIT COURT
INDIAN RIVER CO., FLA.

THIS IS TO CERTIFY that the attached writing is a true copy of the Articles of Amendment to High Pines Subdivision Homeowner's Association, Inc., Articles of Incorporation, which were filed with the Secretary of State of Florida on May 9, 1994.

EXECUTED this 27th day of July, 1994.

Witnesses:

William H. Baker
WILLIAM H. BAKER, President
Carol A. Wise
CAROL A. WISE

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

I HEREBY CERTIFY that on this day, before me, an officer duly qualified to take acknowledgments, personally appeared, WILLIAM H. BAKER, President of High Pines Subdivision Homeowners Association, Inc., personally known to me and he acknowledged executing the same in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in him by said corporation and that the seal affixed thereto is the true corporate seal of said corporation, and who took an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of July, 1994.

Christine L. Johnson
Christine L. Johnson
Notary Public
CHRISTINE VAZBROUK

OFFICIAL SEAL
Christine L. Johnson
Notary Public
Comm. No. 00245276
Exp. 12/31/93

My commission expires:



2/8/2018

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ARTICLES OF AMENDMENT
 HIGH PINES SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

The Articles of Incorporation of High Pines Subdivision Homeowners Association, Inc. are hereby Amended as follows:

Article 4. Power. B. (1) shall be amended to read as follows: "the Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system, and other costs of the Association."

The following paragraphs shall be added:

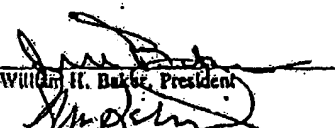
Article 13. Duties. The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. John's River Management District permit no. 42-061-004201 requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

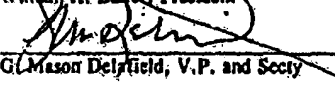
Article 14. Assessments. The assessments referred to in Article 4, B, (1), shall be used for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements, and other costs of the Association.

Article 15. Dissolution Language. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. John's River Water Management District prior to such termination, dissolution or liquidation.

Further, there are no members entitled to vote on the amendment and this amendment was adopted by the Board of Directors on March 10th, 1994.

IN WITNESS WHEREOF, the subscriber have hereunto affixed their signatures this 27th day of April, 1994.


 William H. Baker, President


 G. Mason Delfield, V.P. and Secy

OR 1028P62072

2/8/2018

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