



FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 8, 2006

WEAN & MALCHOW, P.A.
ATTN: CHRISTINE A. OWENS
646 EAST COLONIAL DRIVE
ORLANDO, FL 32803

Pursuant to your recent letter, we are enclosing photocopies as requested.

Should you have any questions regarding this matter you may contact our office at
(850) 245-6053.

YASHIRA C COLSON
Certification Section

Letter No. 106A00039527

P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

OF

VILLAS DEL CASTILLO PROPERTY ASSOCIATION, INC.

A Corporation Not for Profit

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SEP 11 11 PM '59
VILLAS DEL CASTILLO

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1. Name and Place of Business. The name of the corporation is VILLAS DEL CASTILLO PROPERTY ASSOCIATION, INC. The place of business shall be St. Cloud, Osceola County, Florida.

2. Purpose: The corporation is formed for the purpose of providing an entity to enforce the provisions of the Deed Restrictions to be recorded for VILLAS DEL CASTILLO PROPERTY ASSOCIATION, INC. Additionally, the corporation shall be responsible for the maintenance of the common property which the Developer may from time to time deed to the Association and further shall be responsible for the ownership, enforcement and maintenance and preservation of the drainage and surface water management system over and across the Development and shall be empowered to levy assessments and to collect same the purposes of providing funds with which to continue to operate and maintain the drainage and surface water management system. The corporation may also levy assessments and collect same for any purposes designated in the Deed Restrictions.

3. Qualification of Members and Manner of Their Admissions: The members of this corporation shall constitute all of the record owners of homesite lots constructed on or above the property described on attached Exhibit "A". Change in membership of this corporation shall be established by the recording in the Public Records of Osceola County, Florida, of a deed or other instrument establishing records title to a homesite parcel and the delivering to the corporation of a certified copy of same. The Grantee designated by such instrument shall thereby become a member of the corporation, the membership of the Grantor thereby shall terminate.

4. Term: The term for which this Association is to exist shall be perpetual; however, if the Association is dissolved, the property consisting of the surface water management system shall be dedicated to an appropriate public agency or utility to be devoted to surface water management purposes. In the event that such dedication is refused acceptance, the property consisting of the surface water management system shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization, to be devoted to surface water management purposes.

5. Names and Residences of the Initial Incorporators: The names and Residences of the initial incorporators to these Articles of Incorporation are:

CESAR DEL CASTILLO
P.O. Box 254
Kensanville, FL 32735

OROLIO SALGADO
P.O. Box 254
Kensanville, FL 32735

HILMAR GUARDING
P.O. Box 254
Kensanville, FL 32735

6. Directors and Officers: The affairs of the Association shall be managed by its Board of Directors. The officers of the corporation shall be a President, Vice President, Secretary, Manager and Treasurer, which officers shall be elected annually by the Board of Directors. The directors and officers may

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lawfully and properly exercise the powers set forth in Section 11, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers, and in the negotiation and/or consummation of agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or with some or all of the proprietary interest in the entity or entities with whom the corporation enters into such agreements, and all such agreements shall be presumed conclusively to have been made and entered by the directors and officers of this Corporation in the valid exercise of their lawful powers.

7. **Names of Officers:** The names of the officers who are to serve until the first election or appointment are as follows:

President/Treasure	CESAR DEL CASTILLO
Vice President/Secretary	OBDULIO SALGADO
Manager	HILMAR QUARBERG

8. **Board of Directors:** The Board of Directors shall consist of 3 persons initially and the names and addresses of the persons who are to serve as such until the first election thereof are as follows:

CESAR DEL CASTILLO	OBDULIO SALGADO	HILMAR QUARBERG
P.O. Box 254	P.O. Box 254	P.O. Box 254
Kenansville, FL 32735	Kenansville, FL 32735	Kenansville, FL 32735

9. **By-Laws:** The original By-Laws shall be made by the Board of Directors. The same may thereafter be amended, altered or rescinded only with the approval of not less than a majority of the Board of Directors.

10. **Amendment of Articles:** These Articles of Incorporation may be amended, altered or rescinded only with the approval of not less than two-thirds of the Board of Directors and not less than 75% of the members of the Corporation, provided, however, the Developer shall, so long as it has lots for sale in the ordinary course and so long as it is bearing all the costs of maintenance of the water management system, be and remain in control of the corporation and shall be entitled to amend these Articles in any fashion it so desired as long as such amendment does not create additional financial obligations on unit owners or in any way modify the power of the corporation to maintain and preserve the water management system. All amendments relating to drainage or surface water management must be approved by the South Florida Water Management District.

11. **Powers:** The corporation shall have all of the following powers:

a. All of the powers now or hereafter conferred upon corporations not for profit under the laws of Florida, Florida Statute 617. Plus the following powers:

1. Operate and maintain common property specifically the surface water management system as permitted by the South Florida Water Management District including all lakes, retention areas, culverts and related appurtenances.
2. Establish reasonable rules and regulations.
3. Assess members and enforce said assessments.
4. Sue and be sued.
5. Contract for services (if the Association contemplates employing a maintenance company) to provide the services and maintenance.

b. To acquire, own and enter into agreements whereby it acquires or conveys land or other possessory or use interests in lands or facilities, whether or not contiguous to the lands developed, intended to provide for the enjoyment or use or benefit of the lot owners.

c. To contract with a third party for the management of the Association's affairs and to delegate to the contractor

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all powers and duties of the corporation except such as are specifically required by the Declarations and/or the By-Laws to have to the approval of the Board of Directors or the membership of the corporation.

d. To acquire by purchase or otherwise homsites of the Development known as VILLAS DEL CASTILLO.

e. To operate and manage VILLAS DEL CASTILLO PROPERTIES OWNER'S ASSOCIATION, INC., in accordance with the sense, meaning, directions, purpose and intent of the respective Declarations as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the applicable Declaration and/or By-Laws.

WE, the undersigned, being each of the subscribers hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof we have hereunto set our hands and seals this 11th day of November 1987.

Cesar Del Castillo (SEAL)
Cesar Del Castillo
Gregorio Salgado (SEAL)
Gregorio Salgado
Hilmar Quarberg (SEAL)
Hilmar Quarberg

STATE OF FLORIDA)
COUNTY OF OSCEOLA)

BEFORE ME, the undersigned authority, personally appeared, CESAR DEL CASTILLO, GREGORIO SALGADO and HILMAR QUARBERG, well known to me, who upon oath acknowledged before me that they executed the above and foregoing Articles for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at said County and State this 26 day of Feb 1987.

(NOTARIAL SEAL)

Howard H. Higashi
NOTARY PUBLIC
My Commission Expires:

STATE OF FLORIDA
NOTARY PUBLIC
MAY 1987

Certificate of Acknowledgment of Execution of an Instrument

Colombia
(Country)

Bogota
(County) and/or other political division

Embassy of the
(County) and/or other political division

United States of America
(Name of foreign service office)

SS.

I, Nan A. Nida, Vice-Consul

of the United States of America at Bogota, Colombia

duly commissioned and qualified, do hereby certify that on this 11th

day of December, 1987, before me personally appeared

CESAR DEL CASTILLO AND OBUILIO SALGADO

to me personally known, and known to me to be the individual—described in, whose

name S JTC subscribed to, and who executed the annexed instrument, and being infor-

med by me of the contents of said instrument they duly acknowledged to me

that they executed the same freely and voluntarily for the uses and purposes therein

mentioned.

In witness whereof I have hereunto set my hand and

(to be) official seal the day and year last above written.

Nan A. Nida

NAN A. NIDA of the United States of America

Not Valid If the Date of Birth is Missing

NOTE—Whenever practicable all signatures in a document should be included in one certificate. * U.S.G.P.O. 1900-0-311-163-6019

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Levy & Liszewski

Attorneys At Law

A Partnership of Professional Associations

2110 Cleveland Avenue

Fort Myers, Florida 33901-9990

Telephone (813) 334-0128

Kim Levy
Leonard L. Liszewski, P. A.

FILED
JUL 24 1993
U.S. DISTRICT COURT
SOUTHERD DISTRICT OF FLORIDA
FORT MYERS, FLORIDA
Please Reply to
Fort Myers Office

ACCEPTANCE BY REGISTERED AGENT

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at 2110 Cleveland Ave., Fort Myers, Lee County, Florida in some conspicuous place in office as required by law.

Leonard L. Liszewski
Resident Agent

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ATTACHMENT "A"

Lots 113, 114, 127 and 128, according to SEMINOLE LAND AND INVESTMENT COMPANY'S (INC.) Subdivision of Section 11, Township 76, South, Range 30 East, as filed and recorded in Plat Book 8, Page 2, Public Records of Osceola County, Florida, Less Road Right of Way.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 23 PM 3:35

Villas Del Castillo property Association, Inc.

(present name)

N27361

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Name change To:

villas del castillo property owner's Association, Inc.

SECOND: The date of adoption of the amendment(s) was: 9-18-02

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

M. Sabati

Signature of Chairman, Vice Chairman, President or other officer

Masoud Sabati

Typed or printed name

pre.

Title

9-18-02

Date