

CERTIFICATE OF ADOPTION
OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
HIDDEN PINES OF VOLUSIA COUNTY HOMEOWNERS' ASSOCIATION, INC.

THE UNDERSIGNED Officers of the HIDDEN PINES OF VOLUSIA COUNTY HOMEOWNERS' ASSOCIATION, INC., the not-for-profit Florida corporation organized and existing to operate and maintain the HIDDEN PINES subdivision, according to the Declaration of Easements, Covenants, Conditions and Restrictions thereof as recorded in O.R. Book 3011, Page 459, et. seq., of the Public Records of Volusia County, Florida, as amended, hereby certify that the adoption of the attached Amended and Restated Articles of Incorporation was approved by not less than seventy-five percent (75%) of the qualified members in the entire Association membership, voting at a duly convened membership meeting held April 14, 2008. The original Articles of Incorporation for the Association, recorded in O.R. Book 2559, Pages 1642 - 1648, of the Public Records of Volusia County, are hereby replaced with the attached Amended and Restated Articles of Incorporation. The undersigned certify that the Amended and Restated Articles of Incorporation were proposed and adopted in accordance with the subdivision documentation, and applicable law.

Executed this 28 day of MAY, 2009.

Signed, sealed and delivered
in the presence of witnesses:

Richard A. Clarke
Print RICHARD A. CLARKE

Jeff H. Blocker
Print JEFFERY H. BLOCKER

Richard A. Clarke
Print RICHARD A. CLARKE

Jeff H. Blocker
Print JEFFERY H. BLOCKER

HIDDEN PINES OF VOLUSIA COUNTY .
HOMEOWNERS' ASSOCIATION, INC.

By: *Bob Marks*
BOB MARKS, Vice-President
Address 2256 Deerwood Drive
NEW SMYRNA BEACH FL 32168

ATTEST:
By: *Christopher R. Bell*
Secretary
Address 412 Shorewood Lane
New Smyrna Beach, Fl. 32168

(CORPORATE SEAL)

This Instrument Prepared By:
C. JOHN CHRISTENSEN, ESQ.
Becker & Poliakoff, P.A.
2500 Maitland Center Parkway, Suite 209
Maitland, FL 32751



STATE OF FLORIDA)
COUNTY OF VOLUSIA)

BEFORE ME, the undersigned authority, personally appeared Bob Marks and Christopher Bell, to me personally known to be the Vice-President and Secretary, respectively, of the HIDDEN PINES OF VOLUSIA COUNTY HOMEOWNERS' ASSOCIATION, INC., or having produced _____ as identification and did/did not take an oath, and they severally acknowledged before me that they freely and voluntarily executed the same as such officers, under authority vested in them by said Association.

WITNESS my hand and official Seal in the State and County last aforesaid, this 28 day of May, 2009.



Kristin E Thomason
Notary Public, State of Florida at Large.
Printed Name: Kristin E Thomason
My Commission Expires: 07-09-2012

Attachment

ORL_DB: 1111772_1

**AMENDED ARTICLES OF INCORPORATION
OF HIDDEN PINES OF
VOLUSIA COUNTY HOMEOWNERS ASSOCIATION, INC.
(A Non-profit Florida Corporation)**

We, the undersigned, hereby associate ourselves together and make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

**ARTICLE I
NAME**

The name of this Corporation shall be HIDDEN PINES OF VOLUSIA COUNTY HOMEOWNERS ASSOCIATION, INC. The mailing address is 413 Shorewood Lane, New Smyrna Beach, FL 32168.

**ARTICLE II
TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE III
PURPOSES**

The general purposes for which this Corporation is organized are as follows:

1. To provide for the orderly enjoyment of Hidden Pines, a townhouse/villa residential complex.
2. To promote the health, safety and welfare of the members of this Corporation and oversee the proper maintenance by members of this Corporation of the property of Hidden Pines so as to further the aesthetics and cleanliness of the Hidden Pines complex.
3. To enforce the terms, covenants, conditions and restrictions appertaining to Hidden Pines.
4. To exercise all the powers and privileges and to perform duties, purposes and obligations of the Hidden Pines of Volusia County Homeowners

Association, Inc., as established in the Declaration of Easements, Covenants, Conditions and Restrictions regarding Hidden Pines, and as the same may be amended from time to time as provided herein.

5. To establish rules and regulations for the use of the common areas and recreational facilities within Hidden Pines.
6. To maintain, manage and operate entrances, medium strips, right-of-ways and any common areas and pedestrian/bicycle easements pertaining to Hidden Pines.
7. To establish, levy and collect assessments from members as appropriate and authorized by the By-Laws and to enforce such assessments, if necessary.

ARTICLE IV **POWERS**

The Corporation shall have all the common law and statutory powers permissible under the laws of the State of Florida for a corporation not for profit now existing or as hereinafter may exist, and all powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, but not limited to, the power:

1. To acquire, hold, mortgage, pledge, improve, build upon, operate, maintain, sell, convey, lease, transfer, exchange, dedicate to public use or otherwise dispose of real and personal property in connection with the affairs of the Corporation.
2. To affix, levy, collect and enforce payment by any legal means all charges and assessments pursuant to the terms of the Declaration and pay all expenses in connection therewith.
3. To provide from the proceeds of the assessments all expenses for the operation and the administration connected with the conduct of the business of the Corporation including all licenses, taxes or governmental charges levied on or imposed against the Corporation or its property.
4. To exercise all the powers and privileges and to discharge all the duties and obligations of the Corporation as set forth in the Declaration of Easements, Covenants, Conditions and Restrictions regarding Hidden Pines, as the same may be amended from time to time.

The activities of the Corporation will be financed by assessments against

members and the lots or dwellings owned thereby as provided within the Declaration and no part of any net earnings of the Corporation shall inure to the benefit of any member, officer or director.

ARTICLE V
MEMBERSHIP

Any natural person, firm, corporation or entity who is the owner of a lot or dwelling unit as defined in the Declaration of Hidden Pines shall automatically become a member upon the acquisition of an ownership interest in title to any lot or dwelling unit. Any natural person, firm, corporation or entity holding a lien, mortgage or other encumbrance alone, provided, however, that nothing contained herein shall be construed as prohibiting membership in this Corporation by a person, firm, corporation or other entity which acquires title to a lot or dwelling unit by foreclosure or voluntary conveyance from its mortgagor or its successors or assigns. Membership in this Corporation automatically terminates upon divestment of ownership regardless of the means of divestment. Membership shall be appurtenant to and may not be separated from ownership of a lot or dwelling unit which is subject to assessment by the Corporation.

ARTICLE VI
SUBSCRIBERS

The names and residences of the original subscribers to the Articles of Incorporation were:

Donald P. Testa	119 Clubhouse Drive Sugar Mill Country Club New Smyrna Beach, FL 32168
Leon Salb	7720 Southwest 183 rd Terrace Miami, FL 33157
Paul Forand	17475 Southwest 79 th Court Miami, FL 33157

ARTICLE VII
MANAGEMENT OF CORPORATION

The business affairs of this Corporation shall be managed by a Board of Directors composed of not less than five or more than nine members. The Directors of the Corporation shall be elected as provided in the By-Laws by the membership at the regular annual meeting of the members of the Corporation. The names and addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

Donald P. Testa	119 Clubhouse Drive Sugar Mill Country Club New Smyrna Beach, FL 32168
Leon Salb	7720 Southwest 183 rd Terrace Miami, FL 33157
Paul Forand	17475 Southwest 79 th Court Miami, FL 33157
Robert Forand	157 White Street Belmont, MA 02178
Charles A. Hall	426 South Riverside Drive New Smyrna Beach, FL 32168

ARTICLE VIII
OFFICERS

The officers of this Corporation shall consist of president, vice president, secretary and treasurer who shall be elected in accordance with the By-Laws of the Corporation. The officers who served until the first election were:

Donald P. Testa	President
Paul Forand	Vice President
Leon Salb	Treasurer
Robert Forand	Secretary

ARTICLE IX
AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member of the Corporation. Any proposed amendment shall first be adopted by a majority vote of the Board of Directors and proposed to the membership by the Board of Directors at any regular or special meeting of the membership called in accordance with the By-Laws. Amendments will be finally adopted upon the affirmative vote of the majority (51%) of the qualified voting membership.

ARTICLE X
BY-LAWS

The By-Laws of the Corporation may be made, altered, amended or rescinded at any annual meeting of the Corporation or at any special meeting duly called for such a purpose by the affirmative vote of the majority (51%) of qualified voting membership.

ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation was 417 Canal Street, New Smyrna Beach, FL 32168, and the name of the initial registered agent of this Corporation at that address was Charles A. Hall.

ARTICLE XII
DISSOLUTION

On dissolution, the assets of the Corporation shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Corporation was created. In the event that such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization organized and operated for such similar purposes.

ADMINISTRATIVE OFFICE
3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
800.432.7712 U.S. TOLL FREE

WWW.BECKER-POLIAKOFF.COM
BP@BECKER-POLIAKOFF.COM

September 4, 2009

Reply To:
Orlando
Cathy Williams

Hidden Pines of Volusia County
Homeowners Association, Inc.
c/o Quality Condominium Management
Attn: **Jeff Blocker, Manager**
4536 South Clyde Morris Blvd., Unit #2
Port Orange, FL 32129

Re: **Articles of Amendment to Articles of Incorporation
and Certificate of Adoption of Amended and Restated Articles of
Incorporation**

FLORIDA OFFICES

BOCA RATON
FORT MYERS
FORT WALTON BEACH
HOLLYWOOD
HOMESTEAD
MELBOURNE*
MIAMI
NAPLES
ORLANDO
PORT ST. LUCIE
SARASOTA
TALLAHASSEE
TAMPA BAY
WEST PALM BEACH

Dear Mr. Blocker:

Please find enclosed a copy of a letter we received from the Division of corporations along with a conformed copy of the Articles of Amendment to the Articles of Incorporation, which were filed on August 17, 2009. Please place this document with the Association records.

Also enclosed is the original recorded Certificate of Adoption to the above-referenced document. We recommend that the Association forward copies to all owners. We have retained copies of both documents for our file.

If you have any questions, please do not hesitate to contact our office.

Sincerely,


Cathy Williams
Legal Assistant to C. John Christensen

/caw
Encls.

U.S. & GLOBAL OFFICES

BEIJING*
NASSAU
NEW YORK CITY
PARIS*
PRAGUE
TEL AVIV*

* by appointment only



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 18, 2009

BECKER & POLIAKOFF
CATHY WILLIAMS
2500 MAITLAND CENTER PKWY., STE 209
MAITLAND, FL 32751

Re: Document Number N00505

The Amended and Restated Articles of Incorporation for HIDDEN PINES OF VOLUSIA COUNTY HOMEOWNERS' ASSOCIATION, INC., a Florida corporation, were filed on August 17, 2009.

Should you have any questions concerning this matter, please telephone (850) 245-6050, the Amendment Filing Section.

Cheryl Coulliette
Regulatory Specialist II
Division of Corporations

Letter Number: 909A00027963