

State of Florida

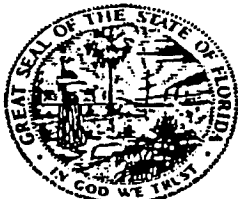


Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of GULF TRACE HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on October 14, 1985, as shown by the records of this office.

The document number of this corporation is N11561.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 14th day of October, 1985.



CER-101

George Firestone
Secretary of State

FILED

1985 OCT 14 AM 9 38

ARTICLES OF INCORPORATION
OF

GULF TRACE HOMEOWNERS ASSOCIATION, INC.

(A Florida corporation not for profit)

The undersigned, by these Articles, hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I - NAME

The name of the corporation shall be: GULF TRACE HOMEOWNERS ASSOCIATION, INC., hereinafter sometimes referred to as the "Association."

ARTICLE II - DEFINITIONS

All words, phrases, names and terms used in these Articles of Incorporation, the Bylaws, and the Declaration of the Association shall have the same meaning and be used and defined the same as they are in the Declaration of Covenants, Conditions and Restrictions of GULF TRACE HOMEOWNERS ASSOCIATION, INC.

ARTICLE III - PURPOSE

2.1 The purpose for which the Association is organized is to provide for the maintenance, preservation and architectural control of resident Lots and the Common Areas within that certain tract of property described as:

See Exhibit "A" attached hereto and any addition thereto of the property described in Exhibit "A-1" attached hereto (collectively referred to as the "Lands"),

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for the purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration" and applicable to the property, or any portion thereof, and recorded or to be recorded in the Public Records of Pasco County, Florida, as the same may be amended from time to time as therein provided;

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association; to borrow money, and with the consent of two-thirds (2/3) of each class of membership, mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(c) Hold funds solely and exclusively for the benefit of the members of the Association for the purposes set forth in these Articles of Incorporation and the Declaration;

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RICHARDS, NOONE,
OLNEY, PITE,
MEYER & THOMPSON, P.A.
CLEARWATER, FLORIDA

(d) Promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized;

(e) Delegate power or powers where such is deemed in the interest of the Association;

(f) Purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida;

(g) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication, sale or transfer shall be effective unless an instrument agreeing to such dedication, sale or transfer has been signed by members entitled to cast not less than two-thirds (2/3) of the votes of each Class of members of the Association;

(h) Charge recipients for services rendered by the Association and the user for use of Association property where such is deemed appropriate by the Board of Directors of the Association;

(i) Pay taxes and other charges, if any, on or against property owned or accepted by the Association;

(j) Have and exercise any and all powers, rights and privileges which a corporation organized under the Nonprofit Corporation Laws of the State of Florida by law may now or hereafter have or exercise;

(k) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the votes of each Class of members of the Association;

Notwithstanding anything contained above to the contrary, no part of the net earnings of the Association shall inure to the benefit of any member and no distributions of income shall be made to its members, directors or officers.

ARTICLE IV - MEMBERSHIP

Every person or entity who is a record owner of a Lot which is subject by covenants of record to assessment by the Association shall be a member of the Association. Classes of membership may be established pursuant to the Declaration of Covenants, Conditions and Restrictions recorded for the Land. Any owner of more than one Lot shall be entitled to one (1) membership for each Lot owned by him. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Change of membership in the Association for an Owner shall be established by recording in the Public Records of Pasco County, Florida, a deed or other instrument establishing record title to a Lot in the Development and by delivery of a recorded copy of the same to the Association. The Owner designated by such deed thus becomes a member of the Association and the membership of the prior Owner is terminated.

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RICHARDS, NOONE,
GILKEY, FITE,
MEYER & THOMPSON, P.A.
CLEARWATER, FLORIDA

ARTICLE V - VOTING

The Association shall have two (2) classes of members:

(a) Class A. Class A members shall be all Owners, except the Developer, of Lots and shall be entitled to one (1) vote for each such Lot so owned.

(b) Class B. The Class B member shall be the Developer and shall be entitled to ten (10) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership when one of the following events occurs:

(1) when the total votes outstanding in Class A membership equals or exceeds the total votes outstanding in the Class B membership; provided, however, that if at any time the Developer does not annex additional Lands as provided in Article XI of this Declaration so as to maintain Class B membership in existence, then Class B membership shall not cease but shall continue until terminated in subparagraph (2) below; or

(2) on December 31, 1995.

ARTICLE VI - BOARD OF DIRECTORS OR DIRECTORS

5.1 The affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the Bylaws, which shall initially be three (3) and never less than three (3) Directors. Directors need not be members of the Association.

5.2 Directors 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 provided for in 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:

<u>Names</u>	<u>Addresses</u>
Paul Jenkins	3415 Player Drive New Port Richey, FL 33553
Linda Robbian	3415 Player Drive New Port Richey, FL 33553
Lynn Munzenrieder	3415 Player Drive New Port Richey, FL 33553

ARTICLE VII - 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:

President	Paul Jenkins 3415 Player Drive New Port Richey, FL 33553
Vice President	Linda Robbian 3415 Player Drive New Port Richey, FL 33553

LAW OFFICES OF
RICHARDS, NODINE,
GILKEY, FITE,
MEYER & THOMPSON, P.A.
CLEARWATER, FLORIDA

Secretary/Treasurer

Lynn Munzenrieder
3415 Player Drive
New Port Richey, FL 33553

ARTICLE VIII - REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the Association shall be 1253 Park Street. The initial registered agent for the Association at the above address shall be Michael L. Robertson.

ARTICLE IX - 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.

ARTICLE X - BYLAWS

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.

ARTICLE XI - AMENDMENTS

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

10.1 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.

10.2 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 per cent (75%) of the votes of the entire membership of the Association;

10.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without the Developer's approval as long as the Developer owns a Lot in the Development.

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

LAW OFFICES OF
RICHARDS, NOONE,
GILKEY, FIFE,
MEYER & THOMPSON, P A
CLEARWATER, FLORIDA

ARTICLE XII - TERM

The term of the Association shall be perpetual.

ARTICLE XIII - SUBSCRIBERS

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

<u>Name</u>	<u>Address</u>
Michael L. Robertson	1253 Park Street Clearwater, FL 33516

ARTICLE XIV - DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by not less than two-thirds (2/3) of each class of members of the Association. Upon 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 the Association was created. In the event that 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, but in no event shall such assets inure to the benefit of any member or other private individual.


These Amended and Restated Articles of Incorporation have been duly approved by the undersigned as and constituting all of the subscribers and directors of said corporation in a meeting duly held and assembled.

Dated this 11th day of October, 1985.


MICHAEL L. ROBERTSON

STATE OF FLORIDA)
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared MICHAEL L. ROBERTSON, who, after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles this 11th day of October, 1985.


Notary Public
My Commission Expires:

Notary Public, State of Florida
My Commission Expires Aug. 20, 1989
 bonded thru the law firm - insurance fee.

LAW OFFICES OF
RICHARDS, NOONE,
GARREY, PYTE,
MEYER & THOMPSON P.A.
CLEARWATER, FLORIDA

RCW:MLR
cae:bg
2716C

PARCEL 1 known as "Windridge", lying in Section 25, Township 26 South, Range 15 East and Section 30, Township 26 South, Range 16 East, Pasco County, Florida and being further described as follows:

Commence at the North 1/4 corner of Section 30 and run S89°19'53"W, 12.53 feet; thence S01°22'26"W, 216.20 feet to the point of beginning; thence run S01°22'26"W, 100.07 feet; thence S89°13'16"W, 1306.55 feet; thence N78°25'46"W, 153.79 feet; thence by a curve to the left having a radius of 275.00 feet, a central angle of 85°30'00", a chord bearing S58°49'14"W, 373.34 feet, an arc distance of 410.37 feet; thence S16°04'14"W, 608.82 feet; thence by curve to the right having a radius of 365.00 feet, a central angle of 73°11'41", a chord bearing S52°40'04"W, 435.22 feet, an arc distance of 466.28 feet; thence S89°15'55"W, 315.99 feet; thence N89°19'06"W, 528.87 feet; thence N00°40'54"E, 141.20 feet; thence N30°00'00"E, 400.00 feet; thence N75°00'00"E, 160.00 feet; thence N30°00'00"E, 420.00 feet; thence N60°00'00"E, 220.00 feet; thence N30°00'00"E, 154.06 feet; thence N89°19'53"E, 999.09 feet; thence S01°22'26"W, 38.63 feet; thence N89°13'16"E, 1306.53 feet, to the point of beginning containing 28.314 acres, more or less.

PARCEL 2 known as "Edgewood" of Gulf Trace, being a replat of Tampa-Tarpon Springs Land Company Subdivision, Plat Book 1, Pages 68-70, a subdivision of a portion of Section 30, Township 26 South, Range 16 East, Pasco County, Florida, being further described as follows:

Commence at the North 1/4 corner of Section 30, Township 26 South, Range 16 East, Pasco County, Florida, and run S89°19'53"W, 12.53 feet; thence S01°22'26"W, 316.27 feet; thence S89°13'16"W, 1306.55 feet to the point of beginning; thence S01°22'59"W, 999.37 feet; thence S89°15'55"W, along the Northerly boundary of Aloha Gardens, Unit One, as recorded in Plat Book 9, Page 116, Public Records of Pasco County, Florida, a distance of 960.61 feet; thence by a non-tangent curve to the left having a radius of 365.00 feet, - central angle of 73°11'41", a chord bearing N52°40'04"E, 435.22 feet, an arc distance of 466.28 feet; thence N16°04'14"E, 608.82 feet; thence by a curve to the right having a radius of 275.00 feet, a central angle of 85°30'00", a chord bearing N58°49'14"E, 373.34 feet, an arc distance of 410.37 feet, thence S78°25'46"E, 153.79 feet to the point of beginning containing 13.208 acres, more or less.

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 1995 OCT 14 AM 9:38
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

EXHIBIT A

A PORTION OF THE FOLLOWING TRACTS: TRACTS 21, 22, 23 LESS THAT PORTION LYING WITHIN 180 FEET OF THE NORTH LINE OF SECTION 30 AND TRACT 24 TAMPA AND TARPON SPRINGS LAND COMPANY'S SUBDIVISION AS RECORDED IN PLAT BOOK 1, PAGE 69 OF THE PUBLIC RECORDS OF PASCO COUNTY, FLORIDA.

TRACTS 1, 2, 3, 5, 6, 7, 17, 18, 19 LESS THAT PORTION LYING WITHIN 180 FEET OF THE NORTH LINE OF SECTION 25 AND TRACTS 4, 8, 20 AND THE NORTHWEST 1/4 OF THE NORTHWEST 1/4 OF SECTION 25, TOWNSHIP 26 SOUTH, RANGE 15 EAST OF THE TAMPA AND TARPON SPRINGS LAND COMPANY'S SUBDIVISION AS RECORDED IN PLAT BOOK 1, PAGE 69 OF THE PUBLIC RECORDS OF PASCO COUNTY, FLORIDA. THE ABOVE BEING MORE FULLY DESCRIBED AS FOLLOWS: COMMENCE AT THE NORTH 1/4 CORNER OF SECTION 30, TOWNSHIP 26 SOUTH, RANGE 16 EAST, PASCO COUNTY, FLORIDA; THENCE S89°19'53"W, 12.53 FEET; THENCE S01°22'26"W, 316.27 FEET TO A CONCRETE MONUMENT; THENCE S89°13'16"W, 1306.55 FEET TO THE POINT OF BEGINNING; THENCE S01°22'59"W, 999.37 FEET TO A POINT IN THE NORTHERN BOUNDARY OF ALOHA GARDENS UNIT ONE AS RECORDED IN PLAT BOOK 9, PAGES 115 AND 116 OF THE PUBLIC RECORDS OF PASCO COUNTY, FLORIDA; THENCE WITH THE SAID NORTHERN BOUNDARY OF ALOHA GARDENS UNIT ONE S89°15'55"W, 1276.61 FEET TO THE WEST LINE OF SAID SECTION 30, TOWNSHIP 26 SOUTH, RANGE 16 EAST A CORNER OF ALOHA GARDENS UNIT ONE AND ALOHA GARDENS UNIT TWO AS RECORDED IN PLAT BOOK 9, PAGE 130 OF THE PUBLIC RECORDS OF PASCO COUNTY, FLORIDA; THENCE WITH THE SAID NORTHERLY BOUNDARY LINE OF ALOHA GARDENS UNIT TWO N89°19'06"W, 1324.12 FEET TO A POINT BEING THE NORTHWEST CORNER OF SAID ALOHA GARDENS UNIT TWO; THENCE N89°32'23"W, 1324.45 FEET TO A CONCRETE MONUMENT; THENCE N89°23'26"W, 2647.58 FEET TO A CONCRETE MONUMENT IN THE WEST LINE OF SECTION 25, TOWNSHIP 26 SOUTH, RANGE 15 EAST, THENCE WITH THE WEST LINE OF SAID SECTION 25, N00°49'36"E, 325.00 FEET; THENCE THROUGH THE NORTHWEST 1/4 OF THE NORTHWEST 1/4 OF SAID SECTION 25, AND IN PART THROUGH TRACT 19 OF THE TAMPA AND TARPON SPRINGS LAND COMPANY'S SUBDIVISION ON THE FOLLOWING COURSES AND DISTANCE DUE EAST 180 FEET, N45°00'00"E, 250.00 FEET, S60°00'00"E, 320.00 FEET, DUE SOUTH 250 FEET, N73°00'00"E, 740.00 FEET, N30°00'00"E, 800 FEET, N30°00'00"W, 130.49 FEET TO A POINT IN THE SOUTH RIGHT OF WAY LINE OF A FLORIDA POWER CORPORATION SAID POINT LYING 180 FEET SOUTH OF THE NORTH LINE OF SAID SECTION 25; THENCE WITH THE SOUTH LINE OF FLORIDA POWER CORPORATION AND 180 FEET PARALLEL TO THE NORTH LINE OF SAID SECTION 25, S89°31'20"E, 979.05 FEET, S89°32'14"E, 570.00 FEET; THENCE THROUGH TRACTS 6, 5, 8, 3, 4, 2, 1 OF SAID SECTION 25, TOWNSHIP 26 SOUTH, RANGE 15 EAST AND THROUGH TRACT 23 OF SECTION 30, TOWNSHIP 26 SOUTH, RANGE 16 EAST, S60°00'00"E, 360.00 FEET, DUE SOUTH 560 FEET S60°00'00"E, 330.00 FEET, N30°00'00"E, 310.00 FEET, S75°00'00"E, 390.00 FEET, S30°00'00"E, 220.00 FEET, S75°00'00"E, 310.00 FEET, N30°00'00"E, 400 FEET, N75°00'00"E, 160.00 FEET, N30°00'00"E, 420 FEET, N60°00'00"E, 220.00 FEET, N30°00'00"E, 154.06 FEET TO A POINT IN THE SOUTH RIGHT OF WAY LINE OF FLORIDA POWER CORPORATION AND LYING 180 FEET PARALLEL TO THE NORTH LINE OF SAID SECTION 30, TOWNSHIP 26 SOUTH, RANGE 16 EAST; THENCE WITH THE SOUTH LINE OF FLORIDA POWER CORPORATION AND 180 FEET PARALLEL TO THE NORTH LINE OF SAID SECTION 30, TOWNSHIP 26 SOUTH, RANGE 16 EAST, N89°19'53"E, 999.09 FEET; THENCE S01°22'59"W, 38.63 FEET; THENCE N89°13'16"E, 1306.53 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY OF U.S. HIGHWAY 19; THENCE ALONG SAID RIGHT OF WAY S01°22'26"W, 100.07 FEET; THENCE S89°13'16"W, 1306.55 FEET TO THE POINT OF BEGINNING.

CONTAINING 4,894,920.002 SQ. FT. OR 112.3719 ACRES OF LAND.

EXHIBIT A-1

FILED
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A PORTION OF THE FOLLOWING TRACTS 45, 46, 47, 48, 57, 58, 59, 60 OF THE TAMPA AND TARPON SPRINGS LAND COMPANY'S SUBDIVISION AS PER PLAT THEREOF RECORDED IN PLAT BOOK 1 AT PAGE 69 OF THE PUBLIC RECORDS OF PASCO COUNTY, FLORIDA AND A PART OF THE SOUTHEAST 1/4 OF THE SOUTHEAST 1/4 AND A PART OF THE SOUTHWEST 1/4 OF THE SOUTHWEST 1/4 OF SECTION 24, TOWNSHIP 26 SOUTH, RANGE 15 EAST, PASCO COUNTY, FLORIDA, BEING MORE FULL DESCRIBED AS FOLLOWS:

COMMENCE AT THE SOUTHEAST CORNER OF BEACON SQUARE UNIT 12 AS RECORDED IN PLAT BOOK 9 AT PAGE 70 AMONG THE LAND RECORDS OF PASCO COUNTY, FLORIDA AS A POINT OF BEGINNING; THENCE N00°14'58"E, 220.00 FEET; THENCE S89°30'53"E, 350.00 FEET; THENCE DUE SOUTH 100 FEET; THENCE S44°34'10"W, 854.46 FEET; THENCE S75°00'00"W, 450.00 FEET; THENCE DUE SOUTH 150 FEET; THENCE S45°00'00"E, 270.00 FEET; THENCE DUE EAST 250 FEET; THENCE DUE SOUTH 146.50 FEET TO THE SOUTH LINE OF SECTION 24, TOWNSHIP 26 SOUTH, RANGE 15 EAST; THENCE WITH THE SOUTH LINE OF SAID SECTION 24, N89°32'14"W, 862.96 FEET; THENCE N89°31'20"W, 1740.00 FEET; THENCE DUE NORTH 280 FEET; THENCE DUE EAST 250 FEET; THENCE DUE NORTH 250 FEET; THENCE N80°00'00"E, 840.00 FEET; THENCE DUE NORTH 180 FEET; THENCE N60°00'00"E, 462.42 FEET TO A POINT IN THE SOUTH LINE OF BEACON SQUARE UNIT 13-A, AS RECORDED IN PLAT BOOK 9 AT PAGE 103, PASCO COUNTY, FLORIDA; THENCE WITH SAID SOUTH LINE OF BEACON SQUARE UNIT 13-A, S89°29'56"E, 266.48 FEET TO A POINT MARKING THE SOUTHEAST CORNER OF SAID BEACON SQUARE UNIT 13-A AND THE SOUTHWEST CORNER OF BEACON SQUARE UNIT 12; THENCE WITH THE SAID SOUTH LINE OF BEACON SQUARE UNIT 12, S89°29'56"E, 1102.91 FEET TO THE POINT OF BEGINNING.

CONTAINING 2,230,377.495 SQ. FT. OR 51.2023 ACRES OF LAND.

FILED
 REG OCT 14 11 AM '88
 SECTION 25
 TOWNSHIP 26 SOUTH
 RANGE 15 EAST
 PASCO COUNTY FLORIDA

LESS THE FOLLOWING DESCRIBED PARCELS 1 and 2:

PARCEL 1 known as "Windridge", lying in Section 25, Township 26 South, Range 15 East and Section 30, Township 26 South, Range 16 East, Pasco County, Florida and being further described as follows:

Commence at the North 1/4 corner of Section 30 and run S89°19'53"W, 12.53 feet; thence S01°22'26"W, 216.20 feet to the point of beginning; thence run S01°22'26"W, 100.07 feet; thence S89°13'16"W, 1306.55 feet; thence N78°25'46"W, 153.79 feet; thence by a curve to the left having a radius of 275.00 feet, a central angle of 85°30'00", a chord bearing S58°49'14"W, 373.34 feet, an arc distance of 410.37 feet; thence S16°04'14"W, 608.82 feet; thence by curve to the right having a radius of 365.00 feet, a central angle of 73°11'41", a chord bearing S52°40'04"W, 435.22 feet, an arc distance of 466.28 feet; thence S89°15'55"W, 315.99 feet; thence N89°19'06"W, 528.87 feet; thence N00°40'54"E, 141.20 feet; thence N30°00'00"E, 400.00 feet; thence N75°00'00"E, 160.00 feet; thence N30°00'00"E, 420.00 feet; thence N60°00'00"E, 220.00 feet; thence N30°00'00"E, 154.06 feet; thence N89°19'53"E, 999.09 feet; thence S01°22'26"W, 38.63 feet; thence N89°13'16"E, 1306.53 feet, to the point of beginning containing 28.314 acres, more or less.

PARCEL 2 known as "Edgewood" of Gulf Trace, being a replat of Tampa-Tarpon Springs Land Company Subdivision, Plat Book 1, Pages 68-70, a subdivision of a portion of Section 30, Township 26 South, Range 16 East, Pasco County, Florida, being further described as follows:

EXHIBIT A-1
 --- 2 of 3

Commence at the North 1/4 corner of Section 30, Township 26 South, Range 16 East, Pasco County, Florida, and run $S89^{\circ}19'53''W$, 12.53 feet; thence $S01^{\circ}22'26''W$, 316.27 feet; thence $S89^{\circ}13'16''W$, 1306.55 feet to the point of beginning; thence $S01^{\circ}22'59''W$, 999.37 feet; thence $S89^{\circ}15'55''W$, along the Northerly boundary of Aloha Gardens, Unit One, as recorded in Plat Book 9, Page 116, Public Records of Pasco County, Florida, a distance of 960.61 feet; thence by a non-tangent curve to the left having a radius of 365.00 feet, - central angle of $73^{\circ}11'41''$, a chord bearing $N52^{\circ}40'04''E$, 435.22 feet, an arc distance of 466.28 feet; thence $N16^{\circ}04'14''E$, 608.82 feet; thence by a curve to the right having a radius of 275.00 feet, a central angle of $85^{\circ}30'00''$, a chord bearing $N58^{\circ}49'14''E$, 373.34 feet, an arc distance of 410.37 feet, thence $S78^{\circ}25'46''E$, 153.79 feet to the point of beginning containing 13.208 acres, more or less.

EXHIBIT A-1

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

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That Gulf Trace 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 City of New Port Richey, County of Pasco, State of Florida has named Michael L. Robertson located at 1253 Park Street (street address and number of building, Post Office Box address not acceptable) City of Clearwater, County of Pinellas, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By 
MICHAEL L. ROBERTSON
(REGISTERED AGENT)

BYLAWS
OF
GULF TRACE HOMEOWNERS ASSOCIATION, INC.

A corporation not for profit
under the Laws of the State of Florida

ARTICLE I - IDENTITY

Section 1. These are the Bylaws of GULF TRACE HOMEOWNERS ASSOCIATION, INC., called Association by these Bylaws, a corporation not for profit under the Laws of the State of Florida, the Articles of Incorporation of which were filed in the office of the Secretary of State on October 14, 1985.

Section 2. The office of the Association shall be at 3415
Player Drive, New Port Richey, Florida 33553.

Section 3. The Association shall operate upon the calendar year beginning on the first day of January and ending on the 31st day of December of each year. The Board of Directors is expressly authorized to change from a calendar year basis to a fiscal year basis whenever deemed expedient and for the best interests of the Association.

Section 4. The seal of the Association shall bear the name of the Association, the word "Florida," and the words "Corporation not for profit" and the year of incorporation, an impression of which is as follows:

ARTICLE II - DEFINITIONS

Section 1. All words, phrases, names and terms used in these Bylaws, the Declaration and the Articles of Incorporation of the Association shall have the same meaning and be used and defined the same as they are in the Declaration of Covenants, Conditions and Restrictions of GULF TRACE HOMEOWNERS ASSOCIATION, INC.

ARTICLE III - THE ASSOCIATION

Section 1. Members. The members of the Association shall be those individuals or entities as so defined in the Declaration of Covenants, Conditions and Restrictions and the Articles of Incorporation, and shall be any legal entity capable of ownership of real property under the Laws of Florida.

Section 2. Place of Meetings. Meetings of the membership shall be held at the principal office or place of business of the Association, or at such other suitable place convenient to the membership as may be designated by the Board of Directors.

Section 3. Annual Meetings. The first annual meeting of the Association shall be held one (1) year from the date of incorporation of the Association. Thereafter the annual meetings of the