

Exhibit "B"

**Articles Of Incorporation Of
Meadows Of Astatula Homeowners Association, Inc.**

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes, Chapters 617 and 720, do hereby make and adopt the following Articles of Incorporation:

**Article I
Name**

The name of the Corporation is "Meadows Of Astatula Homeowners Association, Inc.", hereafter referred to as the "Association".

**Article II
Not For Profit**

The Association is a corporation not for profit as defined in Section 617.01401, Florida Statutes. The Association is not formed for pecuniary profit. No part of the income or assets of the Association is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

**Article III
Commencement Of Corporate Existence
And Duration**

The date when corporate existence shall commence is the date of filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The duration (term) of the Association is perpetual.

**Article IV
Purposes**

The Association is organized, and shall be operated exclusively for, the following purposes:

1. To enforce the Declaration of Easements, Covenants, Conditions and Restrictions of the Meadows (the "Declaration"), consisting of homesites in Lake County, Florida, to be the Association referred to in said Declaration, and to assess homeowners in accordance with said Declaration, and levy and collect adequate assessments against its Members for the cost of maintenance and operation of the surface water or stormwater management system.
2. Operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District requirements and applicable District rules, and shall assist in the enforcement of the Declaration that relate to the surface water or stormwater management system.

3. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without imitating the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, manage, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

4. To do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.

Article V Limitation

No part of the net earnings of the Association shall inure to the benefit of or be distributable to its Members, Directors, or Officers, but the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV (Purposes) hereof.

Article VI Dissolution

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 that would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

Article VII Members

The Association shall have Voting Members who shall be selected as provided in the Bylaws and shall have all the rights and privileges of members of the Association. The Bylaws shall also provide for Non-voting Members, who shall consist of all of those persons who are, from time to time, the record fee simple title holders of homes in the Meadows, as set forth in the Declaration of Restrictions, Easements, and Covenants of the Meadows recorded in the Public Records of Lake County, Florida.

The Non-Voting Members shall have such rights and privileges as are set forth in the Bylaws, but shall not have the right to vote. Within three (3) months after ninety percent (90%) or more of the lots in all phases of the "Community", as defined in the Declaration, that will ultimately be operated by the Association have been conveyed by Developer to third parties, Developer shall relinquish control of the Association to the then lot owners, and the lot owners, other than Developer, are entitled to elect at least a majority of the directors to the Board of Directors of the Association. At such time as Developer relinquishes control of the Association, the lot owners assume control of the Association subject to the terms and conditions of the Declaration, and such other instruments governing the Association and its members. Each homeowner shall thereafter be a Voting Member of the Association and its voting privileges cannot thereafter be suspended or removed as long as it remains a homeowner, unless provided otherwise in the Declaration.

The name and address of each initial Voting Member is as follows:

Name	Address
Double MM Development, LLLP	2561 W. Orange Blossom Trail Apopka, Florida 32712

**Article VIII
Initial Registered Office And Agent
And Principal Office Of The Association**

The street and mailing address of the initial registered office of business and principal office of the Association is 2561 W. Orange Blossom Trail, Apopka, Florida 32712, and the initial registered agent of the Association at that address is Maureen E. McLay. The principal office address and the registered office address is the same.

**Article IX
Initial Board Of Directors**

The management of the Association shall be vested in the Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors at the annual meeting of Voting Members. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Association is as follows:

Name	Address
Maureen E. McLay	2561 W. Orange Blossom Trail Apopka, Florida 32712
Linda Trocino	2561 W. Orange Blossom Trail Apopka, Florida 32712
Liliam Fernandez	1440 John F. Kennedy Causeway Suite 301 North Bay Village, Florida 33141

**Article X
Officers**

The Officers of the Association shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws.

The name and address of each initial Officer of the Association is as follows:

Title	Name	Address
President, Secretary And Treasurer	Maureen E. McLay	Post Office Box 637 Astatula, Florida 32705

**Article XI
Incorporators**

The name and address of each Incorporator is as follows:

Name	Address
Maureen E. McLay	2561 W. Orange Blossom Trail Apopka, Florida 32712

**Article XII
Bylaws**

The Bylaws of the Association are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**Article XIII
Amendment**

The Association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation.

Amendment of these Articles of Incorporation may be proposed by a resolution executed by at least 25 % of each class of members of the Association, which proposal shall be presented to a quorum of members for their vote. Amendment of these Articles of Incorporation shall require the consent of two-thirds (2/3) of each class of members of the Association.

**Article XIV
Indemnification**

The Association shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

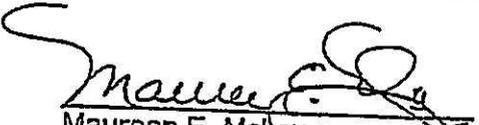
**Article XV
Conflict**

In the event that any provision of these Articles of Incorporation conflict with any provision of the Declaration, the provision of the Declaration in conflict shall control.

See Addition of Article XVI - Amendment December 1, 2006

Fax Audit No. H030001894267

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 12th day of May, 2003.


Maureen E. McLay
Incorporator

State of Florida
County of Lake

Before me personally appeared Maureen E. McLay, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

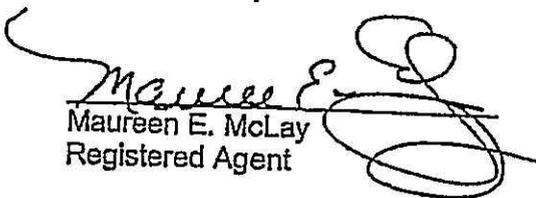
Witness my hand and official seal this 12th day of May, 2003.

 Linda A Trocenc
My Commission CC379305
Expires October 13, 2003


Notary Public
My Commission Expires:

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of Meadows of Astatula Homeowners Association, Inc., which is contained in the foregoing Articles of Incorporation.


Maureen E. McLay
Registered Agent

ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION OF MEADOWS OF ASTATULA HOMEOWNERS
ASSOCIATION, INC.

On this 1 day of DECEMBER, 2006, these Articles of Amendment to the Articles of Incorporation of Meadows of Astatula Homeowners Association, Inc., a Florida non-profit corporation (referred to as the "Corporation") are adopted and ratified by the Voting Member and Directors of Meadows of Astatula Homeowners Association, Inc..

CFN 2008123443
Bk 03693 Pgs 1105 - 1107 (3pgs)
DATE: 10/24/2008 09:34:31 AM
NEIL KELLY, CLERK OF COURT
LAKE COUNTY
RECORDING FEES 27.00

RECITALS

(A). The name of the corporation, as identified in the records of the Florida Department of State, is Meadows of Astatula Homeowners Association, Inc., has document number N03000003925, and federal employer number 270057103.

(B). On the 6th day of May, 2003, the Corporation and its Member adopted the Articles of Incorporation of Meadows of Astatula Homeowners Association, Inc., which by its terms, permits the amendment of those Articles.

(C). As authorized in the Articles of Incorporation of Meadows of Astatula Homeowners Association, Inc., the Corporation and its Member desire to exercise their right to amend the Articles.

Now, therefore, pursuant to the provisions of Florida Statutes § 7.1006, Article VII of the original Articles of Incorporation, and the Voting Member's consent, Meadows of Astatula Homeowners Association, Inc. hereby revokes and deletes Article III of its Articles of Incorporation in its entirety and adds Article XVI to its Articles of Incorporation:

**Articles XVI
Members**

The Association shall have Voting Members who shall be selected as provided in the Bylaws and shall have all the rights and privileges of members of the Association. The Bylaws shall also provide for Non-voting Members, who shall consist of all of those persons who are, from time to time, the record fee simple title holders of homes in the Meadows, as set forth in the Declaration of Restrictions, Easements, and Covenants of the Meadows recorded in the Public Records of Lake County, Florida.

The Non-Voting Members shall have such rights and privileges as are set forth in the Bylaws, but shall not have the right to vote. Within three (3) months after the earlier of date of Maureen E. McLay's death or such time as ninety percent (90%) or more of the lots in all phases of the "Community", as defined in the Declaration, that will ultimately be operated by the Association have been conveyed by Developer to third parties, Developer shall relinquish control of the Association to the then lot owners, and the lot owners, other than Developer, are entitled to elect at least a majority of the directors to the Board of Directors of the Association. At such time as Developer relinquishes control of the Association, the lot owners assume control of the Association as Voting Members subject to the terms and conditions of the Declaration, and such other instruments governing the Association and its members. Each homeowner shall thereafter be a Voting Member of the Association and its voting privileges cannot thereafter be suspended or removed as long as it remains a homeowner, unless provided otherwise in the Declaration.

This Amendment to the Articles of Incorporation was approved by the sole Voting Member. The number of votes cast for this Amendment to the Articles of Incorporation was sufficient for approval. This Amendment to the Articles of Incorporation was adopted by the Board of Directors after Voting Member approval.

(Corporate Seal)

On this 1 day of December 2006, Maureen E. McLay, as President of Meadows of Astatula Homeowners Association, Inc., and as Managing Member of Double MM Development, LLC the sole Voting Member, signed and adopted these Articles of Amendment to the Articles of Incorporation of Meadows of Astatula Homeowners Association, Inc. in the presence of the following two (2) Witnesses:

Larry A. Rieenberg
Witness

Maureen E. McLay
Maureen E. McLay, as President and Managing Member

Larry A. Rieenberg
Printed Name

Linda A Trocino
Witness

LINDA A. Trocino
Printed Name

STATE OF FLORIDA
COUNTY OF LAKE

ON this 23 DAY OF OCTOBER 2008, MAUREEN E. MCLAY, AS MANAGER OF DOUBLE MM DEVELOPMENT, LLC, AS SOLE VOTING MEMBER, ACKNOWLEDGES THIS FIRST AMENDMENT OF THE ARTICLES OF INCORPORATION OF MEADOWS OF ASTATULA HOMEOWNERS ASSOCIATION, INC. BEFORE ME, AND IS PERSONALLY KNOWN TO ME

Linda A Trocino
Notary Public, STATE OF FLORIDA

By my signature below, I MAUREEN E MCLAY, AS SECRETARY OF MEADOWS OF ASTATULA HOMEOWNERS ASSOCIATION, INC. CERTIFY THAT THIS DOCUMENT IS AN ORIGINAL COPY OF THE ARTICLES OF INCORPORATION OF MEADOWS OF ASTATULA HOMEOWNERS ASSOCIATION, INC



Maureen E. McLay