

This instrument was prepared by
LILLIANA M. FARINAS-SABOGAL, ESQUIRE
BECKER & POLIAKOFF, P.A.
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

Doc# 1751227 07/17/2009 12:02PM
Filed & Recorded in Official Records of
MONROE COUNTY DANNY L. KOLHAGE

Doc# 1751227
Bk# 2423 Pg# 459

**NOTICE OF RECORDING REVIVED GOVERNING DOCUMENTS UNDER
FLORIDA STATUTE SECTION 720.407**

TAVERNAERO AIRPORT PARK, INC.

WHEREAS, Tavernaero Airport Park, Inc. has complied with the requirements of Florida Statute Section 720.403, et. seq. to revive the Declaration of Restrictions for Tavernaero Airport Park, Inc. for its community; and

WHEREAS, the Department of Community Affairs has approved the revival of the governing documents for the Association; and

WHEREAS, Florida Statute Section 720.407(2) requires the Association to record the revived Declaration and other governing documents approved by the Department in the name of the Association with the Clerk of the Circuit Court in the County where the affected parcels are located, in this case, Monroe County.

NOW THEREFORE, the undersigned hereby certifies that the attached documents are the revived governing documents for Tavernaero Airport Park, Inc.

WITNESS my signature hereto this 17 day of July, 2009.

TAVERNAERO AIRPORT PARK, INC.

BY: Carrie Balkcom
Carrie Balkcom, President

PRINT: CARRIE BALKCOM (Seal)

Witness

Witness

ATTEST: _____

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 17 day of July, 2009 by Carrie Balkcom, the President of Tavernaero Airport Park, Inc. a Florida not-for-profit corporation, on behalf of the corporation, who is personally known to me or has produced () as identification and who did/did not take an oath.

Emily L. Burkel (SEAL)
NOTARY PUBLIC SIGNATURE
STATE OF FLORIDA AT LARGE

My commission expires:



Emily L. Burkel
Commission # DD643448
Expires: NOV. 19, 2010
www.aaronnotary.com

Emily L. Burkel
PLEASE PRINT OR TYPE NOTARY SIGNATURE

REVIVED

**DECLARATION OF RESTRICTIONS
TAVERNAERO AIRPORT PARK**

WHEREAS, the covenants, restrictions, reservations and servitudes contained in the Declaration of Restrictions dated February 21, 1972, and recorded in Official Records Book 498, at Page 812 in the Public Records of Monroe County, Florida (the "Previous Declaration") expired pursuant to Chapter 712 of the Florida Statutes, also known as the Marketable Record Title Act.

The Organizing Committee for Tavernaero Airport Park, Inc. consisting of:

Name: Terry Carbonell
Address: 21530 Pearl Street
Alva, FL 33920
Tel: 239-633-0077

Name: Carrie Balkcom
Address: 192 S. Airport Drive
Tavernier, FL 33070
Tel: 303-591-3978

Name: Alan Wood
Address: 108 Gardenia St.
Tavernier, FL 33070
Tel: 305-552-6494

does hereby submit the covenants, restrictions, reservations and servitudes of Tavernaero Airport Park for revival pursuant to Section 720.403 et. seq., Florida Statutes hereinafter defined as the "Revived Declaration".

WHEREAS, this Revived Declaration governs only the lots which were originally encumbered by the Previous Declaration and does not contain covenants that are more restrictive on the parcel owners than the covenants contained in the Previous Declaration, except as otherwise provided by Section 720.404(3), Florida Statutes. This Revived Declaration does provide for an effective term of longer duration than the term of the Previous Declaration as permitted by Section 720.404(3)(a), Florida Statutes.

WHEREAS, the voting interest of each parcel owner under this Revived Declaration is the same as the voting interest of the parcel owner under the Previous Declaration. The proportional assessment obligations of each parcel owner under this Revived Declaration shall be the same as the proportional assessment obligations of the parcel owner under the Previous Declaration.

NOW, THEREFORE, the Revived Declaration hereinafter set out shall be applicable to all lots in Tavernaero Airport Park as shown on the Exhibits attached hereto and made a part hereof, being all of Tavernaero, a subdivision as recorded in Plat Book 6, page 80, of the Public Records of Monroe County, and shall run with the land and shall be binding upon all parties and persons claiming under them, and shall remain in full force and effect until March 1, 2039, whereupon they shall be extended automatically for successive periods of ten years each, unless by vote of the owners of a majority of the residential parcels the same are terminated.

WHEREAS, Declarants are the owners of the real property located in Plantation Key, Monroe County, State of Florida and more particularly described as:

All of TAVERNAERO, a subdivision as recorded in Plat Book 6, Page 80, of the Public Records of Monroe County, Florida.

WHEREAS, DECLARANTS, desire to subject said property to covenant, conditions, restrictions, provisions and charges hereinafter set forth, for the benefit of said property and of the present and subsequent owners thereof.

NOW THEREFORE, DECLARANTS DO HEREBY DECLARE AND IMPOSE FOR THE BENEFIT OF:

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(1) Declarants, their successors and assigns; and

(2) All others hereinafter acquiring title to said lots and each of them as a general plan for the use, occupancy and improvements of said lots and each of them, those conditions, provisions, covenants, restrictions, reservations and charges hereinafter expressed, which insofar as they are made applicable to each of said lots (a) shall apply to and bind the Declarant as and while the owner of each, every and any of said lots, (b) shall insure to the benefit of not only Declarant, but also of each and every and any of said lots; (c) shall run with the binding upon the land and (d) may be enforced not only by the Declarant, but also any future owner of each, every or any of said lots; and said lots are and each of them shall be held conveyed upon and subject to the conditions, provisions, covenants, restrictions, reservations and charges herein set forth.

The word "lot" or "site" as used herein shall be deemed and construed to refer to any numbered parcel shown on said maps of TAVERNAERO.

Said covenants, conditions, restrictions, reservations, provisions and charges now made applicable to said lots are as follows; to wit:

1. There shall be no commercial traps of any kind stored on land or docks at any time.
2. There will be no dumping of garbage or trash into the water.
3. All garbage must be put into a twenty-gallon garbage can, either a galvanized or plastic container. All garbage cans must be kept in garbins or equal, if kept on the front 50 feet of the lot. If there are no garbins then the garbage cans may only be put on the front of the lot and must be secured thereon on pick up days, and these garbage cans must be lidded at all times.
4. There shall be no burning of garbage or trash at anytime.
5. No lot shall be used or maintained as a dumping area; and rubbish, trash, garbage or other waste shall be kept in sanitary containers.

6. No unlawful offensive or obnoxious use shall be made on the premises nor such as will be injurious or detrimental to the full and free use by other owners of adjoining and/or surrounding lots.

7. No animals, livestock or poultry shall be raised, bred or kept on any lot, EXCEPT that dogs and cats and other household pets may be kept if not for commercial purpose. Such animals kept as pets shall not be permitted to annoy the neighborhood, and, if so, shall be construed a nuisance.

8. The said land shall be kept clear of all brush, weeds, lobster traps, nets and other objectionable accumulations which may create a fire hazard, cause the breeding of insects, or create an unsanitary or unsightly condition, and failure to correct any such condition within fifteen (15) days after written notice to do so shall constitute a breach of one of the conditions.

9. No animals or children allowed on the air strip unattended and air strip to be kept free of vehicles at all times.

10. Fence height limited to a maximum of 3' in the front 50' of the lot; no height limitations on balance of the lot.

11. No man-made structure higher than 3' allowed in the set-back area.

12. No boat to tie dock for living purposes.

13. All waterways shall be used by lot owners so that the unimpeded use of such waterways by other lot owners shall not be interfered with.

14. All lot owners within the subdivision shall provide ample off-street parking facilities upon their own premises. No parking of any kind will be permitted upon the road. However, in no event shall any lot be used as a private or public road for the purpose of proceeding over the lot line to other properties outside the subdivision.

15. A non-profit corporation will be formed by the developer and turned over to the subsequent owners of lots in subdivision, "community" property includes boat basin, park and air strip. Yearly maintenance fee per lot to be decided.

16. Invalidation of any one covenant shall not effect any remaining covenant or portion of these conditions, restrictions and limitations.

17. Garbage must be collected and disposed of by licensed garbage collectors at lot owner's expense.

18. No changes in elevations of the platted lots shall be made which will cause undue hardship of adjoining property.

19. The Owner may include in any contract or deed hereinafter made any additional restrictive covenants. The Owner may, in his sole discretion, modify, amend

or add to the protective covenants applicable to this subdivision, provided, however, that any such additional restrictive covenants, modifications or amendments thereto shall not affect the lien of any mortgage then encumbering any of the lots within the said subdivision nor shall affect the right or powers of any such mortgage.

20. All plans will be submitted to the Committee herein defined for approval prior to the erection of any structures or placement of homes on the lots and the Committee shall exercise its judgment which shall be final determination of the approval or disapproval of plans in order to maintain uniformity of architectural design within the subdivision.

21. Part of the consideration for the purchase of this property is consideration of the Deed Restrictions.

22. All owners of property in the subdivision shall be responsible for their own guests.

23. The speed limit within the subdivision shall be 10 m.p.h.

24. In the event of any resale of any lot located within this subdivision, the developer hereof shall have the right of first refusal and the non-profit organization shall have the right of second refusal.

25. Set backs: 35' from front lot line for permanent dwelling
25' from front lot line for plane cover
20' from back lot line for any structure.

26. Square foot minimums to be: storage area - 300 sq. ft.
dwelling area - 750 sq. ft.

27. These restrictions are intended to augment and add to, existing local, county, state or national codes, and are placed on the tract or subdivision for the benefit and protection of the owners and in order to provide an harmonious and pleasant community in which to live.

28. Exhibits: The Legal Description and Graphic Depiction of Tavernaero Airport Park is attached hereto as Exhibit A. In accordance with Section 720.405(2), Florida Statutes, each parcel that is subject to this Revived Declaration is described by a legal description and name of the parcel owner as set forth in Exhibit "B" attached hereto and made a part hereof. The Articles of Incorporation and amendments for the Tavernaero Airport Park, Inc. are contained in Exhibit "C" attached hereto and made a part hereof. The Amended By-Laws for the Tavernaero Airport Park, Inc. are contained in Exhibit "D" attached hereto and made a part hereof.

IN WITNESS WHEREOF, the Association, has hereunto set its seal this 17
day of July, 2009.

Signed, sealed and delivered in the
Presence of:

Tavernaero Airport Park, Inc.
corporation not for profit

Witness

Print Name

Witness

Print Name

By: *Carrie Balkcom*
Carrie Balkcom, President

Attest: *Allen Wood*
Allen Wood, Secretary

STATE OF FLORIDA
COUNTY OF MONROE

The foregoing instrument was acknowledged before me this 17 day of
July, 2009, by , as Carrie Balkcom, as President and Allen Wood, as
Secretary of Tavernaero Airport Park, Inc., a Florida not-for-profit corporation, on behalf
of the corporation for the purposes therein expressed. Personally Known OR
Produced Identification .

NOTARY PUBLIC - STATE OF FLORIDA

Sign *Emily L. Burkel*
Type of Identification _____

Print Emily L. Burkel
My Commission expires: _____



APPENDIX I

Attached hereto as Appendix I is correspondence from the State of Florida Department of Community Affairs dated July 2, 2009 and received by counsel for the Association on July 6, 2009, together with "Notice of Rights", both of which are recorded herewith in accordance with Florida Statute 720.407(2) and (3).



STATE OF FLORIDA

DEPARTMENT OF COMMUNITY AFFAIRS

"Dedicated to making Florida a better place to call home"

CHARLIE CRIST
Governor

THOMAS G. PELHAM
Secretary

July 2, 2009

Lilliana M. Farinas-Sabogal, Esquire
Becker & Poliakoff
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

Doc# 1751227
Bk# 2423 Pg# 466

RE: Tavernaero - Covenant Revitalization
Tavernaero Airport Park, Inc.
DCA09-HA-240

Dear Ms. Farinas-Sabogal:

The Department has completed its review of the proposed revived declaration of covenants and other governing documents for Tavernaero subdivision / Tavernaero Airport Park, Inc. and has determined that the documents comply with the requirements of Section 720.406, Florida Statutes (F.S.).

Please be advised that Sections 720.407(1) and (2), F.S., require that no later than 30 days after receiving this letter, the organizing committee shall file the articles of incorporation of the association with the Division of Corporations of the Department of State if the articles have not been previously filed with the division. The president and secretary of the association shall execute the revived declaration and other governing documents in the name of the association, and have the documents recorded with the clerk of the circuit court in the county where the affected parcels are located no later than 30 days after receiving approval from the Division of Corporations.

Pursuant to Section 720.407(4), F.S., a complete copy of all of the approved, recorded documents must be mailed or hand delivered to the owner of each affected parcel. The revived declaration and other governing documents will be effective upon recordation in the public records. Unless we hear from you within 30 days to make other arrangements, the paper documents you submitted to the Department of Community Affairs will be disposed of after they have been scanned for electronic storage.

If you have any questions concerning this matter, please contact Leslie O. Anderson-Adams, Assistant General Counsel at (850) 922-1689 or Johnna Mattson, Plan Processor at (850) 921-3761.

Sincerely,

Charles Gauthier, AICP
Director, Division of Community Planning

2555 SHUMARD OAK BOULEVARD ♦ TALLAHASSEE, FL 32399-2100
850-488-8466 (p) ♦ 850-921-0781 (f) ♦ Website: www.dca.state.fl.us

♦ COMMUNITY PLANNING 850-488-2356 (p) 850-488-3309 (f) ♦ FLORIDA COMMUNITIES TRUST 850-922-2207 (p) 850-921-1747 (f) ♦
♦ HOUSING AND COMMUNITY DEVELOPMENT 850-488-7956 (p) 850-922-5623 (f) ♦

NOTICE OF RIGHTS

ANY INTERESTED PARTIES ARE HEREBY NOTIFIED OF THEIR RIGHT TO SEEK JUDICIAL REVIEW OF THIS FINAL AGENCY ACTION IN ACCORDANCE WITH SECTION 120.68, FLORIDA STATUTES, AND FLORIDA RULES OF APPELLATE PROCEDURE 9.030(b)(1)(C) AND 9.110.

TO INITIATE AN APPEAL OF THIS FINAL AGENCY ACTION, A NOTICE OF APPEAL MUST BE FILED WITH THE DEPARTMENT'S AGENCY CLERK, 2555 SHUMARD OAK BOULEVARD, TALLAHASSEE, FLORIDA 32399-2100, WITHIN 30 DAYS OF THE DAY THIS FINAL AGENCY ACTION IS FILED WITH THE AGENCY CLERK. THE NOTICE OF APPEAL MUST BE SUBSTANTIALLY IN THE FORM PRESCRIBED BY FLORIDA RULE OF APPELLATE PROCEDURE 9.900(a). A COPY OF THE NOTICE OF APPEAL MUST BE FILED WITH THE DISTRICT COURT OF APPEAL AND MUST BE ACCOMPANIED BY THE FILING FEE SPECIFIED IN SECTION 35.22(3), FLORIDA STATUTES.

YOU **WAIVE** YOUR RIGHT TO JUDICIAL REVIEW IF THE NOTICE OF APPEAL IS NOT TIMELY FILED WITH THE AGENCY CLERK AND THE APPROPRIATE DISTRICT COURT OF APPEAL.

NOTICE OF FILING AND SERVICE

I HEREBY CERTIFY that the above document has been filed with the Department's designated Agency Clerk and that true and correct copies have been furnished to the persons listed below in the manner described, on the 2nd day of July, 2009.


Paula P. Ford
Agency Clerk

By U.S. Mail

Lilliana M. Farinas-Sabogal, Esquire
Becker & Poliakoff
121 Alhambra Plaza, 10th Floor
Coral Gables, Florida 33134

By Interoffice Delivery

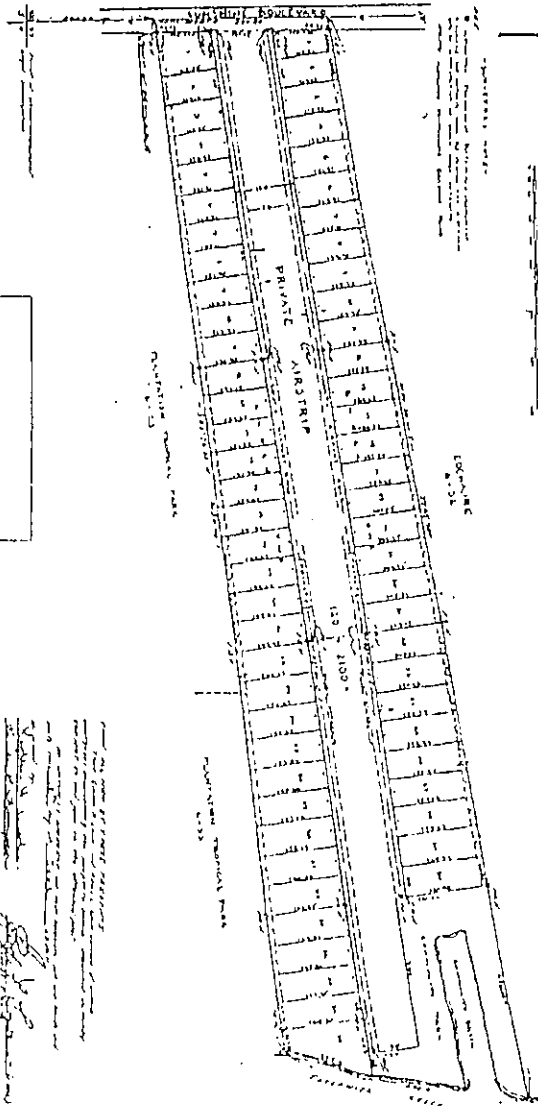
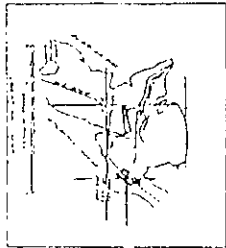
Leslie O. Anderson-Adams
Assistant General Counsel
Department of Community Affairs
2555 Shumard Oak Boulevard
Tallahassee, Florida 32399-2100

Johnna Mattson
Plan Processor
Department of Community Affairs
2555 Shumard Oak Boulevard
Tallahassee, Florida 32399-2100

EXHIBIT A

All of TAVERNAERO, a subdivision as recorded in Plat Book 6, Page 80, of the Public Records of Monroe County, Florida.

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LOCATED IN SW 1/4 SECTION 33 - T4N R13E - SEC 33C
PLANTATION KEY - MONROE COUNTY - FLORIDA
SCALE 1" = 100'

JOHN D. WILSON
REGISTERED SURVEYOR
TALLAHASSEE, FLORIDA

[Faded and mostly illegible text, likely a survey description or deed text.]

EXHIBIT B

LIST OF PARCELS AND OWNERS
THEREOF THAT WILL BE SUBJECT TO
THE
REVIVED DECLARATION AND
GOVERNING DOCUMENTS
FOR
TAVERNAERO AIRPORT PARK, INC.

TAVERNAERO AIRPORT PARK, INC.

Property Address	Owner Name Mailing Address	Legal Description
101 N. Airport Road	Adolf Firshing 101 N. Airport Road Tavernier, Florida 33070	Lots 1 and 2, less the East 30 Feet of Lot 2, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
105 N. Airport Road	William A. Horton P O B0sX 1786 Tavernier, Fl 33070-1786	Lot 3 and the East 30 Feet of Lot 2, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
111 N. Airport Road	David R. Lester and Ginette R. Lester 106 Gardenia Avenue Tavernier, Fl 33070	Lot 4, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
115 N Airport Rd	Edwin S. Yost 245 NW 22 Street Homestead, Fl 33030	Lot 5, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
119 N. Airport Road	Scott J. Nyman 119 North Airport Road Tavernier, Florida 33070	Lot 6, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
123 N. Airport Road	Otto E. Kaufmann and Barbara J. Kaufmann, Co- Trustees 8066 Yachtsmans Dr Stuart, Fl 34997-4836	Lot 7, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
127 N. Airport Road	DeWind Rentals, LLC 9150 96th Ave Zeeland, Mi 49464	Lot 8 and the West ½ of Lot 9, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
135 N. Airport Road	Keys Advance, Inc. 135 N. Airport Road Tavernier, FL 33070	Lot 10 and the East ½ of Lot 9, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as

Property Address	Owner Name Mailing Address	Legal Description
		recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
139 N. Airport Road	Christopher J. Schrader and Kathleen A. Schrader 203 Apache St Tavernier, Fl 33070	Lot 11, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
141 N. Airport Road	Henry D. Pinder and Barbara A. Pinder P.O. Box 586 Tavernier, Florida 33070	Lots 12 and 13, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
151 N. Airport Road	Gilbert A. Rodriguez and Jacqueline M. Rodriguez 151 N. Airport Road Tavernier, Florida 33070	Lots 14 and 15, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
155 N. Airport Road	Robert Vaughn Shirley Vaughn Robert Vaughn P. O. Box 64 Tavernier, Florida 33070	Lot 16, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
159 N. Airport Road	Robert Vaughn Shirley Vaughn P. O. Box 64 Tavernier, Florida 33070	Lot 17, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
163 N. Airport Road	Richard Ritchey 3 Grove Isle Drive, Apt. 1505 Coconut Grove, Florida 33133	Lot 18, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
171 N. Airport Road	Robinson Air Crane, Inc. 14956 S. River Drive Miami, Florida 33167	Lots 19 and 20, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
181 N. Airport Road	Jane M. Freund, Trustee P.O. Box 800 Tavernier, Florida 33070	Lots 21, 22 and 23, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as

Property Address	Owner Name Mailing Address	Legal Description
		recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
189 N. Airport Road	Carl Lindback Brian Lindback P.O. Box 589 Islamorada, Florida 33036	Lot 24, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
193 N. Airport Road	Thomas C. Chasteen Dale L. Chasteen 91900 Overseas Highway Tavernier, Florida 33070	Lot 25, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
195 N. Airport Road	Brian Lindback Jude Lindback 195 N. Airport Road Tavernier, Florida 33070	Lots 26 and 27, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page of the Public Records of Monroe County, Florida
203 N. Airport Road	David T. Matthews and Sharron L. Matthews Box 167 CC942 Jeddah, Saudi Arabia 21411	Lot 28, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
209 N. Airport Road	Joseph J. Frins, Jr. and Lisa A. Frins 209 N. Airport Road Tavernier, Florida 33070	Lots 29 and 30, Block 1, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
100 S. Airport Road	Mario Carbonell Terry L. Carbonell 21530 Pearl Street Alva, Florida 33920	Lot 1, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
104 S. Airport Road	Mark D. LaFond 9025 Ashford Drive Spring Branch, Texas 78070	Lot 2, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
108 S. Airport Road	The LaRocco Family Limited Partnership 743 Largo Road Key Largo, Florida 33037	Lot 3, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of

Property Address	Owner Name Mailing Address	Legal Description
		Monroe County, Florida
112 Airport Road	The LaRocco Family Limited Partnership 743 Largo Road Key Largo, Florida 33037	Lot 4, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
116 S. Airport Road	Edward G. Webb and Donna R. Webb 8 North Bounty Lane Key Largo, Florida 33037	Lot 5, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
120 S. Airport Road	Herbert A. Wertheim 4470 SW 74 Avenue Miami, Florida 33155	Lot 6, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
124 S. Airport Road	Thomas L. Watters and Barbara T. Watters 2448 Okeechobee Lane Ft. Lauderdale, Florida 33312	Lot 7, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
128 S. Airport Road	Robert W. McCurdy and Dwight B. McCurdy 38 Tweedy Lane Anderson, Indiana 46102	Lot 8, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
132 S. Airport Rd	George E. Wright and Glenda Fay Wright P. O. Box 1751 Homestead, Florida 33090	Lot 9, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
136 S. Airport Road	George E. Wright, Jr. P. O. Box 1751 Homestead, Florida 33090	Lot 10, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
140 S. Airport Road	Bruce McClenithan and Debra McClenithan 148 Key Heights Drive Tavernier, Florida 33070	Lot 11, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
144 S. Airport Road	Carl P. Mikuletzky and Shirley Mikuletzky 5150 Church Road	Lot 12, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at

Property Address	Owner Name Mailing Address	Legal Description
	Mount Laurel, New Jersey 08054	Page 80 of the Public Records of Monroe County, Florida
148 S. Airport Road	Walter W. Pullens 148 S. Airport Road Tavernier, Florida 33070	Lot 13, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
152 S. Airport Road	James H. Bleke, Trustee 152 S. Airport Road Tavernier, Florida 33070	Lot 14, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
156 S. Airport Road	Native Rental Properties, LLC 154 Fontaine Drive Tavernier, Florida 33070	Lot 15, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
160 S. Airport Road	Native Rental Properties, LLC 154 Fontaine Drive Tavernier, Florida 33070	Lot 16, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
172 S. Airport Road	E. B. Floback and Miriam P. Floback 180 S. Airport Road Tavernier, Florida 33070	Lot 17, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
180 S. Airport Road	Miriam P. Floback 180 S. Airport Road Tavernier, Florida 33070	Lot 18, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
182 S. Airport Road	Miriam P. Ashton 180 S. Airport Road Tavernier, Florida 33070	Lot 19, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
182 S. Airport Road	Miriam P. Floback 180 S. Airport Road Tavernier, Florida 33070	The Westerly ½ of Lot 20, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
184 S. Airport Road	S. A. Associates Limited	The Easterly ½ of Lot 20, Block 2,

Property Address	Owner Name Mailing Address	Legal Description
	1892 Trox Street Greensboro, NC 27406-7940	TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
184 S. Airport Road	S. A. Associates Limited 1892 Trox Street Greensboro, NC 27406-7940	Lot 21, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
188 S. Airport Road	Stephen L. Brackman 188 S. Airport Road Tavernier, Florida 33070	Lot 22, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
192 S. Airport Road	Robert Edward Balkcom Carrie Carter Balkcom 3401 E. Virginia Avenue Denver, CO 80209	Lot 23, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
196 S. Airport Road	Lance Bottari and Joan Bottari 196 S. Airport Road Tavernier, Florida 33070	Lot 24, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
200 S. Airport Road	John Muller 49740 Key Cove New Baltimore, MI 48047	Lot 25, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
204 S. Airport Road	Eric M. Simon Pamela Simon Marlene M. DeSantis P. O. Box 961 Tavernier, Florida 33070	Lot 26, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
208 S. Airport Road	Judith Simpson 208 S. Airport Road Tavernier, Florida 33070	Lot 27, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
212 S. Airport Road	Danny W. Moss and Debra T. Moss 236 Orchid Street Tavernier, Florida 33070	Lot 28, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of

Property Address	Owner Name Mailing Address	Legal Description
		Monroe County, Florida
206 S. Airport Road	George W. Rhyne and Joy Z. Rhyne 1127 Grand Street Key Largo, Florida 33037	Lot 29, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
220 S. Airport Road	R. Morton Dunning 81131 Old Highway Islamorada, Florida 33036	Lot 30, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
224 S. Airport Road	Joiy R. Holder P. O. Box 575 Tavernier, Florida 33070	Lot 31, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
228 S. Airport Road	Frederick L. Chamberlain 1017 N. Shore Drive Crystal Lake, IL 60014	Lot 32, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
232 S. Airport Road	David Thompson P. O. Box 628 Tavernier, Florida 33070	Lot 33, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
236 S. Airport Road	Richard Allen Wood Ann Pope Wood 108 Gardenia Street Tavernier, Florida 33070	Lot 34, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
236 S. Airport Road	Richard Allen Wood Ann Pope Wood 108 Gardenia Street Tavernier, Florida 33070	Lot 35, Block 2, TAVERNAERO SUBDIVISION, according to the Plat thereof, as recorded in Plat Book 6 at Page 80 of the Public Records of Monroe County, Florida
Common Property	Tavernaero Airport Park Inc. P. O. Box 171 Tavernier, Florida 33070	A portion of Government Lot 2, Section 33, Township 62 South Range 38 Ease as shown in Plat book 1, Page 52 of the Public Records of Monroe County, Florida being more particularly described by metes and bounds as follows: Beginning at the Southwest Corner of

Property Address	Owner Name Mailing Address	Legal Description
		<p>said Section 33, Township 62, South Range 38 East run thence North along the West line of said Section 33-62-38 and the centerline of Sunshine Boulevard a distance of 962.62 feet; run thence East at right angles to the aforementioned Section line a distance of 25.00 feet to a point in the Easterly boundary of Sunshine Boulevard and the point of beginning of this survey; run thence N 82o 00' 13" E a distance of 2171.86 feet more or less to the high water line of Tavernier Creek; run thence Northerly on a meander line along the high water line of Tavernier Creek a distance of 315 feet more or less to the Southeast Corner of "Edenaire" Subdivision as recorded in Plat Book 4, Page 36 of the Public Records of Monroe County, Florida; run thence S 80o 30' 00" W along the Southerly boundary of said "Edenaire" Subdivision a distance of 436.01 feet more or less; run thence S 7o 59' 47" E a distance of 161.82 feet to an iron pin; run thence S 82o 00' 13" W a distance of 1800.00 feet to an iron pin set in the Easterly Boundary of said Sunshine Boulevard; run thence South along the Easterly Boundary of said Sunshine Boulevard a distance of 121.18 feet to the point of Beginning; being 7.62 Acres of land, more or less. and Commencing at a point 828 feet North of the Southwest corner of Section 33, Township 62 South, Range 38 East, from said point run North 350 feet; thence run East 13 degrees 30 minutes North (magnetic) 2230 feet to the bank of Tavernier Creek; thence Southerly along the bank of said creek 500 feet more or less to a point East 10 degrees North (magnetic) from starting point; thence</p>

Property Address	Owner Name Mailing Address	Legal Description
		West 10 degrees South (magnetic) 2160 feet to starting point. Being part of Lot 3, Section 33, Township 62 South, Range 38 East.

MIA_DB: T13383/126705:1086337_2

EXHIBIT C

ARTICLES OF INCORPORATION
AND AMENDMENTS

FOR

TAVERNAERO AIRPORT PARK, INC.

ARTICLES OF INCORPORATION
OF
TAVERNAERO AIRPORT PARK, INC.
a non-profit corporation

FILED
JAN 2 1961
TAVENIER, FLORIDA

WE, the undersigned, desiring to form a private corporation not for profit, under the provisions of Chapter 617, Florida Statutes, do hereby certify as follows:

ARTICLE I
NAME AND LOCATION

The name of the proposed corporation shall be TAVERNAERO AIRPORT PARK, INC., a non-profit corporation, to be located at Plantation Key, Tavernier, Monroe County, Florida.

ARTICLE II
PURPOSES AND OBJECTS

The general nature of the business to be carried on, the objects of the Corporation, and the powers and privileges to be exercised by it shall include:

(a) To promote, preserve, establish and maintain the premises of the Park known as TAVERNAERO AIRPORT PARK, INC., its grounds; recreational, and esthetic, physical, civic and social facilities; provide and maintain public illumination of streets, keep in good repair boat ramps and other conveniences provided by the Park for the convenience and benefit of its owners, residents and visitors; to promote horticultural beauty; keep vacant property neat and clean, and otherwise to do all things necessary for the efficient operation of the Park for the benefit and best interests of the owners and residents of the Park.

(b) To form an association of owners and residents of the said Park; to adopt and promulgate the purposes and objects of this Corporation, and to formulate rules and regulations appertaining thereto.

(c) This Corporation shall have all the powers and privileges conferred and authorized by Chapter 617, Florida Statutes.

ARTICLE III
QUALIFICATIONS OF MEMBERS

The qualifications of members and the manner of their admission shall be:

The fee simple ownership or equitable title to a lot or lots located in the Park, which shall include estates by the entirety; however, voting powers shall be limited to one vote per lot, whether ownership is individual, joint, or by the entirety. Qualifications, manner of admission and dues shall be defined in the By-Laws of this Corporation. Each person at the time of acquisition of a lot or lots in the Park shall be required to become a member of the Tavern-aero Airport Park Owners Association and agree to abide by its By-Laws, rules and regulations, and to maintain his membership in good standing.

ARTICLE IV
STOCK

No shares of capital stock shall be issued to any members of this Association but each member of the Association, by virtue of membership, shall become a participating member, entitled to cast one vote in any general meeting of members of the Association if he is a member in good standing.

ARTICLE V
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless or until dissolved by law.

ARTICLE VI
MANAGEMENT

The business of this association shall be conducted by a Board of Directors consisting of no less than three (3) nor more than nine (9) persons, to be elected by the members of this Corporation on the second Tuesday in February of each year. There shall be elected from the Board of Directs a President, a VicePresident, a Secretary and a Treasurer, and the office of Secretary and Treasurer may be held by one person. The President and Vice-President shall be deemed the

executive officers of the Corporation, and the Vice-President shall have full power and authority to act in place and stead of the President, in his absence; and in his absence, the Vice-President shall be empowered and authorized to execute all conveyances, contracts, notes and other documents necessary for the transaction of the business of the Corporation in the same manner as the President. The Secretary and the Treasurer shall have such powers and duties as are prescribed in the By-Laws of the Corporation.

ARTICLE VII
OFFICERS

The names of officers of the Corporation and their addresses who are to manage and conduct the affairs of the Corporation until the next election of officers, as provided by the By-Laws of the Corporation, until their successors are elected and qualified, shall be:

Clifford C. Miller	P.O. Box 807, Tavernier, Florida 33070
Claude F. Lowe	P.O. Box 807 Tavernier, Florida 33070
Ruth E. Sheppard	P.O. Box 807 Tavernier, Florida

DIRECTORS

Clifford C. Miller	P.O. Box 807 Tavernier, Florida 33070
Claude F. Lowe	P.O. Box 807 Tavernier, Florida 33070
Ruth E. Sheppard	P.O. Box 807 Tavernier, Florida 33070

ARTICLE VIII
BY-LAWS

By-Laws of the corporation may be made, altered or rescinded by the Board of Directors of the corporation. Amendment of the Articles of Incorporation shall be approved and adopted by a two-thirds vote of the members present and voting at a general or special meeting of the corporation.

ARTICLE IX
INDEBTEDNESS

The highest amount of indebtedness or liability to which this corporation may at time subject itself shall be the sum of \$100,000.00. This corporation may, jointly with any other corporation not for profit, subject itself to indebtedness or liability in any amount necessary for the erection or purchase of a building or buildings necessary to carry out the purposes and objects of the association, and may, jointly and severally, with such other corporation not for profit, issue or sell bonds secured by mortgage or trust deed on said building or buildings and the land on which same shall be located, as security for the moneys necessary to so erect or purchase said buildings.

ARTICLE X
SUBSCRIBERS


The names of the original subscribers of this corporation and their residence addresses, with their signatures appear in the jurat of these Articles of Incorporation.

IN WITNESS WHEREOF, We, the undersigned subscribers, have on this 22nd day of February, 1972, at Tavernier, Monroe County, Florida, set our hands and seals, and acknowledged this instrument, for the purposes herein expressed.



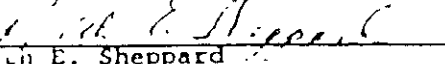
Clifford C. Miller

P.O. Box 807
Tavernier, Florida 33070



Claude F. Lowe

P.O. Box 807
Tavernier, Florida 33070




Ruth E. Sheppard

P.O. Box 807
Tavernier, Florida 33070

STATE OF FLORIDA
COUNTY OF MONROE

BEFORE ME, the undersigned authority, personally appeared CLIFFORD C. MILLER, CLAUDE F. LOWE & RUTH E. SHEPPARD, who by me first being duly sworn, depose and say that they executed the foregoing Articles of Incorporation for the purposes therein expressed, on this 22nd day of February, 1972, at Tavernier, Monroe County, Florida.



Notary Public, State of Florida

My Commission expires:

Articles of Inc.

Received from
Tallahassee 7-96
One Amendment to
Article III filed 4-76

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

In pursuance of Chapter 46.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That TAVERNIER AIRPORT PARK, 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 Tavernier County of Monroe, State of Florida


has named T. N. Murphy, Jr.

located at Professional Building, U.S. Highway #1
(Street address and number of building,
Post Office Box address not acceptable)

City of Tavernier, County of Monroe
State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (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 
(Resident Agent)

FILED
APR 7 1976
TALLAHASSEE, FLORIDA

**ARTICLE OF AMENDMENT
OF
TAVERNAERO AIRPORT PARK, INC.,
A non-profit corporation**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 13 PM 3:46

- I. The Articles of Incorporation of Tavernaero Airport Park, Inc., a non-profit corporation, are hereby amended as follows:

Article II (a) is hereby deleted and the following is inserted in its stead:

ARTICLE II

- (a) To promote, preserve, establish and maintain the premises of the Park known as TAVERNAERO AIRPORT PARK, INC., its grounds; recreational and esthetic, physical, civic and social facilities; provide and maintain lighting for common areas, keep in good repair boat ramp and other conveniences provided by the Park for the convenience and benefit of its owners, residents and visitors; to promote horticultural beauty; keep vacant property neat and clean, and otherwise to do all things necessary for the efficient operation of the Park for the benefit and best interests of the owners and residents of the Park.

Article III is hereby deleted and the following is inserted in its stead:

ARTICLE III

QUALIFICATIONS AND ADMISSION TO MEMBERSHIP, VOTING OF MEMBERS

A person shall initially be eligible to apply for membership in the corporation upon acquisition of ownership of a lot in Tavernaero, a recorded subdivision of Monroe County, Florida. Such ownership shall be evidenced by duly recorded deed or Agreement (or Contract) for Deed, but shall not include any other ownership interest whether as beneficiary of a trust holding legal title, mortgagee, lienor or holder of any other encumbrance, or assignment of any ownership interest as security. In the event title is in the name of more than one person, only one person shall be entitled to membership in the corporation. If title is in the name of any entity other than a natural person, one person representing such entity shall be entitled to membership.

Any natural person initially eligible as set forth may be admitted to membership upon application duly submitted in writing to the Board of Directors, in a form prescribed by the Board, and upon acknowledgment by such prospective member that he will duly abide by all rules and regulations promulgated by the Board, timely pay all dues and fines levied and assessed by the Board, and otherwise obey all laws, ordinances, statutes and Rules and Regulations of any governmental or quasi-governmental authority with respect to the use, maintenance and safety of property of the Corporation.

The application of any person acquiring an ownership of lot shall not be considered by the Board until all prior dues, assessments or fines levied or assessed against the prior member owning such lot shall have been paid in full.

Members shall be entitled to one vote for each full lot owned in Tavernaero subdivision. In the event a member shall own more than one full lot and no less than one-half (1/2) of an adjoining lot, such member shall be entitled to the additional one-half (1/2) vote.

Membership shall not be transferable by devise, bequest or inheritance, and transfer of any lot in Tavernaero subdivision shall only entitle the transferee to make application for membership as set forth herein.

Any member who shall cease to have an ownership interest in his lot shall surrender his membership immediately, failing which he shall be expelled.

Article VIII is hereby deleted and the following is inserted in its stead:

**ARTICLE VIII
BY-LAWS**

By-Laws of the corporation may be made, altered or rescinded by a two-thirds vote of the general membership responding within 30 days to certified mailing of proposed changes. These changes will be presented to the Board of Directors to sign and have publicly recorded.

Article IX is hereby deleted and the following is inserted in its stead:

**ARTICLE IX
INDEBTEDNESS**

The highest amount of indebtedness or liability to which this corporation may at time subject itself shall be no more than 15% (fifteen percent) over and above the normal operating expenses as stated in the annual budget for that year. Indebtedness of more than 15% of the annual budget must be approved by 51% (fifty-one percent) of the general membership responding to a certified mailing of proposed expenses.

2. The foregoing amendment was adopted in conformity with Section 617.02, and the Articles of Incorporation, after notice to the members and affirmative vote of two-thirds of those members voting by proxy or in person at a special meeting held of the corporation held September 8, 2001.

IN WITNESS WHEREOF the undersigned has set his hand as the President of the Corporation,

Edwin Yost

Edwin Yost, President
Tavernaero Airport Park, Inc.

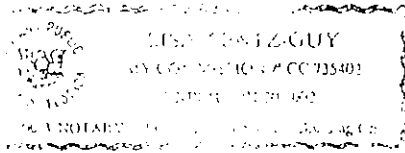
State of Florida
County of Monroe

Doc# 1751227
Bk# 2423 Pg# 488

Before me, the undersigned authority, personally appeared Edwin Yost, who deposes and says that he is the President of Tavernaero Airport Park, Inc. and he has duly executed the forgoing in that capacity. He is personally known to me to be Edwin Yost and has signed before me this 7 day of Dec, 2001.

Luisa Santibañez-Guy
Notary Public, State of Florida

(SEAL)



REC'D
FEB 20 11 10 AM 1976
CLERK OF STATE
CORPORATION DIVISION
TALLAHASSEE, FLORIDA

ARTICLE OF AMENDMENT
OF

TAVERNAERO AIRPORT PARK, INC.,
a non-profit corporation

1. The Articles of Incorporation of Tavernaero Airport Park, Inc., a non-profit corporation, are hereby amended as follows:

Article III is hereby deleted and the following is inserted in its stead:

ARTICLE III

QUALIFICATIONS AND ADMISSION TO MEMBERSHIP, VOTING OF MEMBERS.

A person shall initially be eligible to apply for membership in the corporation upon acquisition of ownership of a lot in Tavernaero, a recorded subdivision of Monroe County, Florida. Such ownership shall be evidenced by duly recorded deed or Agreement (or Contract) for Deed, but shall not include any other ownership interest whether as beneficiary of a trust holding legal title, mortgagee, lienor or holder of any other encumbrance, or assignment of any ownership interest as security. In the event title is in the name of more than one person, only one person shall be entitled to membership in the corporation. If title is in the name of any entity other than a natural person, one person representing such entity shall be entitled to membership.

Any natural person initially eligible as set forth may be admitted to membership upon application duly submitted in writing to the Board of Directors, in a form prescribed by the Board, and upon acknowledgment by such prospective member that he will duly abide by all Rules and Regulations promulgated by the Board, timely pay all dues and fines levied and assessed by the Board, and otherwise obey all laws, ordinances, statutes and rules and regulations of any governmental or quasi-governmental authority with respect to the use, maintenance and safety of property of the Corporation.

The application of any person acquiring an ownership of lot shall not be considered by the Board until all prior dues, assessments or fines levied or assessed against the prior member owning such lot shall have been paid in full.

Members shall be entitled to one vote for each full lot owned in Tavernaero subdivision. In the event a member shall own a fractional portion of a lot such member shall not be entitled to a fractional vote for such fractional lot owned.

Membership shall not be transferable by devise, bequest or inheritance, and transfer of any lot in Tavernaero subdivision shall only entitle the transferee to make application for membership as set forth herein.

Any member who shall cease to have an ownership interest in his lot shall surrender his membership immediately, failing which he shall be expelled.

2. The foregoing amendment was adopted in conformity with Section 617.02, and the Articles of Incorporation, after notice to the members and affirmative vote of two-thirds of those members voting at the annual meeting of the corporation held March 6, 1976.

IN WITNESS WHEREOF the undersigned has set his hand as the Secretary of the Corporation and affixed the corporate seal hereto this 30^d day of March, 1976.

(Corporate Seal)

Lance M. Trigg
Lance M. Trigg, Secretary

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared Lance M. Trigg, who deposes and says that he is the Secretary of Tavernaero Airport Park, Inc. and he has duly executed the foregoing in that capacity and affixed the seal of the corporation thereto

IN WITNESS WHEREOF I have hereunto set my hand and seal on this the 30 day of March, 1976.

Carmen S. Fields
Notary Public

My Commission Expires: Notary Public State of Florida at Large
My Commission Expires Dec. 18, 1978

Doc# 1751227
Bk# 2423 Pg# 491

Articles of Amendment to TAVERNAERO AIRPORT PARK, INC.,
a Florida corporation, amending Article III, filed on
the 20th day of April, 1976, as shown by the records of
this office.

21st

April

76

EXHIBIT D

Doc# 1751227
Bk# 2423 Pg# 492

AMENDED BY LAWS
OF

TAVERNAERO AIRPORT PARK, INC.

September 8, 2001

Doc# 1751227
Bk# 2423 Pg# 493

AMENDED*

BY-LAWS
OF
TAVERNAERO AIRPORT PARK, INC.

Article I. Meetings of members

Section 1 Annual meeting The annual meeting of the membership of this corporation shall be held at the time and place designated by the Board of Directors of the corporation. The annual meeting of the membership for any year shall be held no later than thirteen months after the last preceding annual meeting of the membership. Business transacted at the annual meeting shall include the election of directors of the corporation.

Section 2 Special Meetings Special meetings of the membership shall be held when directed by the Board of Directors, or when requested in writing by not less than ten percent of all the members entitled to vote at the meeting. The call for the meeting shall be issued by the Secretary unless the Board of Directors shall designate another person to do so.

Section 3 Place Meetings of the membership may be held within or without of the State of Florida.

Section 4 Notice Written notice stating the place, day and hour of the meeting and, in the case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered not less than ten nor more than sixty days before the meeting, either personally or by first class mail, by or at the direction of the President, the Secretary, or the officer or persons calling the meeting to each member of record entitled to vote at such meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the member at his address as it appears on the membership books of the corporation, with postage thereon prepaid.

Section 5 Notice of Adjourned Meetings When a meeting is adjourned to another time or place, it shall not be necessary to give any notice of the adjourned meeting if the time and place to which the meeting is adjourned are announced at the meeting at which the adjournment is taken, and at the adjourned meeting any business may be transacted that might have been transacted on the original date of the meeting. If, however, after the adjournment the Board of Directors fixes a new record date for the adjourned meeting, a notice of the adjourned meeting shall be given as provided in this section to each member of record on the new record date entitled to vote at such meeting.

Section 6 Closing of Membership Books and Fixing Record Date

For the purpose of determining members entitled to notice of or to vote at any meeting of the membership or any adjournment thereof, or in order to make a determination of members for any other purpose, the Board of Directors may provide that the membership books shall be closed for a stated period but not to exceed, in any case, sixty days. If the membership books shall be closed for the purpose of determining members entitled to notice of or to vote at a meeting of the membership, such books shall be closed for at least ten days immediately preceding such meeting.

In lieu of closing the membership books, the Board of Directors may fix in advance a date as the record date for any determination of members, such date in any case to be not more than sixty days and, in case of a meeting of the membership, not less than ten days prior to the date on which the particular action requiring such determination of members is to be taken.

If the membership books are not closed and no record date is fixed for the determination of members entitled to notice or to vote at a meeting of the membership, the date on which notice of the meeting is mailed shall be the record date for such determination of membership.

When a determination of members entitled to vote at any meeting of the membership has been made as provided in this section, such determination shall apply to any adjournment thereof, unless the Board of Directors fixes a new record date for the adjourned meeting.

Section 7 Voting Record The Secretary having charge of the membership books shall make, at least ten days before each meeting of the membership, a complete list of the members entitled to vote at such meeting or any adjournment thereof, with the address of each. The list, for a period of ten days prior to such meeting, shall be kept on file at the registered office of the corporation or at the principal place of business of the corporation and any member shall be entitled to inspect the list at any time during usual business hours. The list shall also be produced and kept open at the time and place of the meeting and shall be subject to the inspection of any member at any time during the meeting.

If the requirements of this section have not been substantially complied with, the meeting on demand of any member in person or by proxy, shall be adjourned until the requirements are complied with. If no such demand is made, failure to comply with the requirements of this section shall not affect the validity of any action taken at such meeting.

Section 8 Membership Quorum and Voting Twenty percent of the members entitled to vote represented in person or by proxy, shall constitute a quorum at a meeting of the membership.

If a quorum is present, the affirmative vote of the majority of the members represented at the meeting and entitled to vote on the subject matter shall be the act of the membership unless otherwise provided by law.

After a quorum has been established at a membership meeting, the subsequent withdrawal of members, so as to reduce the number of members entitled to vote at the meeting below the number required for a quorum, shall not affect the validity of any action taken at the meeting or any adjournment thereof.

Section 9 Voting of Members Each member not under suspension shall be entitled to one vote on each matter submitted to a vote at a meeting of the membership. Members shall be entitled to one vote for each full lot owned in Tavernaero, and in the event there shall exist a division in the ownership of an adjoining lot of no less than one-half (1/2) of such lot per member, each member shall be entitled to an additional one-half (1/2) vote.

A member may vote either in person or by proxy executed in writing by the member or his duly authorized attorney-in-fact.

At each election for directors every member entitled to vote at such election shall have the right to vote, in person or by proxy, the number of votes to which he is entitled under this section for as many persons as there are directors to be elected at that time and for whose election he has a right to vote.

Section 10 Proxies Every member entitled to vote at a meeting of the membership or to express consent or dissent without a meeting or a member's duly authorized attorney-in-fact may authorize another person or persons to act for him by proxy.

The member or his attorney-in-fact must sign every proxy. No proxy shall be valid after the expiration of eleven months from the date thereof unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the member executing it, except as otherwise provided by law.

The authority of the holder of a proxy to act shall not be revoked by the incompetence or death of the member who executed the proxy unless, before the authority is exercised, written notice of an adjudication of such incompetence or of such death is received by the corporate officer responsible for maintaining the list of members.

If a proxy for the same member confers authority upon two or more persons and does not otherwise provide, a majority of them present at the meeting, or if only one is present then that one, may exercise all the powers conferred by the proxy; but if the proxy holders present at the meeting are equally divided as to the right and manner of voting in any particular case, the voting of such member shall not be prorated or fractionalized.

If a proxy expressly provides, any proxy holder may appoint in writing a substitute to act in his place.

Section 11 Action by the Membership Without a Meeting Any action required by law, these By-Laws, or the Articles of Incorporation of this corporation to be taken at any annual or special meeting of the membership of the corporation, or any action which may be taken at any annual or special meeting of such members, may be taken without a meeting, without prior notice and without a vote, if a consent in writing, setting forth the action so taken, shall be signed by

members having not less than the minimum number of votes that would be necessary to authorize of take such action at a meeting at which all members entitled to vote thereon were present and voted.

Within ten days after obtaining such authorization by written consent, notice shall be given to those members who have not consented in writing. The notice shall fairly summarize the material features of the authorized action.

Article II Directors

Section 1 Function All corporate powers shall be exercised by or under the authority of, and the business and affairs of a corporation shall be managed under the direction of, the Board of Directors.

Section 2 Qualification Directors need not be residents of this state but must be property owners in Tavernaero Airport Park. No more than 1 immediate family member may hold office on the Board of Directors at any time.

Section 3 Compensation The members of the Board of Directors are strictly on a volunteer basis.

Section 4 Duties of Directors A director shall perform his duties as a director, including his duties as a member of any committee of the board upon which he may serve, in good faith, in a manner he reasonably believes to be in the best interests of the corporation, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing his duties, a director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

- (a) one or more officers or employees of the corporation whom the director reasonably believes to be reliable and competent in the matters presented,
- (b) counsel, public accountants or other persons as to matters which the director reasonably believes to be within such person's professional or expert competence, or
- (c) a committee of the board upon which he does not serve, duly designated in accordance with a provision of the articles of incorporation or the bylaws, as to matters within its designated authority, which committee the director reasonably believes to merit confidence.

A director shall not be considered to be acting in good faith if he has knowledge concerning the matter in question that would cause such reliance described above to be unwarranted.

A person who performs his duties in compliance with this section shall have no liability by reason of being or having been a director of the corporation.

Section 5 Authority of Directors The Board of Directors shall have the authority permitted under the laws of the State of Florida, the articles of incorporation and these by-laws, as well as to take such acts as hereinafter specifically set forth.

The Board shall have the authority to promulgate rules and regulations affecting, governing and restricting the use, welfare and safety of the corporation's property, including but not limited to the roadways, boat basin and airstrip.

The Board shall have the authority to fix regular or special dues in such amounts and upon such occasions as the Board shall deem necessary, and to assess fines not to exceed \$500.00 per incident for any breach of the Rules and Regulations, or for any damage or destruction to corporation property caused by any member or his agents, visitors or guests. Such fines shall not be in lieu of any right the corporation might have for redress under the applicable laws of the State of Florida.

The Board shall have the right to restrict the use of corporate property to members and their immediate families, and to prohibit any commercial use (or any use related to a commercial purpose) of any corporate property by any member or other person. The right of members to use corporate property shall not extend to non-members who may have some joint ownership interest with any member in an aircraft, motorboat or sailboat, and any member permitting such persons to use any such aircraft, motorboat or sailboat upon corporate property shall be subject to suspension or expulsion.

The Board may immediately suspend any member:

- (1) for a breach of the by-laws, rules and regulations or any statute, law or ordinance affecting the corporation's property or its use,
- (2) for any act or omission to act which, in the Board's judgment, threatens the safety of other persons or threatens or damages the property of the corporation or others, or
- (3) for failure to pay any dues or fines assessed. Upon suspension, the member shall be deemed not to be in good standing and shall not be entitled to vote at membership meetings or to use property of the corporation except existing roadways where there is no ingress and egress by other existing roadways.

The Board may expel any member:

- (1) for breach of the by-laws, rules and regulations or any statute, law or ordinance affecting the corporation's property or its use,
- (2) for any act or omission to act which, in the Board's judgment, threatens the safety of other persons or threatens or damages the property of the corporation or others,
- (3) for failure to pay any dues on any lot owned by the member or fine assessed,
- (4) for use of any property of the corporation while such member is under suspension and not in good standing or
- (5) upon transfer by any member of his ownership interest in his lot.

Suspension of a member shall not be a condition precedent to expulsion, but expulsion may follow suspension. A member whom the Board proposes to expel shall be notified of the Board's intended action in writing no less than 10 days prior

to the Board meeting at which such action is to be taken (whether regular or special) and shall be entitled to be heard at such meeting, pursuant to applicable law. No such member's counsel, if any, shall be entitled to be heard at any such meeting.

Section 6 Presumption of Assent A director of the corporation who is present at a meeting of its Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless he votes against such action or abstains from voting in respect thereto because of an asserted conflict of interest.

Section 7 Number This corporation shall have 5, 7, or 9 Board of director members per year. This number to be determined by the number of qualified members nominated. No Board member will serve more than three (3) consecutive years.

Section 8 Election and Term At each annual meeting of the membership and at each annual meeting thereafter the members shall elect directors to hold office until the next succeeding annual meeting. Each director shall hold office for the term for which he is elected and until his successor shall have been elected and qualified or until his earlier resignation, removal from office or death.

Section 9 Vacancies Any vacancy occurring in the Board of directors, including any vacancy created by reason of an increase in the number of directors, any be filled by the affirmative vote of a majority of the remaining directors through less than a quorum of the Board of Directors. A director elected to fill a vacancy shall hold office only until the next election of directors by the membership.

Section 10 Removal of Directors At a meeting of the members called expressly for that purpose, any director or the entire Board of directors may be removed, with or without cause, by a vote of the majority of the members then entitled to vote at an election of directors.

Section 11 Quorum and Voting A majority of the number of directors fixed by these by-laws shall constitute a quorum for the transaction or business. The act of the majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

Section 12 Director Conflicts of Interest No contract or other transaction between this corporation and one or more of its directors or any other corporation, firm, association or entity in which one or more of the directors are directors or officers or are financially interested, shall be either void or voidable because of such relationship or interest or because such director or directors are present at the meeting of the Board of Directors or a committee thereof which

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authorizes, approves or ratifies such contract or transaction or because his or their votes are counted for such purpose, if:

- (a) The fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves or ratifies the contract or transaction by a vote or consent sufficient for the purpose without counting the votes or consents of such interested directors; or
- (b) The fact of such relationship or interest is disclosed or known to the members entitled to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or
- (c) The contract or transaction is fair and reasonable as to the corporation at the time it is authorized by the board, a committee or the membership.

Common or interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or a committee thereof, which authorizes, approves or ratifies such contract or transaction.

Section 13 Executive and Other Committees The Board of Directors, by resolution adopted by a majority of the full Board of Directors, may designate from among its members an executive committee and one or more other committees each of which, to the extent provided in such resolution shall have and may exercise all the authority of the Board of directors, except that no committee shall have the authority to:

- (a) approve or recommend to the membership actions or proposals required by law to be approved by the membership,
- (b) designate candidates for the office of director, for purposes of proxy solicitation or otherwise,
- (c) fill vacancies on the Board of Directors or any committee thereof,
- (d) amend the by-laws.

The Board of Directors, by resolution adopted in accordance with this section, may designate one or more directors as alternate members of any such committee, who may act in the place and stead of any absent member or members at any meeting of such committee.

Section 14 Place of Meetings Regular and special meetings by the Board of Directors may be held within or without the State of Florida.

Section 15 Time, Notice and Call of Meetings Regular meetings of the Board of Directors shall be held quarterly, or may be called monthly as needed, beginning in March of each year. Written or oral notification of the time and place of regular or special meetings of the Board of directors shall be given to each director by wither personal delivery, telegram, cablegram or telephone communication at least three days before the meeting or by notice mailed to the director at least five days before the meeting. The Board shall meet not less frequently than annually, which meeting may coincide with the annual membership meeting.

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Notice of a meeting of the Board of Directors need not be given to any director who signs a waiver of notice wither before or after the meeting. Attendance of a director at a meeting shall constitute a waiver of notice of such meeting and waiver of any and all obligations to the place of the meeting, the time of the meeting, or the manner in which it has been called or convened, except when a director states, at the beginning of the meeting, any objection to the transaction of business because the meeting is not lawfully cited or convened.

Neither the business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice or waiver of notice of such meeting.

A majority of the directors present, whether or not a quorum exists may adjourn any meeting of the Board of Directors to another time and place. Notice of any such adjourned meeting shall be given to the directors who were not present at the time of the adjournment and, unless the time and place of the adjourned meeting are announced at the time of the adjournment, tot he other directors.

The Chairman of the Board may call meetings of the Board of Directors, by the President of the Corporation, or by any two directors.

Members of the Board of Directors may participate in a meeting of such Board by means of a conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 16 Action Without a Meeting Any action required to be taken at a meeting of the directors of a corporation, or any action which may be taken at a meeting of the directors or a committee thereof, may be taken without a meeting if a consent in writing, setting forth the action so to be taken, signed by all of the directors, or all the members of the committee, as the case may be, is filed in the minutes of the proceedings of the board or of the committee. Such consent shall have the same effect as a unanimous vote.

Article III Officers

Section 1 Officers The officers of this corporation shall consist of a President, a Vice President, a Secretary and a Treasurer, each of whom shall be elected by the Board of Directors at the first meeting of directors immediately following the annual meeting of the membership of this corporation, and shall serve until their successors are chosen and qualify. Such other officers and assistant officers and agents as may be deemed necessary may be elected or appointed by the Board of Directors from time to time. The same person may hold the Secretary and Treasurer's offices. The failure to elect a President, Secretary or Treasurer shall not affect the existence of this corporation.

Section 2 Duties The officers of this corporation shall have the following duties:

The President shall be the chief executive officer of the corporation, and shall preside at all meetings of the membership and Board of Directors.

The Vice President shall preside in the President's absence, shall be an executive officer and shall have general and active management of the business and affairs of the corporation subject to the directions of the Board of Directors.

The Secretary shall have custody of, and maintain, all of the corporate records except the financial records; shall record the minutes of all meetings of the membership and Board of Directors, send all notices of meetings out, and perform such other duties as may be prescribed by the Board of Directors or the President. The Treasurer shall have custody of all corporate funds and financial records, shall keep full and accurate accounts of receipts and disbursements and render accounts thereof at the annual meetings of the membership and whenever else required by the Board of Directors or the President, and shall perform such other duties as may be prescribed by the Board of directors or the President.

Section 3 Removal of Officers Any officer or agent elected or appointed by the Board of Directors may be removed by the Board whenever in its judgment the best interests of the corporation will be served thereby.

Any officer or agent elected by the membership may be removed only by vote of the membership, unless the members shall have authorized the directors to remove such officer or agent.

The Board of directors may fill any vacancy, however occurring, in any office, unless the by-laws shall have expressly reserved such power to the membership.

Article IV Qualifications and Admissions to Membership

A person shall initially be eligible to apply for membership in the corporation upon acquisition of ownership of a lot in Tavernaero, a recorded subdivision in Monroe County, Florida. Such ownership shall be evidenced by duly recorded deed or Agreement (or Contract) for Deed, but shall not include any other ownership interest whether as beneficiary of a trust holding legal title, mortgagee, lienor or holder of any other encumbrance, or assignment of any ownership interest as security. In the event title is in the name of more than one person, only one person shall be entitled to membership in the corporation. If title is in the name of any entity other than a natural person, one person representing such entity shall be entitled to membership.

Any natural person initially eligible as set forth may be admitted to membership upon application duly submitted in writing to the Board of Directors, in a form prescribed by the Board, and upon acknowledgment by such prospective member that he will duly abide by all Rules and Regulations promulgated by the Board, and otherwise obey all laws, ordinances, statutes and rules and regulations of any governmental or quasi-governmental authority with respect to the use, maintenance and safety of property of the corporation.

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The application of any person acquiring an ownership of lot shall not be considered by the Board until all prior dues, assessments or fines levied or assessed against the prior member owning such lot shall have been paid in full. Membership shall not be transferable by devise, bequest or inheritance, and transfer of any lot in Tavernaero subdivision shall only entitle the transferee to make application for membership as set forth herein. Any member who shall cease to have an ownership interest in his lot shall surrender his membership immediately, failing which he shall be expelled.

Article V Membership Certificates

Section 1 Issuance Every member of this corporation shall be entitled to have a certificate, representing his membership in the corporation.

Article VI Books and Records

Section 1 Books and Records This corporation shall keep correct and complete books and records of account and shall keep minutes of the proceedings of its members, Board of Directors and committees of directors.

This corporation shall keep at its registered office or principal place of business, or at the office of its transfer agent or registrar, a record of its members, giving the names and addresses of all members.

Any books, records and minutes may be in written form or in any other form capable of being converted into written form within a reasonable time.

Section 2 Members Inspection Rights Any person who shall have been a member of record at least six months immediately preceding his demand, upon written demand stating the purpose thereof, shall have the right to examine, in person or by agent or attorney, at any reasonable time or times, for any proper purpose its relevant books and records of accounts, minutes and records of members and to make extracts therefrom.

Section 3 Financial Information Not later than four months after the close of each fiscal year, this corporation shall prepare a balance sheet showing in reasonable detail the financial condition of the corporation as of the close of its fiscal year, and a profit and loss statement showing the results of the operations of the corporation during its fiscal year.

*In accordance with the amendments approved at special meeting of membership on September 8, 2001.