

SECOND NOTICE OF ANNUAL MEETING
HARBOUR VILLAGE PROPERTY OWNERS ASSOCIATION, INC.

TO ALL MEMBERS:

On **Tuesday, March 20th 2012 at 10:00 AM**, in the Harbour Village Clubhouse, 4410 Warren Avenue, Port Charlotte, Florida, the Annual Meeting of the Association will be held for the purpose of conducting the lawful business of the Association. An identification of agenda items is as follows:

- I. Certifying Quorum - Call to order.
2. Proof of Notice of Meeting.
3. Reading and disposal of unapproved Minutes.
4. Reports of Officers
5. Old Business
6. New Business
 - (a) Vote on rollover of surplus funds (b) Announcement of Directors
7. Adjournment

NOTE: If a majority of the directors so elect, an organizational meeting of the Board of Directors will be held immediately upon the adjournment of the annual meeting for the purpose of electing officers and such other business as may lawfully be conducted. The directors present at the annual meeting may decide to defer the organizational meeting to a later time, in which case notice will be given through further posting.

A majority of all Association Members (a "quorum") must be present, in person or by proxy, at the meeting, in order for the business to be conducted. It is VERY IMPORTANT that you either attend or provide a limited proxy in order to conduct business at this Annual Meeting.

Pursuant to Florida law, an election of the directors of this Association is not required, since the number of eligible persons wishing to run for the Board was less than or equal to the number of vacancies to be filled. Accordingly, the names of the new Board Members shall be announced at the Annual Meeting.

VOTING BY PROXY

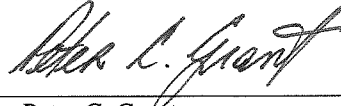
If you are unable to attend the Annual Meeting and wish to vote by proxy, please note the following information about PROXIES:

1. A proxy is for the purpose of appointing another person to vote for you as you specifically direct (except for non substantive items) in the event that you might not be able to attend the meeting. It must be signed by all owners of the unit or designated voter.
2. The proxy should be submitted to the Association Secretary prior to the scheduled time of the meeting. It can be mailed to the Association or hand-delivered, either by you or your proxy. It is encouraged that the proxy be submitted as long before the meeting as possible, in order to avoid delay in registration.
3. If you appoint a proxy and later decide you will be able to attend the meeting in person, you may withdraw your proxy when you register at the meeting.
4. A proxy may be revoked in writing or superseded by a later proxy to another person. It may also be assigned (substituted) by the person designated on the proxy to a third person if the person you designate as proxy decides that he or she will be unable to attend the meeting.
5. A proxy form is enclosed for your use, if needed.

Again, please be sure to mail in your proxy or attend the Annual Meeting.

Dated: February 29th 2012

BY ORDER OF THE BOARD OF DIRECTORS



Peter C. Grant CAM
For the Board