

NO0000063068

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- OAK BLUFF HOMEOWNERS ASSOCIATION, INC.

2-

3-

4-

00 MAY -9 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

☒ Walk-in

☐ Pick-up time ASAP

☒ Certified Copy

☐ Mail-out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☐	Profit
☒	Non-Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS

☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

500003177905--6

-03/21/00--01086--011

*****78.75 *****78.75

OTHER FILINGS

☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION

☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

Examiner's Initials

RECEIVED
00 MAR 21 PM 12:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T.SMITH MAY 09 2000

W-7563



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 21, 2000

ATTORNEYS' TITLE
660 E. JEFFERSON ST.
TALLAHASSEE, FL 32301

SUBJECT: OAK BLUFF HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W00000007563

We have received your document for OAK BLUFF HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 400A00015606

RECEIVED
00 MAY -9 AM 10:51
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

OAK BLUFF OF DAYTONA HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following articles of incorporation for such corporation:

ARTICLE I Corporate Name

The name of the corporation (hereinafter called the "Association") is **OAK BLUFF OF DAYTONA HOMEOWNERS ASSOCIATION, INC.**

ARTICLE II Corporate Office and Mailing Address

The street address of the principal office of the Association will be:

735 N. Atlantic Avenue
Daytona Beach, Florida 32118

The mailing address for the Association will be:

735 N. Atlantic Avenue
Daytona Beach, Florida 32118

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00 MAY -9 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III Purpose and Powers

The primary purposes for which the Association is formed are to perform all obligations and exercise all privileges of the "Homeowners Association" as set forth in the *Declaration of Covenants and Restrictions for Oak Bluff Subdivision* recorded or to be recorded in the public records of Volusia County, Florida, as the same may be amended or supplemented from time to time, (the "Declaration").

In furtherance of such purposes, the Association shall have power to:

- (A) Perform all of the duties and obligations of the Association as set forth in the Declaration;
- (B) Assess, levy, and collect, and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, including expenses incidental to the conduct of the business of the Association, and also including all licenses, taxes, or governmental charges levied on or imposed against the Association as well as insurance maintained by the Association;
- (C) Acquire, own, maintain, convey, sell, lease, transfer, or otherwise dispose of real property and personal property in connection with the affairs of the Association;
- (D) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise;

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any member;

- (E) St. Johns River Water Management District: The Association shall operate, maintain and manage the surface water or stormwater management system(2) in a manner consistent with the St. Johns River Water Management District Permit No. requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system;

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

ARTICLE IV

Effective Date

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE V
Registered Agent and Street Address of Registered Office

The initial registered agent will be:

Dennis Buckley

and the registered office for such agent will be at:

735 N. Atlantic Avenue
Daytona Beach, Florida 32118

ARTICLE VI
Name and Address of Incorporator

The name and address of the incorporator is:

Dennis Buckley, President
Bucancloar, Inc.
735 N. Atlantic Avenue
Daytona Beach, Florida 32118

ARTICLE VII
Membership

The owners of a vested present fee in any Lot made subject to the Declaration (individually referred to as a "Lot" and collectively referred to as the "Lots") shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association. In addition the Declarant, its successors and assigns is also a Member of the Association.

ARTICLE VIII

Membership

There will be two classes of membership as follows:

- (A) Class A. Class A Members are all owners of Lots other than the Declarant, while the Declarant is a Class B Member. Class A Members will be entitled to one (1) vote for each Lot owned.
- (B) Class B. The Class B Member is the Declarant who shall be entitled to ten (10) votes, in all matters, for each Lot owned by the Class B Member or its affiliates. The Declarant may assign its Class B membership. The Class B membership will end and be converted to Class A membership three (3) months after the first to occur of the following events:
 - (i) The total votes outstanding the Class A membership equals the total votes outstanding in the Class B membership;
 - (ii) All phases of the planned development community, of which the subject property is a part, have been completed and made subject to the Declaration and ninety per cent (90%) of the Lots including Lots within the additional real property, later made subject to the Declaration, have been conveyed to Members other than the Class B Member; or
 - (iii) Declarant chooses to become a Class A Member, as evidenced by instrument to such effect executed by the Declarant and Declarant's mortgagees holding a mortgage encumbering the property subject to the Declaration or portion thereof, which is recorded in the Public Records.

ARTICLE IX

Board of Directors

- (A) Composition. The Board will initially consist of three (3) persons appointed by the Declarant. Upon termination of the Class B membership, the Board will consist of at least three (3) directors, selected in accordance with these Articles and By-Laws, but in any event, the number of directors must always be three (3) or a multiple of three (3).
- (B) Classes. Each director will be appointed or elected to one of three (3) classes: Class 1, Class 2, or Class 3. Directors will be elected by class to provide for staggered terms. If the number of directors is increased, it shall be in multiples of three (3) and each new position must be assigned to a class so that each class will have an equal number of directors.

- (C) Term of Office. The initial term for the Class 1 director will be for one (1) year. The initial term for the Class 2 director will be for two (2) years. The initial term for the Class 3 director will be for three (3) years. Subsequent terms for directors of any class will be for three (3) years; however, directors will always serve until resignation, removal or until their successors are elected.
- (D) Qualifications. After termination of the Class B Membership, each director must be a Member. If a director ceases to be a Member during the term of office, such person will be automatically removed from the Board, effective upon such occurrence.
- (E) Voting Procedure. At each annual meeting, the Members will elect the directors to replace the directors of the class whose term of office is then expiring. Each Class A Member will have one (1) vote for each seat to be filled and the Class B Member will have ten (10) votes for each Lot owned by the Class B Member or its affiliates. No cumulative voting will be permitted. The candidate(s) receiving the highest number of votes will be declared elected. If there is a tie vote, the Class B Member will be given one additional vote and the opportunity to cast such vote to break the tie. The meeting will, in other respects, be conducted in accordance with the By-Laws.
- (F) Removal. Any director may be removed from office, with or without cause, by at least a majority vote of the Members.
- (G) Vacancies: Replacement of Directors. Any vacancy occurring in positions as director may be filled by a majority vote of the remaining Board members. If the remaining Board members do not constitute a quorum, then a special meeting of the Community Association may be called by any officer or by any Member to elect new members to the Board.
- (H) Compensation. Directors will not receive compensation for their services unless approved by the Members. This will not prevent a Class B Member or an affiliate of a Class B Member from being compensated for management or other services.

ARTICLE X

Name and Address of Initial Board of Directors

The number of persons constituting the first board of directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as directors until the first election which shall be held at the first annual meeting of the Association, are:

Class One

Dennis Buckley
735 N. Atlantic Avenue
Daytona Beach, FL 32118

Class Two

George Anderson
326 N. Atlantic Avenue
Daytona Beach, Florida 32118

Class Three

Joseph H. Hopkins
140 S. Beach St., Suite 306
Daytona Beach, Florida 32118

ARTICLE XI
Officers

The day to day affairs of the Association will be governed by officers selected by the Board of Directors in accordance with the By-Laws.

ARTICLE XII
By-Laws

The By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of each class of voting members existing at the time of and present at such meeting except that the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

ARTICLE XIII
Amendments to Articles of Incorporation

Amendments to these Articles of Incorporation shall be approved by the Board of Directors and then by the Members at any annual meeting of the Association, or at any special meeting duly called and held for such purpose. Amendments require the affirmative vote of each class of voting Members existing at the time of, and present at such meeting. Amendments will also require the approval of the Declarant so long as the Declarant, its subsidiaries, affiliates or successors own any Lots.

ARTICLE XIV
Dissolution and Distribution of Assets

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes. Unless an approved homeowners association or governmental entity has accepted or does accept responsibility for the storm water management system, then in the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the storm water management system must be transferred to and accepted by an entity which would comply with Section 40-C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XV
Indemnification of Officers and Directors

Every director and every officer of the Association is indemnified by the Association against all expenses and liabilities, including attorney's fees (before trial, at trial, or on appeal) incurred by or imposed upon such person in connection with service as a director or officer. This indemnity will apply regardless of whether the person is still serving as a director or officer at the time a loss is sustained. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XVI
Construction

Terms utilized in these Articles of Incorporation, but not defined herein, will have the same meaning as in the Declaration. These Articles of Incorporation are subordinate to the terms of the Declaration. To the extent that the provisions hereof conflict with any provisions contained in the Declaration, as amended from time to time, then these Articles of Incorporation will be deemed automatically amended to conform to the terms of the Declaration.

IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has hereunto set his hand and seal this 3rd day of March, 2000.

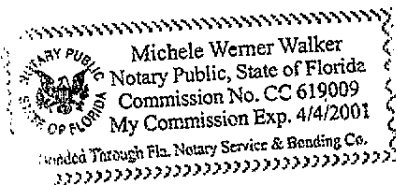
BUCANCLOAR, INC.

By: _____

DENNIS BUCKLEY, PRESIDENT

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 20th day of March, 2000, by **DENNIS BUCKLEY, President of BUCANCLOAR, INC.,** a Florida corporation, who (is personally known to me) (provided his driver's license as identification) and (did) (did not) take an oath.



Michele Werner Walker
Notary Public
State of Florida at Large
My Commission No:
My Commission Expires:

CERTIFICATE APPOINTING REGISTERED AGENT

**Designating Registered Agent and Place of Business
for the Service of Process within this State**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

Dennis Buckley, President
Bucancloar, Inc.
735 N. Atlantic Avenue
Daytona Beach, Florida 32118

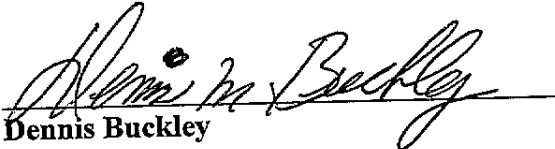
That the above described corporation desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Daytona Beach, County of Volusia, State of Florida, has named **Dennis Buckley, 735 N. Atlantic Avenue, Daytona Beach, Florida 32118, County of Volusia, State of Florida**, as its agent to accept service of process within the State of Florida.

Dennis M. Buckley
DENNIS BUCKLEY, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law relating to keeping said office open.

Date: March 3, 2000


Dennis Buckley

FILED
00 MAY -9 PM 2:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA