

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

N 00000006144

FILING COVER SHEET
ACCT. #FCA-14

700003387847-4
-09/11/00--01058--002
*****78.75 *****78.75

CONTACT: CINDY HICKS

DATE: 9-11-00

REF. #: 0164.13068

CORP. NAME: Woodland Lakes Property Owners Association Inc

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER: _____

STATE FEES PREPAID WITH CHECK# 36617 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials

T SMITH SEP 15 2000
W-22165

RECEIVED
00 SEP 11 AM 11:20

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 11, 2000

PLEASE GIVE ORIGINAL SUBMISSION
DATE AS FILE DATE.

CCRS
103 N MERIDIAN ST
LOWER LEVEL
TALLAHASSEE, FL 32301

SUBJECT: WOODLAND LAKES PROPERTY OWNERS' ASSOCIATION, INC.
Ref. Number: W00000022165

We have received your document for WOODLAND LAKES PROPERTY OWNERS' 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):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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: 100A00047863

RECEIVED
00 SEP 15 AM 9:46
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

WOODLAND LAKES PROPERTY OWNERS' ASSOCIATION, INC.

FILED
00 SEP 11 10 39
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporators, desiring to form a not-for-profit corporation under the provisions of Chapter 617 of the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

**ARTICLE I
Name and Principal Address**

The name of this corporation shall be **WOODLAND LAKES PROPERTY OWNERS' ASSOCIATION, INC.** (the "Corporation"), and its principal address shall be 8529 SouthPark Circle, Suite 210, Orlando, Florida 32819.

**ARTICLE II
Term and Commencement**

This Corporation shall have perpetual existence unless dissolved according to law. Corporate existence shall commence with the filing of these Articles with the Secretary of State.

**ARTICLE III
Purposes**

The purposes for which this Corporation is organized are:

1. To promote the health, safety, and social welfare of the Owners of Property within that area referred to as "Woodland Lakes" in the Declaration of Master Covenants and Restrictions for Woodland Lakes, recorded or to be recorded among the Public Records of Orange County, Florida, as such Declaration may be amended from time to time hereafter (the "Master Covenants").

2. To own, maintain, repair and replace, in such manner as the Corporation shall deem appropriate, the general and Common Property (as defined in the Master Covenants), lakes, wetlands, drainage structures, other structures, roadways, easements, rights of way, landscaping and other improvements within or benefiting

Woodland Lakes for which the obligation to maintain and repair has been delegated to and accepted by the Corporation.

3. To control the specifications, architecture, design, appearance, elevation and landscaping around or with respect to buildings or improvements of any type, including buildings, roads, parking areas, walls, fences, sewers, drains, disposal systems, utilities, waterbodies, or other structures constructed, placed or permitted to remain in Woodland Lakes, as well as the alteration, improvement, addition or change to any of the foregoing.
4. To provide, or provide for, and to operate, maintain and manage the surface water or stormwater management system for Woodland Lakes (including all capital improvements and equipment related thereto) in a manner consistent with applicable St. Johns River Water Management District permit requirements and applicable rules.
5. To provide, purchase, acquire, replace, improve, maintain, and repair such real property, buildings, structures, street lights, drainage improvements or facilities, landscaping, roadways, driveways, parking areas and other structures and equipment, both real and personal, related to the health, safety, and social welfare of the members of the Corporation, as the Board of Directors in its discretion determines necessary, appropriate, and convenient. To convey Corporation property to any appropriate governmental or other entity for the purpose of establishing municipal service taxing districts or allowing such entity to own and maintain such property.
6. To enter into contracts to provide stormwater retention or detention or other services to other lands in the vicinity of Woodland Lakes under such terms, and for such compensation as the Corporation may determine to be reasonable and appropriate.
7. To enter into contracts with entities, under terms and provisions and for compensation satisfactory to the Corporation, for the provision of any or all services allowed to be undertaken by the Corporation.
8. To operate without profit for the benefit of its members.
9. To levy and collect annual assessments, special assessments, pollution assessments and other assessments allowed under the terms of the Master Covenants and to disburse such funds for such purposes as are authorized herein, in the bylaws of the Corporation as amended from time to time (the "Bylaws"), or in the Master Covenants, in such manner, at such times and in such amounts as the Corporation may determine.
10. To enforce the terms and provisions of the Master Covenants.

11. To perform all of the functions contemplated by the Corporation, and undertaken by the Board of Directors of the Corporation, in the Bylaws of the Corporation, the Master Declaration and in any Special Covenants and Restrictions that may be recorded in the Public Records of Orange County, Florida affecting all or any portion of the Property.

12. None of the purposes of the Corporation shall be for pecuniary profit, including the performance of any of the purposes herein described.

13. To have and exercise all powers conferred on a Corporation organized under the Florida Not For Profit Corporation Act as currently in effect and as it may be amended, including (without limitation) all powers necessary or convenient to effect any or all purposes for which the Corporation is organized.

ARTICLE IV Members

The qualifications for members and the manner of their admission and expulsion shall be as regulated by the Bylaws.

ARTICLE V Bylaws

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE VI Indemnification

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents, from and against all liabilities and obligations, including attorney fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

**ARTICLE VII
Amendment**

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the members is subject to this reservation.

**ARTICLE VIII
Headings and Captions**

The headings or captions of these various articles of incorporation are inserted for convenience of reference only, and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

**ARTICLE IX
Board of Directors**

The names and addresses of the initial Directors, who shall serve until the first election of Directors or until their earlier resignation, removal from office or death, are:

Gary J. Conaway
100 South Charles Street
Suite 1400
Baltimore, Maryland 21201

Thomas J. Quinn
100 South Charles Street
Suite 1400
Baltimore, Maryland 21201

Geoffrey J. Troan
8529 SouthPark Circle, Suite 210
Orlando, Florida 32819

The method of election of directors is as stated in the bylaws.

ARTICLE X
Registered Office and Registered Agent

The street address of the initial registered office of this Corporation is 103 North Meridian Street, Lower Level, Tallahassee, Florida 32301, and the name of the initial registered agent of this Corporation is CorpDirect Agents.

ARTICLE XI
Dissolution

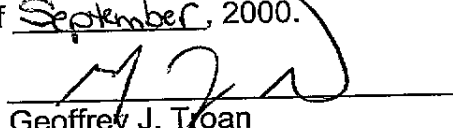
Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for one or more of the purposes of the Corporation, which may include distribution to an organization or organizations organized and operated exclusively for one or more of such purposes, or shall distribute all of the assets of the Corporation to the federal government, or to a state or local government, for a public purpose. Responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity that is in compliance with Section 40C-42-027, Florida Administrative Code, and that is approved by the St. Johns River Water Management District. Any assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for one or more of the purposes of the Corporation.

ARTICLE XII
Incorporators

The name and residence of the incorporator of the Corporation is as follows:

Geoffrey J. Troan
Director, Real Estate
LMCPI / Lockheed Martin Corporation
8529 SouthPark Circle, Suite 210
Orlando, Florida 32819

IN WITNESS WHEREOF, I, the undersigned incorporator, have executed these Articles of Incorporation this 10th day of September, 2000.



Geoffrey J. Troan

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 617.0503, Florida Statutes, the following is submitted:

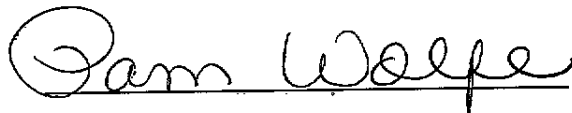
Woodland Lakes Property Owners' Association, Inc. (the "Corporation"), desiring to organize as a Florida Corporation not for profit, has named and designated CorpDirect Agents as its Registered Agent to accept service of process within the State of Florida with its registered office located at 103 North Meridian Street, Lower Level, Tallahassee, Florida 32301.

FILED
SEP 11 11 45 AM '00
TALLAHASSEE, FLORIDA

ACKNOWLEDGMENT

Having been named as Registered Agent for the Corporation at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Section 617.0503, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the provisions of Section 48.091, Florida Statutes, and all other statutes, all as the same apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 11 day of September 2000.



Registered Agent

It's Agent: Pam Wolfe