

N00000006444
Walter Lawson

LETTER OF TRANSMITTAL

To: Florida Dept. of State
Attn: Corporate Division
PO Box 6327
Tallahassee, FL 32314

Date: 9/20/00
Re: Hawthorne Estates
Homeowners Ass., Inc.

Total # of Pages, Including Transmittal

Items enclosed with Transmittal checked below:

Check (\$78.75)

Certificate of Designation
of Registered Agent/Registered Office

Other: Articles of Incorporation

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

Reason for Transmittal checked below:

For approval

For Your Use

For Review

Please Comment

Please Record

Remarks:

Please find enclosed the above referenced items for the Hawthorne Estates Homeowners' Association, Inc.

If you have any questions please call Walter Lawson @ 904-362-7814.

Thank you

Ginger Williams
Ginger Williams

T. Burch SEP 28 2000

ARTICLES OF INCORPORATION

OF

HAWTHORNE ESTATES HOMEOWNERS' ASSOCIATION, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I – NAME

The name of the corporation is **HAWTHORNE ESTATES HOMEOWNERS' ASSOCIATION, INC.**

ARTICLE II – DURATION

This corporation shall have perpetual existence.

ARTICLE III – PURPOSE

THE GENERAL PURPOSE AND OBJECTIVES OF THIS CORPORATION SHALL BE TO OWN, MAINTAIN, IMPROVE AND REPAIR THAT CERTAIN COMMON EASEMENT AREA WITHIN A CERTAIN TRACT OF REAL PROPERTY SITUATE IN SUWANNEE COUNTY, FLORIDA, BEING MORE PARTICULARLY DESCRIBED IN A DECLARATION OF COVENANTS, CONDITIONS, RESTRICTIONS AND EASEMENTS DATED July 25, 2000; TO DO AND TO PERFORM ANYTHING REQUIRED BY THESE ARTICLES, BYLAWS, OR THE DECLARATION OF RESTRICTIONS AND PROTECTIVE COVENANTS TO BE DONE BY THE OWNER BUT IF NOT DONE BY THE OWNER IN A TIMELY MANNER, AT THE EXPENSE OF THE OWNER. (HEREINAFTER REFERRED TO AS THE "DECLARATION"); TO ASSESS, LEVY, COLLECT, DISBURSE AND ENFORCE PAYMENT BY ANY LAWFUL TERMS OF THE DECLARATION AND BYLAWS; TO ACQUIRE, OWN, HOLD IMPROVE, MAINTAIN, CONVEY, SELL LEASE, TRANSFER, DEDICATE TO PUBLIC USE, OR OTHERWISE DISPOSE OF REAL AND PERSONAL PROPERTY IN CONNECTION WITH THE AFFAIRS OF THE CORPORATION CONSISTENT WITH THE PERMIT ISSUED BY THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT; TO PROPERTY, INCLUDING BUT WITHOUT LIMITATION, ALL LAKES, DITCHES, CANALS, RETENTION OR DETENTION AREAS, DRAINAGE, OTHER SURFACEWATER MANAGEMENT WORKS, AND PRESERVATION OR CONSERVATION AREAS, WETLANDS, AND WETLAND MITIGATION AREAS WHICH ARE OWNED BY THE ASSOCIATION OR THE OWNERS IN COMMON IN A MANNER CONSISTENT WITH THE PERMIT ISSUED BY THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT AND TO THE OPERATION AND MAINTENANCE PLAN ATTACHED THERETO; TO DO ANY AND ALL LAWFUL THINGS AND ACTS IN FURTHERANCE OF THE ABOVE STATED PURPOSES AND TO ENSURE TO EACH MEMBER OF THE CORPORATION A

PROPERLY MAINTAINED RIGHT OF EASEMENT TO LOTS APPURTENANT TO THE COMMON EASEMENT AREA.

To otherwise exercise all of the powers enumerated in S617.021, Florida Statutes, as it now exists or is subsequently amended or superseded, and to do and perform such acts and to have any of the powers hereinabove enumerated which are not in derogation of the laws of the State of Florida; provided, however, that the corporation in exercising any one or more powers shall do so in furtherance of the exempt purposes for which it has been organized as described in S501 (c) (3), or any amendments or additions thereto.

This corporation is organized exclusively for the above stated purposes as a not-for-profit corporation within the meaning of S501 (c) (3) of the Internal Revenue Code, and its activities shall be conducted for such purpose, and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office. The corporation shall not engage in any act of self-dealing as defined in S4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws. The corporation shall not retain any excess business holding as defined in S4943 (c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws. The corporation shall not make any investments in any such manner as to subject it to tax under S4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws. The corporation shall not make any taxable expenditures as defined in S4945 (d) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent federal tax laws.

ARTICLE IV – POWERS

In carrying out its purposes, the corporation shall have all corporate powers now or hereafter provided by the laws of the State of Florida, including, but not limited to:

- A. The purchase, ownership, maintenance, control, sale, lease, mortgaging, encumbering or otherwise dealing in any manner with real and personal property of every type, kind and nature.
- B. The employment, direction and discharge of personnel necessary to carry out the purposes herein stated.
- C. To do any and all things necessary, incidental, or desirable to accomplish any and all of the purposes and objectives for which the corporation is organized, either alone or in association with other corporations, firms or individuals and to carry on any lawful activity necessary or incidental to the accomplishment of the purposes and objectives of the corporation.
- D. To make and collect assessments against property owners in the development and use the proceeds thereof in the exercise of its powers and duties, including, but not limited to the defraying of costs and expense of carrying out its purposes.
- E. To maintain, repair, replace and operate property owned by it, purchase insurance thereon, and to make and adopt reasonable regulations respecting the use and appearance of the Road System and other property owned or controlled by the corporation, and to enforce by all legal means the provisions of these articles of incorporation and any by-laws or regulations adopted pursuant hereto.

The foregoing enumeration of powers shall in no way be construed to limit or restrict in any manner the powers of the corporation as may be otherwise provided or granted by law.

ARTICLE V – SUBSCRIBERS

The name and residence of the subscribers to these Articles of Incorporation are:

NAME	ADDRESS
WALTER J. LAWSON	14952 US 90 Live Oak, Florida 32060
LLOYD C. HAWTHORNE	16649 N. CR 349 McAlpin, Florida 32062

ARTICLES VI – MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided interest in any lot which by virtue of the Declaration is subject to assessment by the corporation, but excluding persons or entities holding title merely as security for a performance of any obligation, shall be a member of the corporation. Membership shall be appurtenant to any may not be separated from ownership of a lot which is subject to assessment by the corporation.

ARTICLE VII – BOARD OF DIRECTORS

The property, affairs, business and operation of the corporation shall be managed in accordance with the provisions of the By-laws by the Board of Directors named herein and as subsequently elected or removed according to the By-laws. The Board shall carry out the purposes of the corporation in compliances with the Articles of Incorporation and the By-laws of the corporation. The number of directors shall not be less than two.

This corporation shall have a board of directors of not less than three directors initially. The names and addresses of the directors who shall serve until the first election are:

NAME	ADDRESS
WALTER J. LAWSON	14952 US 90 Live Oak, FL 32060
NORMA A. LAWSON	14952 US 90 Live Oak, FL 32060
LLOYD C. HAWTHORNE	16649 N. CR 349 McAlpin, FL 32062

VACANCIES IN THE BOARD OF DIRECTORS OCCURRING BEFORE THE FIRST ELECTION SHALL BE FILLED BY THE DIRECTOR REMAINING IN OFFICE, EVEN THOUGH HE DOES NOT CONSTITUTE A QUORUM OF THE BOARD OF DIRECTORS.

ARTICLE VIII – OFFICERS

The affairs of this corporation shall be managed by officers elected by the Board of Directors at its annual meeting. The officers shall serve until the next annual meeting of the Board of Directors unless removed earlier in accordance with the By-laws. The names of the officers who shall serve until the next annual meeting of the Board of Directors are:

WALTER J. LAWSON, President

LLOYD C. HAWTHORNE, Vice-President

NORMA A. LAWSON, Secretary/Treasurer

ARTICLE IX – VOTING RIGHTS

Members, including the developers, are entitled to one (1) vote for each lot owned. When more than one person or entity holds an interest in any lot, all such persons or entities shall be members. The vote for such lot shall be exercised as such members may determine among themselves but in no event shall more than one vote be cast with respect to any one lot owned. The Board of Directors may suspend the voting rights of any member of the corporation who is in default in any of his obligation under the Declaration (including, but not limited to, the failure to pay any assessment), providing that such default has continued uncured for a period of 30 days after written notice thereof to such member.

ARTICLE X – BY-LAWS

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

ARTICLE XI – OWNERSHIP OF PROPERTY

The property acquired and titled in the name of the corporation shall be held exclusively for the use and benefit of the corporation.

ARTICLE XII – AMENDMENTS

AMENDMENTS TO THESE ARTICLES OF INCORPORATION MAY BE PROPOSED BY ANY MEMBER OF THE CORPORATION, THESE ARTICLES MAY BE AMENDED AT ANY ANNUAL MEETING DULY CALLED AND HELD FOR SUCH PERPOSES BY THE AFFIRMATIVE VOTE OF A TWO-THIRDS MAJORITY CAST BY THE MEMBERS PRESENT AT SUCH MEETING, PROVIDED, HOWEVER, THAT AMENDMENTS TO ARTICLES OR BYLAWS WHICH DIRECTLY OR INDIRECTLY IMPACT OPERATION AND MAINTENANCE OF THE SURFACEWATER MANAGEMENT SYSTEM INCLUDING BUT WITHOUT LIMITATION, ALL LAKES, DITCHES, CANALS, RETENTION OR DETENTION AREAS, DRAINAGE, OTHER SURFACEWATER MANAGEMENT WORKS, AND PRESERVATION OR CONSERVATION AREA, WETLANDS, AND WETLAND MITIGATION AREAS WHICH ARE OWNED BY THE ASSOCIATION OR THE OWNERS IN COMMON, MAY BE MADE AFTER THE APPROVAL BY THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT IN EFFECT AT THE TIME OF APPLICATION FOR SUCH MODIFICATION. AMENDMENTS TO THE ARTICLES OR THE BYLAWS WHICH DO NOT IMPACT OPERATION OR MAINTENANCE OF THE SYSTEM MAY BE MADE WITHOUT AUTHORIZATION OF THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT; HOWEVER, COPIES OF ANY SUCH AMENDMENTS SHALL BE FORWARDED TO THE DISTRICT WITHIN 30 DAYS OF APPROVAL.

ARTICLE XIII – DISSOLUTION

PRIOR TO THE DISSOLUTION OF THIS CORPORATION, ALL PROPERTY, INTEREST IN PROPERTY, WHETHER REAL, PERSONAL, MIXED, WHICH IS DIRECTLY OR INDIRECTLY RELATED TO THE SURFACEWATER MANAGEMENT SYSTEM INCLUDING BUT WITHOUT LIMITATION, ALL LAKES, DITCHES, CANALS, RETENTION OR DETENTION AREAS, DRAINAGE, OTHER SURFACEWATER MANAGEMENT WORKS, AND PRESERVATION OR CONSERVATION AREAS, WETLANDS, AND WETLAND MITIGATION AREAS WHICH ARE OWNED BY THE CORPORATION OR THE OWNERS IN OCMMON, WILL BE DEDICATED TO AND ACCPETED FOR MAINTENANCE BY THE APPROPRIATE UNIT OF GOVERNMENT OR OTHERWISE TRANSFERRED TO AND ACCEPTED FOR MAINTENANCE BY AN APPROVED ENTITY. DEDICATION OR APPROVAL MUST BE AUTHORIZED BY THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT THROUGH MODIFICATION OF ANY AND ALL PERMITS ISSUED BY THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT. SUCH MODIFICATION SHALL BE MADE UNDER THE LAWFULLY ADOPTED RULES OF THE SUWANNEE RIVER WATER MANAGEMENT DISTRICT IN EFFECT AT THE TIME OF THE APPLICATION FOR SUCH MODIFICATION.

**ARTICLE XIV – REGISTERED OFFICE AND REGISTERED AGENT
& MAILING ADDRESS**

The street address of the initial registered office of the corporation shall be 14952 US 90, Live Oak, FL 32060, and the name of the initial registered agent of the corporation at that address is WALTER J. LAWSON. The corporations principal address is the same.

ARTICLE XVI – INITIAL CONTROL BY DEVELOPER

Notwithstanding the other provisions contained in these articles to the contrary, WALTER J. LAWSON, 14952 US 90, Live Oak, FL 32060, and LLOYD C. HAWTHORNE, 16649 N. CR 349, McAlpin, FL 32062 (Developers), or their successors in interest shall have the responsibility for management, maintenance, operation and care of all roads, parks, common areas, lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works and preservation or conservation areas, wetlands and wetland mitigation areas which are owned by the association or the owners in common with the Developers until the Developers relinquish that right or cease to be the owner of more than twenty-five percent (25%) of the lots included in the development know as HAWTHORNE ESTATES. The Developers, prior to relinquishing control of the association or otherwise allowing control to transfer to the directors of the association, shall provide at least 30 days written notice to the Suwannee River Management District that all terms and conditions placed upon the developer by permits or authorizations from the Suwannee River Management District have been satisfied in full and that transfer is proposed to occur on a specific date.

IN WITNESS WHEREOF, the undersigned have hereunto set their hands and seals on this

25 day of July, 2000.



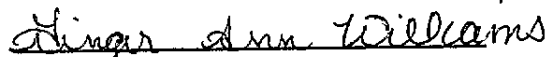
WALTER J. LAWSON, Trustee of
the Lawson Trust



LLOYD C. HAWTHORNE

STATE OF FLORIDA
COUNTY OF SUWANNEE

The foregoing Articles of Incorporation were acknowledged before me this 25 day of
July, 2000, by WALTER J. LAWSON and LLOYD C. HAWTHORNE, as
Subscriber and Registered Agent.



Notary Signature

Ginger Ann Williams

Printed Name of Notary

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Hawthorne Estates Homeowners' Association, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

Walter J. Lawson

(NAME)

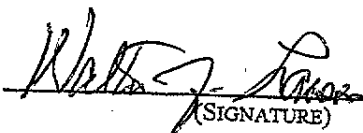
14952 US 90

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Live Oak, FL 32060

(CITY/STATE/ZIP)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(SIGNATURE)

9-20-2000

(DATE)