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TALLAHASSEE, FLORIDA

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AMENDMENTS

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

OTHER FILINGS

- Annual Report
 Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
 Limited Partnership
 Reinstatement
 Trademark
 Other

Examiner's Initials

32

03-13-01

**ARTICLES OF INCORPORATION
OF
MOUNT ROYAL AIRPARK PROPERTY OWNERS' ASSOCIATION, INC.
a non-profit corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF PUTNAM**

KNOW ALL MEN BY THESE PRESENTS:

I, the undersigned, hereby apply for the purpose of becoming a non-profit corporation under the laws of the State of Florida, by and under the provisions of Florida Statutes §617 et seq. of the State of Florida, providing for the formation, liability, rights, privileges, duties and immunities of a corporation not for profit, under and pursuant to these ARTICLES OF INCORPORATION.

ARTICLE I

NAME OF CORPORATION: The name of this corporation shall be MOUNT ROYAL AIRPARK PROPERTY OWNERS' ASSOCIATION, INC., a non-profit corporation.

ARTICLE II

PURPOSES: The purposes of the corporation shall be as follows, to-wit:

- A. To regulate the use, and provide for the quiet enjoyment of, the various easements and common areas located within the subdivision;
- B. To provide for the quiet enjoyment of all properties located within Mount Royal Airpark and to enforce the terms and conditions of those certain Restrictive Covenants recorded in Official Records Book 790 at Page 1276 of the public records of Putnam County, Florida;
- C. To establish other covenants, restrictions and guidelines as may be agreed upon by the members;

D. To own, operate and manage properties conveyed to the Association and to engage in such activities as may be to the mutual benefit of the members and owners;

E. To engage in such other business and duties as are necessary to carry out the purpose of the corporation.

ARTICLE III

POWERS: This corporation shall have all of the powers reserved for, and granted to, corporations not for profit by the laws of the State of Florida. Said powers to include, but not be limited to the following:

a. To elect and maintain a Board of Directors;

b. To make, levy and collect assessments from its members for purposes deemed appropriate by the Association;

c. To contract with others to maintain and protect the Mount Royal Airpark property;

d. To sue, and be sued, and to initiate legal action, on behalf of the Association when necessary to enforce or defend Association actions and decisions;

e. To make, establish and enforce reasonable rules and regulations governing the use of property owned by the Association;

f. To maintain, repair, replace and operate those portions of the property for which the subdivision is responsible;

g. To purchase insurance upon its common property and to construct, repair and reconstruct improvements located its properties.

ARTICLE IV

DURATION: This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

ARTICLE V

MEMBERSHIP: Membership shall be mandatory of all record owners and subsequent purchasers of properties within the Mount Royal Airpark Subdivision as defined by that certain plat of the Mount Royal Airpark Subdivision as recorded in Map Book 6 at Page 73 of the public records of Putnam County, Florida.

Members shall be the developer and those persons entitled to membership who have paid yearly dues, plus any annual or special assessments voted by the membership and have met all other, further and additional requirements for membership as may be determined by the Association. Such persons shall be termed "members in good standing" and shall be eligible to participate in meetings and vote in accordance with the Association rules.

ARTICLE VI

OFFICERS: The corporation shall have as officers a President, Vice President and Secretary/Treasurer. The President shall preside over the annual meeting of the members as well as other meetings and will administer to the day-to-day operations and responsibilities of the association, including the collection of assessments and payment of ad valorem taxes and other fees, as directed by the Board of Directors. The President shall also be the association's designated recipient of all comments, suggestions and other correspondences from owners. The Vice-President shall serve and perform the duties of President in the absence of the President and to engage in such other, further and additional conduct and duties as may be directed by the

of Directors shall serve until the first annual meeting which shall occur on the date specified in Article XIV.

ARTICLE X

ACTION BY CORPORATION, INCLUDING AMENDMENTS TO ARTICLES OF INCORPORATION AND BY-LAWS, AND QUORUM: Any action by the corporation shall require a vote of greater than seventy-five percent (75%) of the members in good standing present at any annual or specially called meeting. Any action taken at a meeting other than the annual meeting of the members shall require at least twenty (20) days' written notice by certified mail to each of the members in good standing as of the date of the mailing of said notice. Meetings shall be held at some location within the Mount Royal Airpark Subdivision or such other alternate site is agreed to by the same majority required to take any action. A quorum of fifty percent (50%) of the members in good standing plus one (1) must be present at any meeting where action is taken.

ARTICLE XI

VOTING RIGHTS: The Developer and each member in good standing of the Association shall be entitled to one (1) vote for each lot owned within the Mount Royal Airpark Subdivision. In the event that any one person, firm or entity, other than the developer, owns more than one lot, then said person, firm or entity shall be entitled to one vote for each lot owned and for which an assessment and/or membership dues are paid. Persons, firms or entities owning more than one lot who pay only one assessment shall be entitled to only one vote. In the event ownership of any lot is comprised of more than one person or entity, there shall neither be any fractional voting with respect to any lot nor more than one (1) vote per lot. The Developer shall

not be required to pay dues or assessments and shall always be entitled to one (1) vote per lot owned by the Developer.

ARTICLE XII

COMPENSATION OF MEMBERS: No dividends shall be paid and no part of the income of the corporation shall be distributed to its members, directors or officers pursuant to the requirements of Florida Statute §617.011 (1). However, the corporation may, in accordance with said statute, pay compensation in a reasonable amount to its members, directors and/or officers for services rendered by them and may confer benefits upon its members in conformity with its purposes.

ARTICLE XIII

NO ISSUANCE OF STOCK: This corporation, being a non-profit corporation, shall not issue shares of stock. Membership may be evidenced by a certificate of membership which may be issued at the option of the members. Notwithstanding the right to issue a certificate of membership, the secretary of the corporation shall keep an active and up-to-date membership roll which will be updated on a regular basis. The membership roll shall be kept in the corporate book along with these Articles, the By-Laws, the corporate seal and the Minutes of Annual and Special Meetings. It shall not be the obligation of the Secretary to verify changes in ownership. Owners of lots within the Mount Royal Airpark Subdivision and members of The Mount Royal Airpark Property Owners' Association, Inc. are vested with the responsibility of notifying any purchaser of the existence of the Restrictive Covenants referred to in Article II of these Articles of Incorporation and of their obligation to join the Mount Royal Airpark Property Owners' Association, Inc., to pay dues and assessments and to abide by the terms and conditions of the

Restrictive Covenants as well as the mandates of the membership of The Mount Royal Airpark Property Owners' Association, Inc.

ARTICLE XIV

ANNUAL MEETING: The annual meeting of the members shall occur on the third (3rd) Friday in April of each and every year beginning on Friday, April 20, 2001, at 7:30 p.m.

ARTICLE XV

CONSTRUCTION: Whenever the masculine, singular form of the pronoun is used in these Articles of Incorporation, it shall be construed to mean the masculine, feminine or neuter, singular or plural, wherever the context so requires.

Should any of the provisions herein imposed be void or become unenforceable at law or in equity, the remaining provisions of this instrument shall, nevertheless, be and remain in full force and effect.

If any irreconcilable conflict should exist, or hereafter arise, with respect to the interpretation of these Articles of Incorporation and any By-Laws subsequently adopted by the corporation, the provisions of these Articles of Incorporation shall prevail.

ARTICLE XVI

REGISTERED OFFICE AND AGENT: The street and mailing address of the initial principal office of this corporation is 136 William Bartram Drive, Post Office Box 297, Welaka, Florida 32193. The name of the initial registered agent of this corporation at that address is C. Paul Wilcox.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles

of Incorporation on the 2nd day of March, 2001.

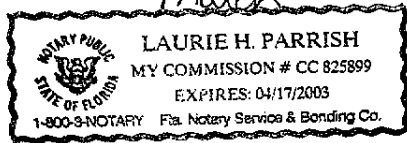
C. Paul Wilcox
C. Paul Wilcox

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TALLAHASSEE, FLORIDA

**STATE OF FLORIDA
COUNTY OF PUTNAM**

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared C. Paul Wilcox, personally known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 2nd day of March, 2001.



L. H. Parrish
Notary Public
My commission expires:

ACCEPTANCE OF DUTIES AS REGISTERED AGENT

I, the undersigned, having been named to accept service of process for the above corporation at the place indicated in the foregoing Articles of Incorporation, do hereby agree to act in said capacity, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

C. Paul Wilcox
C. Paul Wilcox

SWORN TO AND SUBSCRIBED before me this 2nd day of March, 2001 by C. Paul Wilcox, who is to me personally known.

L. H. Parrish
Notary Public
My commission expires:

