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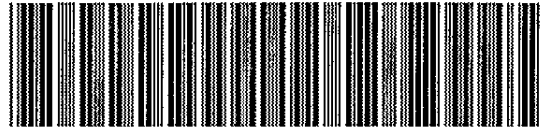
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TB.

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: High Pointe Homeowners Association of Nassau
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)
County, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate of Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Robert L Peters, P.A.
Name (Printed or typed)

28 South 10th Street
Address

Fernandina Beach, FL 32034
City, State & Zip

904-491-0838
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
OF
HIGH POINTE HOMEOWNERS ASSOCIATION OF NASSAU COUNTY, INC.

In compliance with the requirements of Florida Statute Chapters 617 and 720, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I
NAME

The name of the corporation is **HIGH POINTE HOMEOWNERS ASSOCIATION OF NASSAU COUNTY, INC.**, hereafter called the "Association".

ARTICLE II
ADDRESS

The principal office of the Association is located at P.O. Box 208, Fernandina Beach, Florida 32035.

ARTICLE III
REGISTERED AGENT

Robert L. Peters, P.A. whose address is 28 South 10th Street, Fernandina Beach, Florida 32034, is hereby appointed the initial registered agent of this Association.

Agency Accepted:

By: 
Robert L. Peters

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property more particularly described on the plat for **HIGH POINTE HOMEOWNERS ASSOCIATION OF NASSAU COUNTY, INC.**, recorded at the Public Records of Nassau County, Florida, and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

- (a) exercise all of the powers and privileges and to perform all of the duties and obligations of the

is a Director or Officer at the time such expenses are incurred. 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 XI

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XII

DURATION

The corporation shall exist perpetually.

ARTICLE XIII

AMENDMENTS

Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions and Easements, hereinafter called the "Declaration", applicable to the property and recorded in the Public Records of Nassau County, Florida, and as the same may be amended from time to time as therein provided, said Declaration and any amendments being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) contract with a third party for the management of the Property and to delegate to the Contractor all powers and duties of this corporation except such as are specifically required by the Declaration and/or the Bylaws to have the approval of the Board of Directors or the membership of the corporation;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the Board of Directors agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Non-

Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lots, all such persons

shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant (as defined in the Declaration), and shall be entitled to six (6) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (c) when Declarant waives in writing its right to Class B membership.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors initially composed of three (3) Directors, who need not be members of the Association. Directors will be elected in the manner prescribed in the By-Laws. The number of Directors may be changed by amendment to the Bylaws of this Association.

The names and addresses of the persons who are to act in the capacity of Directors until their successors are elected and qualify, unless they sooner shall die, resign, or are removed, are:

<u>Name</u>	<u>Address</u>
Bob Allison	P.O. Box 208 Fernandina Beach, Florida 32035
Donna Van Puymbrouck	P.O. Box 208 Fernandina Beach, Florida 32035
Lyn Allison	P.O. Box 208 Fernandina Beach, Florida 32035

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the members of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
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PRESIDENT

Bob Allison P.O. Box 208
Fernandina Beach, Florida 32035

VICE PRESIDENT

Donna Van Puymbrouck P.O. Box 208
Fernandina Beach, Florida 32035

SECRETARY/TREASURER

Lyn Allison P.O. Box 208
Fernandina Beach, Florida 32035

ARTICLE IX

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE X

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or to which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

ARTICLE XIV

SUBSCRIBER

The name and address of the subscriber of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Allison Lands, Inc.	P.O. Box 208 Fernandina Beach, FL 32035

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Association, has caused these Articles of Incorporation to be executed this day of Nov 7th, 2002.

ALLISON LANDS, INC.

Jenny R. Carter
Witness: Jenny R. Carter
Ann M. Hays
Witness: Ann M. Hays

Bob Allison
By: Bob Allison
President
P.O. Box 208
Fernandina Beach, FL 32035

STATE OF FLORIDA

COUNTY OF NASSAU

The foregoing instrument was acknowledged before me this day of Nov. 7th, 2002, by Bob Allison, President of ALLISON LANDS, INC. He is personally known to me and did not take an oath.



Jenny R. Carter
MY COMMISSION # DD068420 EXPIRES
October 30, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

Jenny R. Carter

Print Name:
Notary Public
My Commission Expires: