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OFFICE OF CORPORATIONS
03 JUN -9 AM 9:38

6-11-03

TRANSMITTAL LETTER

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

SUBJECT: MELROSE LANDING AIRPARK, INC.
(Proposed corporate name - must include suffix)

Enclosed is 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

ADDITIONAL COPY REQUIRED

FROM: JOHN H. FOSTER
Name (Printed or typed)

126 MELROSE LANDING DR.
Address

HAWTHORNE, FL 32640
City, State & Zip

352-475-3446
Daytime Telephone number

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JUN -9 AM 9:38

ARTICLES OF INCORPORATION
OF
MELROSE LANDING AIRPARK, INC.

In compliance with the requirements of Chapters 617 and 720 of the Florida Statutes, the undersigned, who is a Florida resident, and who is of full age, has this day voluntarily executed these Articles of Incorporation for the purpose of forming a corporation not for profit, and hereby certify:

ARTICLE I

NAME

The name of this corporation is Melrose Landing Airpark, Inc., Hereafter called the "Corporation".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Corporation is located at 126 Melrose Landing Drive, Hawthorne, Florida 32640.

ARTICLE III

PURPOSE AND POWERS OF THE CORPORATION

This Corporation does not contemplate any pecuniary gain or profit to the members hereof, and the specific purpose for which it is formed are to provide for administrative and preservation of the residential lots and the care, control and maintenance of all runways, taxiways, private roads, common areas and recreation facilities as defined within the Melrose Area Property Owners Association the parent corporation, within that certain tract of property described as:

SEE EXHIBIT "A" WHICH IS ATTACHED HERETO AND BY THIS
REFERENCE MADE A PART HEREOF.

And to promote the health, safety and welfare to the residents within the above designated property and any additions thereto as may hereafter be brought within the jurisdiction of this Corporation for this purpose, and to:

- a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in that certain Declaration of Restrictions and Protective Covenants, herein referred to as the "Declaration", applicable to the property and recorded or to be recorded in the public records of Putnam County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein by this reference as if set forth herein at length;
- b) fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration these Articles or the Bylaws properly adopted hereunder; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charge levied or imposed against the property of the Corporation;
- 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 Corporation;
- d) borrow money, and with the assent of two-thirds of the members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- e) dedicate, sell or transfer all or any part of the common areas or private roads to any public agency, authority or utility for such purposes and the 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 two-thirds of the members, agreeing to such dedication, sale or transfer;
- f) have and exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 / 720 of the Laws of the State of Florida by law may now or hereafter have or exercise.

ARTICLE IV

MEMBERSHIP AND VOTING RIGHTS

Section 1. Each owner of a lot which is subject assessment by the Corporation shall be a member of the Corporation. Each lease holder of a tie-down located on property under the control of the Corporation shall if in good standing be a member of the Corporation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment.

Section 2. The owner of each lot shall automatically be a member of the Corporation, provided, however, that where any lot is owned by more than one person, one of the said lot owners shall be designated to exercise all of the rights of membership on behalf of the owners of said lot.

Section 3. In the event the record owner of any lot is a corporation or other entity, such entity shall designate one of its officers or representatives as agent to exercise all of the rights of membership on behalf of the owner of said lot.

Section 4. Each lot/lease tie-down shall be entitled to one vote at every duly called meeting of the members of the Corporation, including one vote in electing directors to serve on the Board of Directors of the Corporation.

ARTICLE V

BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of three (3) directors who must be members of the Corporation. The number of directors may be changed by amendment of the Bylaws of the Corporation. The names and addresses of the persons who are to act in the capacity of Directors until selection of their successors are:

NAME

1. John H. Foster
267 Melrose Landing Drive
Hawthorne, Florida 32640
2. Claude W. Pratt
138 Cessna Drive
Hawthorne, Florida 32640
3. Norman Aiken
181 Piper Drive
Hawthorne, Florida 32640

At the first annual meeting the members shall elect two (2) directors for a term of one year and one director for a term of two years, and at each annual meeting thereafter the members shall elect directors for a term of two years for those whose terms have expired.

ARTICLE VI

DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Corporation, other than incident to a merger of consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation 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 purpose.

ARTICLE VII

DURATION

The corporation shall exist in perpetually.

ARTICLE VIII

AMENDMENTS

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

ARTICLE IX

BYLAWS

The first bylaws of the Corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded at any regular or special meeting of the members of the Corporation by a vote of a majority of a quorum of the members present in person or by proxy.

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ARTICLE X

REGISTERED OFFICE AND AGENT

The street address of the initial Registered Agent at such address, is

John H. Foster
267 Melrose Landing Drive
Hawthorne, Florida 32640

and by his/her signature on the Certificate attached hereto, he/she indicates acceptance as Registered Agent to act in this capacity pursuant to the laws of this state.

ARTICLE XI

COMMENCEMENT OF CORPORATE EXISTENCE

This corporation shall commence to exist on the date of filing these Articles of Incorporation with the Secretary of State.

ARTICLE XII

NAME AND ADDRESS OF INCORPORATOR

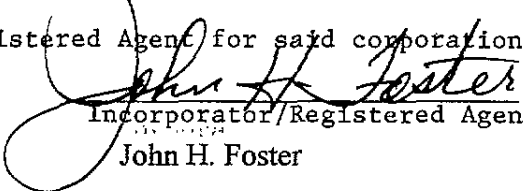
The name and address of the incorporator is as follows:

John H. Foster
267 Melrose Landing Drive
Hawthorne, Florida 32640

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IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 9 day of June, 2003.

I accept the appointment of Registered Agent for said corporation.


Incorporator/Registered Agent

John H. Foster

STATE OF FLORIDA
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority, an officer duly authorized to administer oaths and take acknowledgments, personally appeared John H. Foster, to me known to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

WITNESS my hand and official seal this 6 day of June, 2003.

Kathleen E Mayer

