

N03000006232

Ben C. Boynton
(Requestor's Name)

2735 Miller Landing Rd
(Address)

(Address)

TOLLAMASSEE FLA 32310
(City/State/Zip/Phone #)

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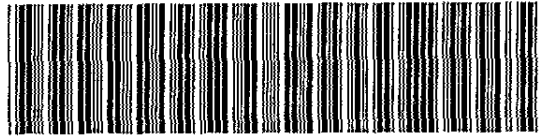
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DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
SONGBIRD SUBDIVISION
PROPERTY OWNERS ASSOCIATION, INC.

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03 JUL 22 AM 10:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, acting as incorporator of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation (hereinafter called the Association) is SONGBIRD SUBDIVISION PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II

The owners of property in SONGBIRD SUBDIVISION shall be members of this Association. The legal description of the property composing SONGBIRD SUBDIVISION is described in Exhibit "A".

The specific primary purposes for which the Association is formed are to provide for maintenance of easements and common areas and architectural control of buildings on the residence lots within the SONGBIRD SUBDIVISION. Generally, the Association's purpose is to promote the health, safety, and welfare of the residents within the Association.

In furtherance of the specific and general purposes, the Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in restrictive covenants applicable to the Association;

(b) Affix, levy, collect and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the applicable restrictive covenants; and pay all

expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association;

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

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional residential property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of one-half (1/2) of each class of members;

(e) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the restrictive covenants, and no part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE III

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is within the property described in Exhibit "A", but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot.

ARTICLE IV

The period of duration of the Association shall be perpetual.

ARTICLE V

The address of the principal office of the Association, and the name of the registered agent at such address, is:

BEN C. BOYNTON
2735 Miller Landing Road
Tallahassee, FL 32312

ARTICLE VI

The affairs of the Association shall be managed by a board of directors, a president and vice president, who shall at all times be members of the board of directors, and a secretary and treasurer. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of members. Directors shall be elected according to the Bylaws.

The names of the officers who are to serve until the first election are:

BEN C. BOYNTON	President
DOUG TURNER	Vice-President
ANNE R. BOYNTON	Secretary/Treasurer

ARTICLE VII

The number of persons constituting the first board of directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as directors until the first election are:

BEN C. BOYNTON
2735 Miller Landing Road
Tallahassee, FL 32312

DOUG TURNER
508-A Capital Circle SE
Tallahassee, FL 32301

ANNE R. BOYNTON
2735 Miller Landing Road
Tallahassee, FL 32312

ARTICLE VIII

The Architectural Control Committee for SONGBIRD SUBDIVISION shall consist of three (3) or more members. The names and addresses of the persons who shall serve as members are:

BEN C. BOYNTON
2735 Miller Landing Road
Tallahassee, FL 32312

DOUG TURNER
508-A Capital Circle SE
Tallahassee, Florida 32301

MICKEY HARBIN
1048 Fla. Ga. Highway
Havana, Florida

ARTICLE IX

The Bylaws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of two—thirds (2/3) of each class of members existing at the time of and present at such meeting except that the initial Bylaws of the Association shall be made and adopted by the board of directors.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of each class of members existing at the time of, and present at such meeting or voting by proxy.

ARTICLE XI

The Association shall have two (2) classes of voting members as follows:

Class A — Class A members shall be all owners of property within the Association with the exception of Declarant, and shall be entitled to one (1) vote for each unit owned as defined in the restrictive covenants. When more than one (1) person holds an interest in any lot, all such persons shall be members. The vote or votes for such lot shall be exercised as such members may determine among themselves.

Class B — The Class B member shall be the Declarant, as such term is defined in the Declaration of Restrictive Covenants of SONGBIRD SUBDIVISION, who shall be entitled to two (2) votes for each lot within the Association owned by Declarant. The Class B membership shall cease and be converted to Class A membership as provided in the Declaration of Restrictive Covenants of SONGBIRD SUBDIVISION.

ARTICLE XII

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

ARTICLE XIII

Incorporator: Ben C. Boynton
2735 Miller Landing Rd.
Tallahassee, FL 32312


Incorporator

I, Ben C. Boynton, accept my position as registered agent.


Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

SONGBIRD SUBDIVISION

All Lots, Easements, and Common Areas located within Blocks A, C, D, E, and F as more fully described on the Plat of Songbird Subdivision Phase I and all Lots, Easements, and Common Areas located within Blocks G, H, I, J and K as more fully described in the Plat of Songbird Subdivision Phase II.