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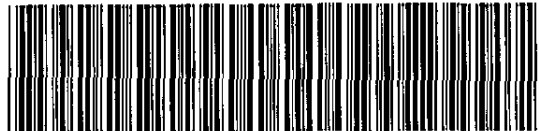
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MARIETTA, GEORGIA

10/28/05 BK
W05-48156

Crabtree & Fallar, P.A.

ATTORNEYS AND COUNSELORS AT LAW

8777 SAN JOSE BOULEVARD
BUILDING A, SUITE 200
JACKSONVILLE, FLORIDA 32217

R. R. CRABTREE
SCOTT W. FALLAR

TELEPHONE (904) 732-9701
TELECOPIER (904) 732-9702

A. M. CRABTREE, JR.
(1924-1995)

October 13, 2005

VIA FEDERAL EXPRESS

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

**RE: Articles of Incorporation of Augustine Oaks Office
Center Owners Association, Inc.**

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation together with our firm check in the amount of \$78.75 made payable to the Department of State as payment of the filing fee, Registered Agent designation, and State of Florida certificate.

Please file the original of the enclosed Articles of Incorporation and return same to the undersigned together with your certification.

Thank you most cordially for your assistance in this regard.

Sincerely,


Theresa Ridgeway
Legal Assistant

/tr
enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

October 21, 2005

CRABTREE & FALLAR, P.A.
8777 SAN JOSE BLVD
BLDG A, SUITE 200
JACKSONVILLE, FL 32217

SUBJECT: AUGUSTINE OAKS OFFICE CENTER OWNERS ASSOCIATION,
INC.
Ref. Number: W05000048156

We have received your document for AUGUSTINE OAKS OFFICE CENTER OWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

We must have the Registered Agent's original signature on the document, and not a stamped signature.

An effective date may be added to the Articles of Incorporation **if a 2006 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6840.

Bruce W Kitchens
Document Specialist
New Filings Section

Letter Number: 105A00064126

**ARTICLES OF INCORPORATION
OF
AUGUSTINE OAKS OFFICE CENTER OWNERS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Augustine Oaks Office Center Owners Association, Inc., hereafter called the "Association".

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal office of the Association is located at 8515 Baymeadows Way, Suite 102, Jacksonville, Florida 32256.

ARTICLE III - DURATION

The Association shall have perpetual duration.

ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Units and Common Area within that certain tract of property described as:

See Exhibit "A" Attached

SUBJECT, however, to building restriction lines, easements, dedicated roads, and streets, and other matters shown on said plat.

and to promote the health, safety and welfare of the owners 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 Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Clerk, Circuit Court, in and for Duval

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

County, Florida, and as the same may be amended from time to time as therein provided, said Declaration 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) borrow money, and with the assent of two-thirds (2/3) of each class of 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 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 two-thirds (2/3) of each class of members, 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 to execute any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida 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 Unit which is subject to assessment by the Association.

ARTICLE VI- VOTING RIGHTS

The Association shall have two classes of voting membership:

(i) Class A. Class A Members shall be all Owners with the exception of the Developer while the Developer is a Class B Member. Class A Members shall be entitled to one vote for each Unit such Class A Member owns. When more than one person holds an interest in any Building Unit, other than as security for the performance of an obligation, all such persons shall be Members. The vote for such parcel shall be exercised as they determine by written designation to the Association, but in no event shall more than one vote be cast with respect to any Building Unit.

(ii) Class B. The Class B Member shall be the Developer, who shall be entitled to the number of votes equal to the number of votes held by all Class A Members, plus one. The Class B membership shall cease and be converted to Class A membership when the Developer no longer owns any property within the Property or when the Developer, in his sole discretion, elects to convert his Class B Membership to Class A Membership. When the Class B Membership ceases, the Class B Member shall be deemed a Class A Member entitled to the same number of votes on the same basis per acre as all other Class A Members.

ARTICLE VII - MANNER OF ELECTION OF OFFICERS AND DIRECTORS

The officers and directors are to be elected in accordance with the Corporate Bylaws. The names and addresses of the initial officers and directors are as follows:

Frank Loosbrock	8515 Baymeadows Way, Suite 102 Jacksonville, Florida 32256	D/P
Rick Giles	8515 Baymeadows Way, Suite 102 Jacksonville, Florida 32256	D/V/P
Chris Strickland	8515 Baymeadows Way, Suite 102 Jacksonville, Florida 32256	D/S/T

At the first meeting, the members shall elect two directors for a term of one year; and at the first annual meeting thereafter the members shall elect two directors for a period of two years, and two directors for a period of one year. Thereafter, at each annual meeting, the members shall elect two new directors for a period of two years.

ARTICLE VIII - AMENDMENTS

These Articles may be amended upon a resolution duly adopted by the Board of Directors and the affirmative vote of Owners holding at least two-thirds (2/3) of the total Class "A" votes in the Association and the consent of the Declarant so long as the Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant.

ARTICLE IX - 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 the 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. This procedure shall be subject to court approval or dissolution pursuant to Section 617.05, Florida Statutes.

ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS

R.R. Crabtree, 8777 San Jose Boulevard, Building A, Suite 200, Jacksonville, Florida 32217, is hereby appointed the initial registered agent of this Association.

ARTICLE XI - INCORPORATOR

The name and street address of the Incorporator for these Articles of Incorporation is:

Frank Loosbrock
8515 Baymeadows Way, Suite 102
Jacksonville, Florida 32256

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:

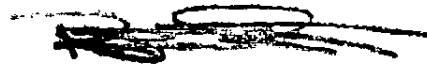
FIRST THAT AUGUSTINE OAKS OFFICE CENTER OWNERS ASSOCIATION, INC.,
WITH ITS PLACE OF BUSINESS AT 8515 BAYMEADOWS WAY, SUITE 102,
JACKSONVILLE, FLORIDA 32256, HAS NAMED R. R. CRABTREE, CRABTREE &
FALLAR, P.A., 8777 SAN JOSE BOULEVARD, BUILDING A, SUITE 200,
JACKSONVILLE, FL 32217, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.



Frank Loosbrock, Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION AT THE PLACE DESIGNATED ABOVE, I HEREBY AGREE TO
ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.

DATED: August ^{24th} 2005.



R. R. CRABTREE,
REGISTERED AGENT

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
MAY 27 AM 8:30

In compliance with Section 48.091, Florida Statutes, the following is submitted: Augustine Oaks Office Center Owners Association, Inc.

The name and address of the Registered Agent of this corporation is:

R.R. Crabtree
8777 San Jose Boulevard
Building A, Suite 200
Jacksonville, Florida 32217

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, R.R. Crabtree hereby agrees to act in this capacity, and he further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.



R.R. Crabtree
Registered Agent

R. L. CROASDELL COMPANY
CIVIL ENGINEERING - LAND SURVEYING

R. L. CROASDELL (1895-1969)
L. D. HAINES, JR.
R. H. EBERLING
D. R. HAINES
L. A. DAVIS

SINCE 1925

429 EAST ADAMS STREET
JACKSONVILLE, FLORIDA 32202

PHONE 904-356-5649
OR 904-356-5640
FAX 904-356-7824
EMAIL DRHAINES@MSN.COM

PARCEL "A" (Office Building Parcel) Legal Description

That certain tract or parcel of land being a part of the Frederick Hartley Grant, Section 42, Township 4 South, Range 27 East, Duval County, Florida and being more particularly described as commencing at the intersection of the Northerly right of way line of Barkoskie Road (a 60 foot right of way) with the Easterly right of way line of St. Augustine Road (a 100 foot right of way at this point); thence North 16°39'49" West, along said Easterly right of way line of St. Augustine Road, 202.92 feet to a transition point in said Easterly right of way line; thence North 73°20'11" East, along a transition line in said right of way line, 45.00 feet, said right of way being a 195 foot right of way at this point; thence continue along said Easterly right of way line, North 16°39'49" West, 170.70 feet to a point for the Point of Beginning; thence continue North 16°39'49" West, along said Easterly right of way line, 147.00 feet; thence leaving said Easterly right of way line North 73°20'11" East, 203.75 feet; thence North 28°20'11" East, 340.69 feet to a point in the Westerly line of the lands described in Official Records Volume 5907, Page 1464 of the Current Public Records of said County; thence South 20°51'15" East, along said Westerly line of the lands described in Official Records Volume 5907, Page 1464 and along the Westerly line of lands described in Official Records Volume 5009, Page 1088 of said Current Public Records, a distance of 457.50 feet to a point in the Northerly line of the lands described in Deed Book 1383, Page 162 of said Current Public Records; thence South 73°20'11" West, 232.87 feet; thence North 16°39'49" West, 68.37 feet to the Northwest corner of said aforementioned lands, the same being the Northeast corner of the lands described in Official Records Volume 3127, Page 386 of said Current Public Records; thence South 73°20'11" West, along the Northerly line of said lands described in Official Records Volume 3127, Page 386 and along the Northerly line of the lands described in Official Records Volume 5982, Page 1922 of said Current Public Records, a distance of 245.36 feet to the Point of Beginning. Containing 115,711 square feet more or less, or 2.65 acres, more or less.

NOTE:

For map see sheet C-1 of construction plans for "Phase One Shutterly Park"
as prepared by R. L. Croasdell Company (2004)

EXHIBIT "A"