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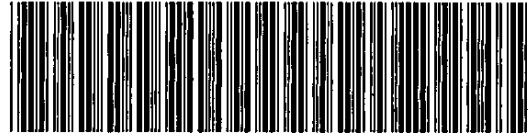
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C.S. 6-16

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Oviedo, Florida 32765-0337

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James J. Files
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June 14, 2006

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

VIA FEDEX

Re: *Lake Drawdy Reserve Homeowners Association, Inc.*

Dear Sir or Madam:

The enclosed Articles of Incorporation and fees are submitted for filing. Also enclosed is a check for the following amount and purposes: \$87.50 for Filing Fee, Certified Copy, and Certificate of Status.


Please return all correspondence concerning this matter to the following:

Mr. Paul B. Sladek, Esq.
Cloninger & Files Attorneys at Law
1519 West Broadway Street
Oviedo, Florida 32765

For further information concerning this matter, please call:

Mr. Paul B. Sladek, Esq. at (407) 365-5696

Sincerely,


Paul Sladek, Esq.

Enc. Articles of Organization
Check

ARTICLES OF INCORPORATION

OF

LAKE DRAWDY RESERVE HOMEOWNERS ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, does hereby certify the following:

Article I – Name

The name of the corporation shall be: Lake Drawdy Reserve Homeowners Association, Inc. (the "Association").

Article II – Principle Office and Mailing Address

The initial principal office and mailing address of the Association shall be: 1519 W. Broadway St., Oviedo, FL, 32765.

Article III – Registered Agent and Office

The initial registered agent and registered office of the Association are: Paul B. Sladek, 1519 W. Broadway St., Oviedo, FL, 32765.

Article IV – Defined Terms

Unless defined in these Articles or the Bylaws, all defined terms used in these Articles shall have the meanings given to such terms in the Declaration of Covenants, Conditions, and Restrictions for Lake Drawdy Reserve, as such declaration is recorded in Official Records Book _____, Page _____, of the Public Records of Orange County, Florida (the "Declaration").

Article V – Purposes

The Association is organized to operate as a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, and to operate as a homeowners association pursuant to Chapter 720, Florida Statutes. Without limiting the generality of the foregoing, the Association is also specifically organized:

- (a) To promote the health, safety, comfort, and social and economic welfare of the Members of the Association and the residents of Lots in Lake Drawdy Reserve, as authorized by the Declaration, these Articles, and the Bylaws;
- (b) To serve as the "Association" named in the Declaration, and to administer, enforce, and carry out the terms and provisions of such Declaration as the same may be amended from time to time;
- (c) To operate, maintain, and manage the surface or storm water management system located in Lake Drawdy Reserve consistent with the requirements of St. John's River Water

Management District ("SJRWMD") Permit Number 40-095-84742-1, and applicable SJRWMD rules, and to assist in the enforcement of the restrictions and encumbrances contained therein;

- (d) To administer, enforce, and carry out the terms and provisions of that certain Conservation Easement in favor of the SJRWMD recorded in Official Records Book _____, Page _____, of the Public Records of Orange County, Florida; and
- (e) To administer, enforce and carry out the terms and provisions of any other document that submits property to the jurisdiction of, or assigns responsibilities, rights or duties to the Association, and such property or assignment is accepted by the Board of the Association.

Article VI – Powers

In furtherance of its purpose, the Association shall have all of the common law and statutory powers permitted to a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, or to a homeowners association pursuant to Chapter 720, Florida Statutes. Without limiting the generality of the foregoing, the Association is also specifically empowered directly or indirectly, either alone or in conjunction or cooperation with others:

- (a) To exercise all the powers and privileges of and to perform all the obligations and duties of the Association under the Declaration, as the same may be amended from time to time;
- (b) To adopt, alter, amend, and rescind reasonable rules and regulations from time to time, respecting the use and appearance of Lake Drawdy Reserve which rules and regulations shall be consistent with the Declaration and these Articles;
- (c) To levy and collect Assessments from Members to defray the costs, expenses, reserves, and losses incurred or to be incurred by the Association, to enforce the collection of all Assessments, and to use the proceeds thereof in the exercise of the Association's powers and duties;
- (d) To levy and collect against Members assessments adequate for the maintenance and operations of the surface or storm water management systems;
- (e) To grant easements upon the Common Area to public and private utility companies, and to public bodies or governmental agencies, or to other entities or persons, with or without cost or charge, where convenient, desirable or necessary in connection with the development of the properties, and the providing of utility or other services thereto;
- (f) To provide for private security, fire safety and protection, and similar functions and services within Lake Drawdy Reserve, as the Board in its discretion determines necessary or appropriate, although such power shall not impose an obligation on the Board or the Association to provide such functions and services;
- (g) To acquire, by gift, devise, bequest, purchase or otherwise, and to hold, own, convey, sell, mortgage, pledge, lease, use, deal in or with, exchange, administer, manage, operate, maintain, build improvements upon, improve, dispose of, repair and/or replace real and personal property, as the Association may require in furtherance of its purpose;
- (h) To make contracts and incur liabilities, borrow money at such rates of interest as the Association may determine, issue notes, bonds, and other obligations, and assure any of its obligations by mortgage and pledge of all or any of its property;

- (i) To employ and compensate personnel to perform the obligations and duties of the Association, including the repairs, maintenance, and other services required for Lake Drawdy Reserve, including the retention of a management agent to assist the Association in carrying out its powers and duties under the Declaration;
- (j) To purchase insurance for the protection of the Association, its officers, directors and Members, and such other parties as the Association may determine to be in the best interest of the Association;
- (k) To sue or be sued and to appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person; and
- (l) To do any and all lawful acts and things and to engage in any and all activities that may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, or attainment of any or all of the purposes for which the Association is organized.

Notwithstanding the foregoing, the Association shall not have any power that is prohibited to it by these Articles, the Bylaws, or the Declaration, nor any power that is prohibited to it by applicable federal, state, and local law, as the same may be amended from time to time, including without limitation the Internal Revenue Code of the United States of America and the Regulations promulgated thereunder.

Article VII – Term; Dissolution

The Association shall have perpetual existence. Notwithstanding the foregoing, the Association may be dissolved and its affairs wound-up with the unanimous consent of all Members. Upon termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with section 40c-42.027 of the Florida Administrative Code, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. Further, upon dissolution of the Association, the remaining assets of the Association shall be distributed to an organization which exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code.

Article VIII – Directors

The affairs of the Association shall be managed by a Board which shall consist of not less than three (3) Directors, all of whom shall either be Members or the designated manager(s), member(s), or other representative(s) of the Declarant. The number of the Directors shall be determined in accordance with the Bylaws. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Evelyn W. Cloninger	1519 W. Broadway St., Oviedo, FL, 32765
Geoffrey K. Luker	131 Overlook Dr., Oviedo, FL, 32766
Beverly Luker	131 Overlook Dr., Oviedo, FL, 32766
Paul B. Sladek	1519 W. Broadway St., Oviedo, FL, 32765

At the first annual meeting, and thereafter, the Directors shall be elected, manage the Association, and be subject to removal in accordance with the methods and qualifications specified in the Bylaws.

Article IX – Officers

The affairs of the Association shall be administered by a President, Vice President, Secretary, Treasurer, and such other Officers as may be designated in the Bylaws. The names and addresses of the persons who are to act in the capacity of the Officers until the selection of their successors are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Geoffrey K. Luker	131 Overlook Dr., Oviedo, FL, 32766
Vice President	Evelyn W. Cloninger	1519 W. Broadway St., Oviedo, FL, 32765
Secretary	Beverley Luker	131 Overlook Dr., Oviedo, FL, 32766
Treasurer	Paul B. Sladek	1519 W. Broadway St., Oviedo, FL, 32765

At the first annual meeting, and thereafter, the Officers shall be elected, administer the Association, and be subject to removal in accordance with the methods and qualifications specified in the Bylaws.

Article X – Members; Voting Rights

The Association shall be a membership corporation, without share certificates. Qualification for and admission to membership in the Association shall be regulated by the Declaration and the Bylaws. The voting rights of Members of the Association shall be regulated by the Declaration and the Bylaws. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of such Member's Lot.

Article XI – Indemnification

The Association shall indemnify (i) every Director of the Association, (ii) every Officer of the Association, (iii) and every former Incorporator of the Association, against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon them, in connection with any proceeding or a settlement of any proceeding to which such person may be a party or in which such person may become involved by reason of such person's being or having been a Director, an Officer, or a former Incorporator of the Association; provided, however, that in the event that such person shall be guilty of willful misfeasance or malfeasance in the performance of such person's duties, then the indemnification provided by this Article shall apply only if the Board approves such indemnification as being for the best interest of the Association. The foregoing indemnification shall be in addition to and not exclusive of all other rights to which such person may be entitled.

Article XII – Bylaws

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

Article XIII – Amendments

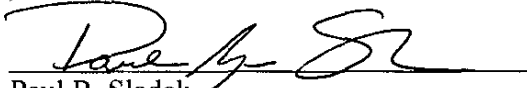
All amendments of these Articles shall originate with the Board. If the Board wishes to amend these Articles, the Board must adopt a resolution setting forth the proposed amendment and directing that the amendment be submitted to a vote at an annual or special meeting of the Members. Notice to the Members of such amendment of these Articles shall be given in accordance with the notice requirements set forth in the Bylaws for all other items that the Members are permitted to, entitled to, or required to vote on. The proposed amendment must be adopted by three-fourths (3/4) of the Members entitled to vote that are present at a meeting either in person or by proxy, at which a quorum is present. Notwithstanding the foregoing: (i) as long as the Declarant appoints a majority of the members of the Board, the Declarant shall have the right to unilaterally amend these Articles without the joinder or approval of the Board or any Member; (ii) no amendment shall be made that is in conflict with the Declaration; and (iii) no amendment shall make any change in the rights of the Declarant without the written approval of the Declarant. No amendment shall be effective until a copy of such amendment is executed and delivered to the Secretary of State of the State of Florida, as provided by law, and thereafter a copy of such amendment certified by the Secretary of State is recorded in the Public Records of Orange County, Florida.

Article XIV – Incorporator

The name and address of the incorporator are: Paul B. Sladek, 1519 W. Broadway St., Oviedo, FL, 32765.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 14th day of June, 2006.

By: 
Paul B. Sladek

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. Dated this 14th day of June, 2006.

By: 
Paul B. Sladek