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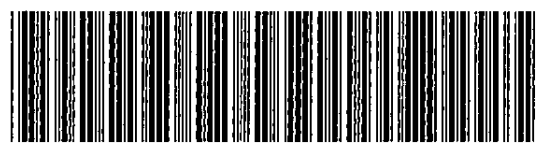
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VH
~~1008-38435~~



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 22, 2008

PAMELA G. HUBER ****2ND ML****
P.O. BOX 833
WILLISTON, FL 32696

SUBJECT: COTTONWOOD FARMS OWNER'S ASSOCIATION, INC.
Ref. Number: W08000038435

We have received your document for COTTONWOOD FARMS OWNER'S 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):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the corrected 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) 245-6962.

Valerie Herring
Regulatory Specialist II
New Filing Section

Letter Number: 008A00046142

**Articles of Incorporation
Cottonwood Farms Owner's Association, Inc.
A Florida Nonprofit Corporation**

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TALLAHASSEE, FLORIDA

The undersigned natural person of legal age, who is a citizen of the State of Florida, acting as the incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopts the following articles of incorporation:

Article I

The name of the corporation is Cottonwood Farms Owner's Association, Inc., (hereinafter the "association").

Article II

The association is a nonprofit corporation whose principal address is 6850 N.E. 150th, Avenue, Williston, FL 32696 and whose mailing address is Post Office Box 833, Williston, FL 32696.

Article III

The period of its duration is perpetual.

Article IV

The association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residence lots and common area within a certain subdivided tract of real property known as Cottonwoods Farms Subdivision, as recorded in the public records of Levy County, Florida, and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the association for such purpose.

In furtherance of such purposes, the association will have the power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the "Declaration") applicable to the subdivision and to be recorded in the public records of Levy County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and 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 on the property of the association, and all insurance which may be deemed advisable;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, 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) Borrow money and, as set forth in the Declaration, mortgage, pledge, convey by deed of 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 to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be set forth in the Declaration;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential and common areas;

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

(h) Sue and be sued.

The association is organized and will be operated exclusively for the above purposes. The activities of the association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member.

Article V

The street address of the initial registered office of the association is 6850 N.E. 150th Avenue, Williston, FL 32696, and the name of its initial registered agent at that address is Pamela G. Huber.

Article VI

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the association.

Article VII

The board of directors shall be selected as provided in the association bylaws.

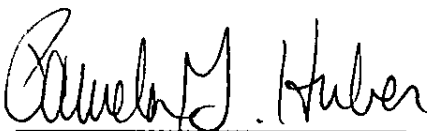
Article VIII

On dissolution, the assets of the association will 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 will be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

Article IX

The name and street address of the incorporator is Pamela G. Huber, 6850 N.E. 150th Avenue, Williston, FL 32696.

Executed at Williston, Florida, on September 25, 2008

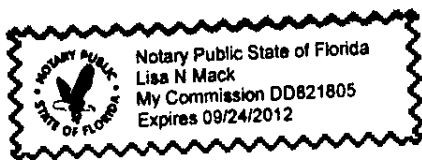


Pamela G. Huber

State of Florida
County of Levy

Before me, a notary public, on September 25, 2008, personally appeared Pamela G. Huber, being first duly sworn, who declared that she is the person who signed the foregoing document as incorporator, and that the statements contained therein are true.

In witness, I have set my hand and on the date first above-written.



Lisa N Mack
Notary Public

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the corporation is: Cottonwood Farms Owner's Association, Inc.
2. The name and address of the registered agent and office is:
Pamela G. Huber
6850 N.E. 150th Avenue
Williston, Florida 32696

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Pamela G. Huber
Pamela G. Huber

September 25, 2008

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ALLAHASSEE, FLORIDA