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FLORIDA PROFIT/NON PROFIT CORPORATION
Newberry Corners Homeowners' Association, Inc.

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SECRETARY OF STATE
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ARTICLES OF INCORPORATION
OF
NEWBERRY CORNERS HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify that:

ARTICLE I

The name of the corporation is **Newberry Corners Homeowners' Association, Inc.**, hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 1276 Minnesota Avenue Winter Park, FL 32789.

ARTICLE III
PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall operate, maintain and manage the Surface Water or Storm Water Management System(s) in a manner consistent with Suwannee River Water Management District ("District") permit No. ERP-001-222308-1 and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which related to the Surface Water or Storm Water Management System.

The Association shall levy and collect adequate assessments against the members of the Association for the costs of maintenance and operation of the Surface Water or Storm Water Management System.

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described on Exhibit "A" attached hereto and incorporated herein by this reference, and to promote the health, safety and welfare of the residents 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 the Clerk of the Circuit Court in and for Alachua 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 Declarations; 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;

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(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 of its real or personal property as security for money borrowed or debts incurred;

(e) participate in mergers or 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 assent of two-thirds (2/3) of each class of members;

(f) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation law of the State of Florida by law any now or hereafter have or exercise;

(g) procure and maintain hazard and liability insurance upon its property for the protection of the Association and its members.

ARTICLE IV
ELECTION OF THE BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The Board of Directors shall be elected by the Members of the Corporation entitled to vote at the times and in the manner provided for in the By-Laws. The number of directors may be changed by amendment of the By-Laws of the Association.

At the first annual meeting the members shall elect two (2) directors for a term of one (1) year, two (2) directors for a two (2) year term and one (1) director for a term of three (3) years; and at each annual meeting thereafter the members shall elect, for a term of three (3) years, the number of directors to replace the director or directors whose terms have expired.

ARTICLE V
DIRECTORS/OFFICERS

The names and addresses of the persons who are to act in the capacity of directors until the selection and qualification of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Peter McDaniel	1540 International Parkway, Suite 2000 Lake Mary, Florida 32746
David McDaniel	250 Killarney Drive Winter Park, Florida 32789
Matt McDaniel	2218 Edinburg Ave. Cardiff by the Sea, CA 32007

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ARTICLE VI
REGISTERED AGENT

The initial Registered Agent of the Newberry Corners Homeowners Association is hereby appointed to be: David McDaniel at 1276 Minnesota Ave. Winter Park, Florida 32789.

ARTICLE VII
INCORPORATOR

The name and address of the incorporator is David McDaniel at 1276 Minnesota Ave. Winter Park, Florida 32789.

ARTICLE VIII
MEMBERSHIP

Any person or entity who is a record title holder 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 appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE IX
MEETINGS OF MEMBERS: QUORUM REQUIREMENTS

The presence at any meeting of members entitled to cast or proxies to entitled to cast, a majority of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in these Articles of Incorporation, the Declaration or the By- Laws.

ARTICLE X
VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A: Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot. In the event more than one (1) vote is cast with respect to any Lot, none of the votes with respect to such Lot shall be recognized and the Lot shall not be counted for any purpose until such dispute is resolved.

Class B: The Class B member(s) shall be the Declarant (as defined in the Declaration) and shall be entitled to five (5) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

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(g) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(h) on January 1, 2025.

ARTICLE XI
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 the incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for 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.

ARTICLE XII
EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist perpetually.

ARTICLE XIII
AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership.


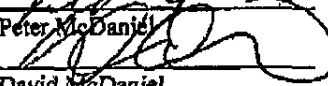
ARTICLE XIV
BY-LAWS

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The By-Laws shall be altered, amended or rescinded as provided in the By-Laws.

ARTICLE XV
MISCELLANEOUS

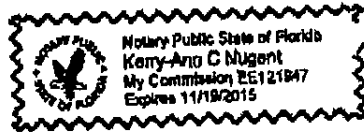
Should a conflict exist or arise between any of the provisions of the Articles of Incorporation and the provisions of the Bylaws, the provisions of the Articles of Incorporation shall control.

IN WITNESS THEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 15 day of October 2015.


Peter McDaniel

David McDaniel

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 15 day of October, 2015 by Peter McDaniel and David McDaniel. They are personally known to me and did not take an oath.



Kerry-Ann Nugent
Notary Public
Commission No.
My Commission expires:

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

The name of the corporation is:

NEWBERRY CORNERS HOMEOWNERS' ASSOCIATION, INC.

The name and address of the registered agent and office is:

David McDaniel
1276 Minnesota Ave.
Winter Park, FL 32789

The undersigned hereby accepts the designation as Registered Agent of Newberry Corners Homeowners' Association, Inc., and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.

[Signature]
David McDaniel

The undersigned hereby accepts the designation of Incorporator of the Newberry Corners Homeowner's Association, Inc.

[Signature]
David McDaniel