

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
 DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
 NAMING OF AGENT UPON WHOM PROCESS MAY BE SERVED
 AND ACCEPTANCE BY REGISTERED AGENT

FILED
 7-3 3 1-07

In accordance with Florida Statute 48.091 and Florida
 Statute 607.034, the following is submitted:

1. That Sheeler Hills Homeowners Association, Inc., a
 Non-Profit Florida Corporation, desiring to organize
 under the laws of the State of Florida, with its
 principal offices located at 327 North Orange Avenue,
 Orlando, Florida 32801, has named Charles E. Newman,
 whose address is the same, as its agent to accept
 service of process within the State.
2. Having been named to accept service of process for the
 above stated corporation, at the place designated in
 this Certificate, I hereby accept to act in this
 capacity and agree to comply with the provisions of
 said Act relative to keeping open said office.
3. I am familiar with and accept the obligations of
 registered agent as set out in Florida Statute 607.325.

Charles E. Newman
 Charles E. Newman
 327 N. Orange Avenue
 Orlando, Florida 32801
 407-843-6694

STATE OF FLORIDA
County of Orange

BEFORE ME, a Notary Public authorized to take
acknowledgments in the State and County set forth above,
personally appeared CHARLES E. NEWMAN, known to me and known by
me to be the person who executed the foregoing ARTICLES OF
INCORPORATION, and he acknowledged before me that he executed
those ARTICLES OF INCORPORATION.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid,
this 30th day of December, 1964.

My commission expires
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES FEBRUARY 02, 1965
RECORDED THIS TWENTY-THIRD DAY OF DECEMBER, 1964
Charles E. Newman
NOTARY PUBLIC
Orange County, Florida

ARTICLE NINE

CONDUCT OF CORPORATE AFFAIRS: The affairs of this Corporation shall be conducted by the officers of the Corporation in furtherance of the purposes of the Corporation.

ARTICLE TEN

AMENDMENTS TO THE ARTICLES OF INCORPORATION: These Articles of Incorporation may be amended from time to time in the manner prescribed by the laws of the State of Florida in effect at that time, and upon adoption of the proposed amendment receiving the affirmative vote of a majority of the votes of members entitled to vote. Upon the filing of the Articles of Amendment with the Secretary of the State of Florida, the amendment shall become effective and the Articles of Incorporation shall be deemed to be amended accordingly.

ARTICLE ELEVEN

BYLAWS: The members of this Corporation may make, alter and/or rescind the Bylaws of this Corporation upon an affirmative vote of at least a majority of the votes of members entitled to vote.

IN WITNESS WHEREOF, we have subscribed our names this 30th day of December, 1994.


Charles E. Newman

ARTICLE FIVE

REGISTERED OFFICE AND AGENT: The initial registered office of the Corporation shall be located at 327 North Orange Avenue, Orlando, Florida 32801. The initial registered agent of the Corporation at that address will be Charles E. Newman.

ARTICLE SIX

MEMBERS: The Corporation shall have members. Members of the Corporation will be required to meet and maintain the following qualifications:

- (1) A member shall be a record owner of a fee simple of a lot, according to the Plat thereof, Public Records of Orange County, Florida, excluding those having such interest merely as security for the performance of an obligation.
- (2) Joint owners of a lot shall be collectively deemed one member.
- (3) Membership shall be appurtenant to and may not be separated from ownership of the lot which is subject to assessment, pursuant to the Declaration of Covenants, Conditions and Restrictions for Shelter Hills Homeowners Association, Inc., dated December 30, 1994.

Each person or entity meeting such qualifications will be immediately admitted as a member of this Corporation.

ARTICLE SEVEN

INCORPORATOR: The name and street address of the subscriber of the Articles of Incorporation:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Newman	327 N. Orange Avenue Orlando, Florida 32801

ARTICLE EIGHT

INITIAL OFFICERS: The name of each initial officer of the Corporation and the office he holds are as follows:

<u>NAME</u>	<u>OFFICE</u>
Charles E. Newman	President
Carolyn L. Newman	Vice President
Edmond R. Henderson	Secretary
Edmond R. Henderson, Jr.	Treasurer

The initial officers shall serve until his successor has been duly elected and qualified.

- (g) To have and exercise all the rights and powers conferred on non-profit corporations under Florida law, as such law is now in effect or may at any time hereafter be amended.
- (f) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.
- (e) To collect donations, dues, fees, rents, subscriptions, and other revenues to the advantage of the corporation.
- The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.
- (3) Notwithstanding any of the foregoing statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation as set forth in Paragraph (1) of this Article Three, and nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its members, or to distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up.

ARTICLE FOUR

DIRECTORS: There shall be six members of the initial Board of Directors of the Corporation. The names and street addresses of the persons who are to serve as Directors until his or her successor has been duly qualified and elected are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Charles E. Newman	327 N. Orange Avenue Orlando, FL 32801
Carolyn L. Newman	327 N. Orange Avenue Orlando, FL 32801
Edmond R. Henderson	327 N. Orange Avenue Orlando, FL 32801
Charles E. Newman, Jr.	327 N. Orange Avenue Orlando, FL 32801
Joy L. Henderson	327 N. Orange Avenue Orlando, FL 32801
Edmond R. Henderson, Jr.	327 N. Orange Avenue Orlando, FL 32801

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1962

ARTICLES OF INCORPORATION
OF
SHEELER HILLS HOMEOWNERS ASSOCIATION, INC.
A NON-PROFIT FLORIDA CORPORATION

ARTICLE ONE

NAME: The name of the corporation is SHEELER HILLS HOMEOWNERS ASSOCIATION, INC. The mailing address of the Corporation shall be 327 North Orange Avenue, Orlando, Florida 32801.

ARTICLE TWO

DURATION: The term of existence of the Corporation is perpetual, and the corporate existence will commence upon the filing and approval of these articles by the Secretary of the State of Florida.

ARTICLE THREE

PURPOSES: The purposes for which this corporation is formed are:

- (1) The specific and primary purpose is a landowners association to manage and operate common areas of the Sheeler Hills Subdivision in Apopka, Florida for the exclusive benefit of the members of the corporation.
- (2) The general purposes and powers are:
 - (a) To manage, operate, construct, improve, maintain, repair, promote and enhance the subdivision common area and grounds and all usual and necessary accessories thereto.
 - (b) To purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, let, mortgage, bond, assign, or otherwise dispose of, real and personal property of every kind, nature, or description, as may be necessary or desirable to promote the primary purpose of this corporation.
 - (c) To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.
 - (d) To associate itself with other persons, corporate or natural, for the purpose of becoming a member of, and otherwise associating itself with other corporations, or associations of a similar or like nature.

CR25E031(10/95)

T. Michael Woods

Attorney At Law
333 North Orange Avenue Suite 208
Orlando, Florida 32801
(407) 246-1812

October 30, 1995

N95000000025

FILED
96 FEB 23 AM 11:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

Re: Sheeler Hills Homeowners Association, Inc.

Gentlemen:

I enclose Articles of Amendment for the above corporation, together with a check in the amount of \$35.00 for the filing fee. Please issue your certificate of filing for the records of the corporation.

Sincerely,


T. Michael Woods

100001625701
-11/02/95--01008--005
*****35.00 *****35.00

Mr. Woods GAVE

1996 FEB 26 1996

AUTHORIZATION BY PHONE TO

~~delete~~ "Stockholders And." (last para. last pg.) Amend

CORRECT 2/23

DOC. EXAM. 78



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 7, 1995

T. MICHAEL WOODS
333 N. ORANGE AVE., SUITE 208
ORLANDO, FL 32801

SUBJECT: SHEELER HILLS HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N95000000025

RECEIVED
96 FEB -9 AM 8:33
DIVISION OF CORPORATIONS

We have received your document for SHEELER HILLS HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return 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 (904) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 895A00049658

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
SHEELER HILLS HOMEOWNERS ASSOCIATION, INC.
a Florida Corporation

FILED
96 FEB 23 AM 11:2
SECRETARY OF STATE
TALLAHASSEE FLORIDA

On the 6th day of October, 1995, a meeting all of the Members and Directors of the Corporation was held. Pursuant to Resolutions adopted by the affirmative vote of all of the members and Directors of the Corporation, the following provisions of the Articles of Incorporation of SHEELER HILLS HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed in Tallahassee on January 3, 1995, were amended in the following particulars:

ARTICLE TWO is hereby amended by adding thereto the following:

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the assets of the corporation, excluding any surface water or storm water management systems, shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purposes. The operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C. and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE THREE is hereby amended by adding thereto the following:

(h) To operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District Permit No. 42-095-095ANPL, and requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

(i) To levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water management system.

Further, ARTICLE THREE SUBPARAGRAPH (3) is amended to read as follows:

Notwithstanding any of the foregoing statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation as set forth in Paragraph (1) of this Article Three, and nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its members, or distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up. So long as there is a Class B membership, this Corporation shall not Annex additional properties, merge or consolidate with another corporation or entity, mortgage any part of the Common Area, dissolve the corporation, or amend these Articles, without first obtaining the written approval of HUD/VA.

ARTICLE TEN is hereby amended to read as follows:

AMENDMENTS TO THE ARTICLES OF INCORPORATION: These Articles of

Incorporation may be amended from time to time in the manner prescribed by the law of the State of Florida in effect at that time, and upon adoption of the proposed amendment receiving the affirmative vote of at least two-thirds of the votes of members entitled to vote. Upon the filing of the Articles of Amendment with the Secretary of the State of Florida, the amendment shall become effective and the Articles of Incorporation shall be deemed to be amended accordingly.

ARTICLE ELEVEN is hereby amended to read as follows:

AMENDMENT OF BY LAWS: The members of this Corporation may make, alter and /or rescind the Bylaws of this Corporation upon an affirmative vote of at least two-thirds of the votes of members entitled to vote.

ARTICLE TWELVE is hereby added as follows:

ASSESSMENTS. Assessments by the Corporation shall be used for the maintenance and repair of the Public Areas, the Common Open Space, and the surface water or storm water management systems including but not limited to work within retention areas, drainage structures and drainage easements.

The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 6th day of October, 1995.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 31st day of January, 1996.

SHEEPER HILLS HOMEOWNERS ASSOCIATION, INC.

By: Charles E. Newman
Charles E. Newman, President

ATTEST:

[CORPORATE SEAL]

By: Edmond R. Henderson
Edmond R. Henderson, Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 31st day of January, 1996, by Charles E. Newman, and Edmond R. Henderson, who are personally known to me and who did take an oath.

Robin A. Lundy
Print name: Robin A. Lundy
Notary Public, State of Florida
My commission expires: 8/3/99
certification No.: CC 485795

