

N96000002921

Friday, April 16, 1999

KATHERINE HARRIS
Secretary of State
Division of Corporations
PO BOX 6327
Tallahassee, Florida, 32314

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-04/21/99--01042--006
*****35.00 *****35.00

800002845778--8
-04/21/99--01042--005
*****35.00 *****35.00

TO WHOM IT MAY CONCERN:

Enclosed please find one copy and an original of the Articles of Incorporation Merger and two checks totaling for \$70.00 for filing fee and certificate.

CANNON CREEK AIRPARK HOMEOWNERS' ASSOCIATION, INC

a not for profit Florida Corporation, engaged in the business of a homeowners' association.

Officers will include, but will not be limited to: ELAINE PHILLIPS and JAMES R. CHAMBERS

If further information is needed, please contact me at: Rt. 18, Box 587, Lake City, Florida 32025.

Sincerely

Elaine Phillips
Elaine Phillips

Merger
6-14-99
MAS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 MAY - 1 AM 8:44

FILED

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

BROTHER'S WELCOME HOMEOWNER'S ASSOCIATION, INC., a Florida corporation, N96000002964.

INTO

CANNON CREEK HOMEOWNER'S ASSOCIATION, INC. which changed its name to

CANNON CREEK AIRPARK HOMEOWNERS' ASSOCIATION, INC., a Florida corporation, N96000002921.

File date: May 1, 1999

Corporate Specialist: Doug Spittler



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

April 28, 1999

ELAINE PHILLIPS
ROUTE 18, BOX 587
LAKE CITY, FL 32025

SUBJECT: CANNON CREEK HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: N96000002921

FILED
99 MAY - 1 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CANNON CREEK HOMEOWNER'S ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

PLEASE INDICATE WHICH CORPORATION IS THE SURVIVOR AND WHICH ONE IS THE NON SURVIVOR IN THE DOCUMENT.

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 (850) 487-6957.

Doug Spittler
Document Specialist

Letter Number: 199A00022611

RECEIVED
99 JUN 11 AM 8:52
DIVISION OF CORPORATIONS

*Please process — everything has
Been done!*

ARTICLES OF MERGER

(Not for Profit Corporations)

The following articles of merger are submitted in accordance with the Florida Not For Profit Corporation Act pursuant to section 617.1105, Florida Statutes.

First: The name and jurisdiction of the **surviving** corporation are:

Name

Jurisdiction

CANNON CREEK HOMEOWNERS' ASSOCIATION, INC

FLORIDA

Second: The name and jurisdiction of each **merging** corporation are:

Name

Jurisdiction

BROTHER'S WELCOME HOMEOWNERS' ASSOCIATION, INC.

FLORIDA

FILED
99 MAY - 1 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Third: The Plan of Merger is attached. **THE PLAN OF MERGER IS ATTACHED.**

Fourth: The merger shall become effective on the date the Articles of Merger are filed with the Florida Department of State

.OR / / (Enter a specific date. NOTE: an effective date cannot be prior to the date of filing or more than 90 days in the future).

(Attach additional sheets if necessary)

Fifth: ADOPTION OF MERGER BY SURVIVING CORPORATION

(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the surviving corporation on JUNE 6, 1998.

The number of votes cast for the merger was sufficient for approval and the vote for the plan was as follows:

ALL FOR NONE AGAINST

SECTION II (CHECK IF APPLICABLE) _____ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III There are no members or members entitled to vote on the plan of merger.

The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____

AGAINST

· The number of directors in FOR

Sixth: ADOPTION OF MERGER BY MERGING CORPORATION(s)

(COMPLETE ONLY ONE SECTION)

SECTION I

The plan of merger was adopted by the members of the merging corporation(s) on JUNE 6, 1998. The number of votes cast for the merger was sufficient for approval and the vote for the plan

was as follows: ALL FOR NONE AGAINST

SECTION II

(CHECK IF APPLICABLE) _____ The plan or merger was adopted by written consent of the members and executed in accordance with section 617.0701, Florida Statutes.

SECTION III

There are no members or members entitled to vote on the plan of merger.

The plan of merger was adopted by the board of directors on _____. The number of directors in office was _____. The vote for the plan was as follows: _____ FOR _____ AGAINST.

Seventh: SIGNATURES FOR EACH CORPORATION

Name of Corporation

Signature

Typed or Printed Name of Individual & Title

CANNON CREEK HOMEOWNER'S ASSOC., INC.

Elaine B. Phillips

Elaine B. Phillips, Co-President/Director

CANNON CREEK HOMEOWNER'S ASSOC., INC.

Michael B. Kreeioch

Michael B. Kreeioch, Co-Director

CANNON CREEK HOMEOWNER'S ASSOC., INC.

Albert V. Bratt

Albert V. Bratt, Co-Director

BROTHERS WELCOME HOMEOWNER'S ASSOC. INC.

James R. Chambers

James Chambers, Co-President/Director

BROTHERS WELCOME HOMEOWNER'S ASSOC. INC.

Barbara E. Rodriguez

Barbara E. Rodriguez, Co-Director

BROTHERS WELCOME HOMEOWNER'S ASSOC. INC.

Billy G. Stratton

Billy G. Stratton, Co-Director

PLAN OF MERGER

ARTICLE I

The name of the Surviving Corporation shall be:

CANNON CREEK AIRPARK HOMEOWNERS' ASSOCIATION, INC.

PLAN OF MERGER

**CANNON CREEK HOMEOWNERS' ASSOCIATION, INC.
(Incorporated November 5, 1986)**

**BROTHER'S WELCOME HOMEOWNERS' ASSOCIATION, INC.,
(Incorporated December 2, 1985)**

**Pursuant to F.S. 617.1101, CANNON CREEK AIRPARK
HOMEOWNERS' ASSOCIATION, INC. sets forth the following:**

The address of the Corporation shall be: Rt. 18, Box 587, Lake City, Florida
32025-7421.

- a. The terms and conditions of the proposed merger are as follows: The surviving corporation shall have two separate and distinct voting groups known as Brothers Welcome Division and Cannon Creek Division.
- b. The Board of Directors of the surviving corporation shall consist of six directors; three each from each voting group.
- c. Items of shared costs, such as insurance premiums, incorporation fees, and/or such other fees as may be voted on by the entire group, shall be appropriately proportioned in accordance with the number of lot owners in each Division.
- d. All such items that pertain in totality to Cannon Creek Division or to Brothers Welcome Division shall be assumed in totality by the appropriate Division.
- e. The assets, debts, responsibility, and liability of the divisions will be separate, and cannot become the responsibility of the other division, the parent group, or any other division which might be added in the future. All debts, assessment fees, judgments, liens, and assets of any one division belong to that division only.

- f. Each Division of Cannon Creek Airpark Homeowners' Association, Inc. shall be responsible for all matters pertaining to only that division, and to the health, welfare, and safety of all homeowners in that Division. These matters shall include, but not be limited to:
- i. Levying yearly homeowners fees (annual assessment).
 - ii. Levying special assessments for capital improvements within their division.
 - iii. Management, maintenance, improvement, and beautification of all taxiways, runways, roads, parks, lakes, ponds, buffer strips, recreation areas, facilities, and common areas within their division.
 - iv. Secretarial work in relation to management of their division.
 - v. Treasury: each division treasurer shall be responsible for billing of members, collecting moneys, keeping accurate records, maintaining bank accounts, and all matters pursuant to money. This shall include the obtaining of two signatures from the appropriate board members on all outgoing checks.
 - vi. Filing any liens and obtaining cognovit notes.
- g. Interest on unpaid association fees by individual members shall begin on February 1st of each year and shall accrue at 10% or amount allowable by the State of Florida. Interest shall compound each month that it remains unpaid.
- h. Each Division shall elect three Directors as per the by-laws, one of whom shall serve as President. These Presidents and Directors shall then serve as Co-Presidents and Co-Directors of the Parent Organization—Cannon Creek Airpark Homeowners' Association, Inc.
- i. Each division shall be responsible for filing their Federal Tax Form.
- j. Each division will be responsible for its own Architectural Committee, which will supervise and enforce the Covenants for their division.
- k. Annual Homeowners' Association Meetings:
- 1. All divisions will participate in the annual association meetings.
 - 2. Special meetings may be called by the Co-Presidents or Co-Directors when deemed necessary.
 - 3. Issues common to all divisions will be presented and discussed and voted on, and passed by the required vote for that specific issue.
 - 4. Issues deemed separate and pertaining only to matters relative to a particular division will be presented separately and only those members of that division shall be able to vote on those issues.
- l. Copies of all minutes of the annual meeting, special called meetings, and all director/officers meeting will be provided to all members of the Parent Board of Directors.
- m. The corporate seals used by both divisions as "for profit corporation" are null and void.

AMENDMENTS TO, OR RESTATEMENT OF, Articles of Incorporation of the Surviving Corporation:

Declarations of Covenants, Conditions and Restrictions

ARTICLE I, Section 4: "Common Areas" shall mean all real properties owned or leased by the Association for the common use and enjoyment of the Owners including, but not limited to: roads, runways, taxiways, streets, pedestrian easements, golf cart easements, and utility easements.

Section 5: "Lot" shall mean and refer to any plot of land shown upon any recorded subdivision map of Brother's Welcome or Cannon Creek.

ARTICLE IV, Section 3: Maximum Annual assessment. The initial maximum annual assessment was at least \$25.00 per lot.

ARTICLE V, Section 3: Minimum square footage (living area) requirements shall not apply for Brothers Welcome Division lots, specifically 1 thru 10; and specifically lots 1 and 28 for Cannon Creek Division. No building, structure, or other obstruction shall be nearer than 55 feet to the runway right-of-way in the Brothers Welcome Division.

Section 8: To include "no dish antenna in excess of four feet across at the widest point," shall be permitted after April 1999.

Add Section 11: All lots shall have underground utility system connections.

Add Section 12: Association shall have access to the 50' next to the runway 18-36 and shall have the right to cut and remove any improvement, structure, tree, shrub or other obstruction located therein.

EFFECTIVE DATE OF MERGER: Shall be on or after the date of filing the Articles of Incorporation and certificate.

ARTICLE II

APPROVAL OF PLAN: The Board of Directors of Brother's Welcome Homeowner's Association, Inc. adopted a resolution approving the proposed plan of Merger and directed that it be submitted to a vote at a meeting of all members entitled to vote on the proposed plan.

Written notice setting forth the proposed plan was given to each member entitled to vote in accordance with the Articles of Incorporation.

At the annual meeting held on June 6, 1998, the proposed plan was adopted after receiving a majority of the votes, by representation or proxy. The number of votes was sufficient for approval.

APPROVAL OF PLAN: The Board of Directors of Cannon Creek Homeowners; Association, Inc., adopted a resolution approving the proposed plan of Merger and directed that it be submitted to a vote at a meeting of all members entitled to vote on the proposed plan.

Written notice setting forth the proposed plan was given to each member entitled to vote in accordance with the Articles of Incorporation.

At the annual meeting held on June 6, 1998, the proposed plan was adopted after receiving a majority of the votes, by representation or proxy. The number of votes was sufficient for approval.

ARTICLE III

ADOPTION OF PLAN: The Board of Directors, to include six members, approved and adopted the plan on June 6, 1998.

ARTICLE IV

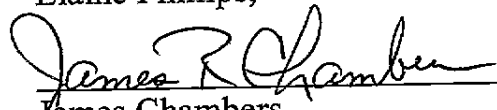
All covenants and by-laws not covered, amended or otherwise not part of the Plan of Merger, shall remain in fact.

ARTICLE V

The effective date of the merger shall be: May 1, 1999

April 14, 1999
DATE


Elaine Phillips, Director


James Chambers, Director

BROTHER'S WELCOME HOMEOWNERS ASSOCIATION, INC.

APPROVAL OF PLAN

Pursuant to F.S. 617.1103:

The Board of Directors of the above referenced corporation adopted a resolution approving the proposed plan of Merger and directed that it be submitted to a vote at a meeting of all members entitled to vote on the proposed plan.

Written notice setting forth the proposed plan was given to each member entitled to vote in accordance with the Articles of Incorporation.

At the annual meeting held on June 6, 1998, the proposed plan was adopted after receiving a majority of the votes, by representation or proxy. The number of votes was sufficient for approval. The effective date of the merger shall be after the delivery of the articles of merger to the Department of State.

4/8/99
Date:

Bill Stratton
BILL STRATTON, Director

James R Chambers
JAMES CHAMBERS, Director

CANNON CREEK HOMEOWNERS' ASSOCIATION, INC.

Pursuant to F.S. 617.1103:

The Board of Directors of the above referenced corporation adopted a resolution approving the proposed plan of Merger and directed that it be submitted to a vote at a meeting of all members entitled to vote on the proposed plan.

Written notice setting forth the proposed plan was given to each member entitled to vote in accordance with the Articles of Incorporation.

At the annual meeting held on June 6, 1998, the proposed plan was adopted after receiving a majority of the votes, by representation or proxy. The number of votes was sufficient for approval. The effective date of the merger shall be after the delivery of the articles of merger to the Department of State.

April 14, 1999
Date


ELAINE PHILLIPS, Director


MIKE KRECIOCH, Director