

# N960000003034

## TRANSMITTAL LETTER

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

SUBJECT                      (Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for

\$70.00	\$78.75	\$122.50	\$131.25
Filing Fee	Filing Fee & Certificate	Filing Fee & Certified Copy	Filing Fee, Certified Copy & Certificate

*Auth by Edward Burkhardt*

FROM                       
Name (printed or typed)

                      
Address

                                           
City, State & Zip

                      
Faxline Telephone number

*Miss Wicks  
JMS Director*

NOTE: Please provide the original and one copy of the articles

**ARTICLES OF INCORPORATION  
OF  
SOUTH WALK HOMEOWNERS ASSOCIATION, INC.**

(A Non Profit Florida Corporation)

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, in accordance with the provisions of the Statutes of said State, providing for the formation, liabilities, rights, privileges, and immunities of corporations not for profit.

**ARTICLE I**

The name of this corporation shall be SOUTH WALK HOMEOWNERS ASSOCIATION, INC.

**ARTICLE II**

The principal office of the Corporation is at U.S. 1 South, St. Augustine, St. Johns County, Florida, with the mailing address being 3770 U.S. 1 South, St. Augustine, FL 32086. The name and address of the resident agent is: EDWARD BURKHARDT, St. Augustine, Florida, who is authorized to accept service of process within this State upon the Corporation.

**ARTICLE III  
PURPOSES OF ORGANIZATION**

The general nature of the business to be transacted is as follows:

(a) To enforce the terms, covenants, conditions and restrictions appertaining to SOUTH WALK SUBDIVISION, recorded in the Public Records of St. Johns County, Florida, in Map Book 27, Pages 72-77 and 78-76 and any future units of SOUTH WALK SUBDIVISION, recorded in the Public Records of St. Johns County, Florida, by SOUTH WALK, LTD., a Florida Limited Partnership.

(b) To establish and collect assessments from the lot owners for the purpose of operating, maintaining, repairing, improving and administering said property and to collect and enforce liens for such assessments, by suit, if necessary.

**ARTICLE IV  
QUALIFICATIONS OF MEMBERS AND MANNERS  
OF THEIR ADMISSION**

Any person, firm, corporation, or other business entity coming within the following categories shall automatically become members of the Association:

(a) The record title holder of a present vested fee simple interest in any lot or dwelling of SOUTH WALK SUBDIVISION, hereafter filed in the Public Records of St. Johns County, Florida, by SOUTH WALK, LTD.

(b) If the record title holder described in paragraph (a) designates in writing to the Secretary of this Association his desire that a tenant be substituted as a member of this Association, the tenant shall be a member of this Association. However, the owner's membership privileges during the period of such tenancy shall abate and shall be exercisable only by the tenant. When the tenancy ceases to exist the owner of such dwelling unit shall so certify to the Secretary of this Association, and the owner shall be entitled to all membership privileges unless a new tenant is in possession of the dwelling unit.

(c) The memberships of any tenant or record owner shall automatically terminate when such person is no longer entitled to immediate possession and enjoyment of a lot or dwelling unit in SOUTH WALK SUBDIVISION, or any future units of SOUTH WALK SUBDIVISION, hereinafter filed in the Public Records of St. Johns County, Florida, by SOUTH WALK, LTD.

(d) When a corporation or partnership is an owner or tenant of a dwelling unit or lot, only the President of the Corporation or its designate or the senior partner shall be entitled to exercise membership privileges.

#### **ARTICLE V TERM OF EXISTENCE**

Section 1. This corporation shall have perpetual existence.

#### **ARTICLE VI NAMES AND RESIDENCE OF SUBSCRIBERS**

EDWARD E. BURKHARDT  
151 Creekside  
St. Augustine, Florida 32084

#### **ARTICLE VII MANAGEMENT AND TIME OF ELECTION**

(a) The affairs and property of this Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than (7) members.

(b) Directors shall be elected by the voting membership at the regular annual meeting of the membership of the corporation to be held on the 15th day of March, of each year, at such place as may be designated by the Board.

(c) All officers shall be elected by the Board of Directors in accordance with the By laws at the regular annual meeting of the Board of Directors to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members of the Corporation, a President, Vice President, Secretary and Treasurer, and such other officers as it may deem desirable.

**ARTICLE VIII  
NAMES OF OFFICERS**

The names of the officers who shall serve until the first election are as follows:

President:                   EDWARD L. BURKHARDT  
                                  151 Creekside Drive  
                                  St. Augustine, Florida 32084

Vice-President:

Secretary/  
Treasurer:                 DEBRA COLLARD  
                                  151 Creekside Drive  
                                  St. Augustine, Florida

**ARTICLE IX  
BOARD OF DIRECTORS**

The following ~~two (2)~~<sup>three (3)</sup> persons shall constitute the first Board of Directors. Said first Board of Directors may appoint three (3) successors to serve as an interim Board of Directors until the first meeting of the members:

EDWARD L. BURKHARDT  
151 Creekside Drive  
St. Augustine, Florida 32084

MICHAEL BURKHARDT  
4325 Appleton Place  
Jacksonville, Florida 32218

DEBRA COLLARD  
151 Creekside Drive  
St. Augustine, Florida 32084

**ARTICLE X  
BY-LAWS**

The By-laws of this Corporation may be made, altered, amended, or rescinded by such modification signed by at least a two thirds (2/3) vote of all members of the Association.

**ARTICLE XI  
AMENDMENT OF ARTICLES OF INCORPORATION**

An affirmative vote of seventy-five (75%) percent of the qualified voting members of the Corporation shall be necessary to amend these Articles of Incorporation.

ARTICLE XII

No dividend shall be paid and no part of the income shall be distributed to its members, directors or officers. The Corporation may, however, pay a reasonable amount to its members, directors and officers for services rendered, and may confer benefits upon its members in conformity with the purposes set forth in Article II, and upon dissolution or final liquidation, may make distribution to its members, as permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be determined to be a dividend or a disbursement of income

WITNESS THE HANDS AND SEALS of the incorporators and subscribers, in St. Johns County, State of Florida, this 1st day of JUNE, 1996

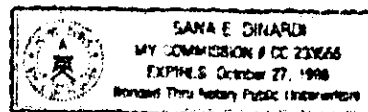
  
EDWARD L. BURKHARDT

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

On this 1st day of JUNE, 1996 before me personally appeared EDWARD L. BURKHARDT, to me known to be the same person described in, and who executed the foregoing instrument, and he acknowledged that he executed the same.

Witness my hand and official seal this 1st day of JUNE, 1996

  
Notary Public, State of Florida  
My Commission Expires:



FILED  
SOUTH FLA. DIV.  
JUN 1 1996

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

PURSUANT TO THE PROVISIONS OF SECTION 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 OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1 The name of the corporation is: SOUTH WALK HOMEOWNERS ASSOCIATION, INC.

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

EDWARD BURKHARDT

(Name)

101 CREEKSIDE DRIVE

(P.O. Box not acceptable)

ST. AUGUSTINE, FLA. 32086

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby 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.*

Edward R. Burkhardt  
(Signature)

JUNE 1, 1996  
(Date)

EXHIBIT "C"

BY-LAWS

SOUTH WALK HOMEOWNERS ASSOCIATION, INC.

(A Non-Profit Florida Corporation)

ARTICLE I

Section 1 - Personal Applications. All present or future owners, tenants, future tenants of SOUTH WALK SUBDIVISION, as per map in Book 29, Pages 75-74 and 75-76 Public Records of St. Johns County, Florida, and any future units of SOUTH WALK SUBDIVISION hereafter filed in the Public Records of St. Johns County, Florida, by SOUTH WALK, LTD., are subject to residential or commercial property in SOUTH WALK SUBDIVISION, or any future units in SOUTH WALK SUBDIVISION filed by SOUTH WALK, LTD. in the Public Records of St. Johns County, Florida, or the mere act of occupancy or use of any of said property will signify that these By-Laws are accepted, ratified and will be complied with.

ARTICLE II

Section 1 - Voting. Voting shall be based on one vote for each lot or one vote for each proposed dwelling unit or dwelling unit and the purchaser owner of each lot or dwelling unit, and the developer owner of each lot or dwelling unit, shall be personally liable for all assessments against said lot or dwelling unit as per the duly recorded Declaration of Covenants and Restrictions regarding SOUTH WALK SUBDIVISION referred to above, and to which these By-Laws are attached as an Exhibit, and any future Declaration of covenants and Restrictions pertaining to future units of SOUTH WALK SUBDIVISION hereafter filed in the Public Records of St. Johns County, Florida, by SOUTH WALK, LTD.

Section 2 - Majority of Owners. As used in these By-Laws, the term "Majority of Owners" shall mean those owners as well as the developer holding fifty-one (51%) percent of the votes. The Developer, SOUTH WALK, LTD., shall be a member of the organization so long as it holds title to any property in SOUTH WALK SUBDIVISION, or any future units. The Developer reserves the right to vote all memberships not owned by the other members of SOUTH WALK HOMEOWNER'S ASSOCIATION.

Section 3 - Quorum. Except as otherwise provided in these By-Laws, the presence in person or by proxy of a "Majority of Owners" as defined in Section 2 of this Article, shall constitute a quorum.

Section 4 - Proxies. Votes may be cast, in person or by proxy. The Board of Directors of the Association shall have the right to appoint a proxy committee, and the proxy committee appointed by the Board of Directors shall be entitled to cast the vote for the person signing the proxy. The proxies shall be mailed out to all persons entitled to vote at least fifteen (15), but not more than thirty (30) days, prior to a meeting of the Association, and any person wishing to vote by proxy shall have his proxy properly signed and in the hands of the Secretary at least five (5) days prior to the date of the meeting.

### ARTICLE III

Section 1 - Association Responsibilities. The Membership as defined in Section 3.2 of Article III of the Declaration of Covenants and Restrictions of SOUTH WALK SUBDIVISION, to which these By-Laws are attached as an Exhibit, which constitutes the Association of Owners (hereinafter referred to as "Association") will have the responsibility of administering the common areas, approving the annual budget, establishing and collecting monthly assessments. Except as otherwise provided, decisions and resolutions of the association shall require approval by a majority of members.

Section 2 - Place of Meetings. Meetings of the Association shall be held at a suitable place convenient to the owners as may be designated by the Board of Directors.

Section 3 - Annual Meetings. The annual meetings of the Association shall be held at a suitable place convenient to the owners as may be designated by the Board of Directors.

Section 4 - Special Meetings. It shall be the duty of the President to call a special meeting of Members as directed by resolution of the Board of Directors or upon a petition signed by a majority of the members and having been presented to the Secretary. The notice of any special meeting shall state the time and place of such meeting and the purpose thereof. No business shall be transacted at a special meeting except as stated in the notice.

Section 5 - Notice of Meetings. It shall be the duty of the Secretary to mail a notice of each annual or special meeting, stating the purpose thereof as well as the time and place where it is to be held, to each member of record, at least fifteen (15) days but not more than thirty (30) days prior to such meeting. The mailing of a notice by United States Mail, postage prepaid, shall constitute notice served.

Section 6 - Adjourned Meetings. If any meeting of members cannot be organized because a quorum has not attended, the members who are present, either by proxy or in person, may adjourn the



meeting to a time not more than forty-eight (48) hours from the time the original meeting was called.

#### ARTICLE IV BOARD OF DIRECTORS

Section 1 - Number and Qualification. The affairs of the Association shall be governed by a Board of Directors of not less than three (3) nor more than seven (7) members. The members of the initial Board need not be owners or tenants of SOUTH WALK SUBDIVISION referred to above.

Section 2 - Powers and Duties. The Board of Directors shall have the power and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not by law or by these By-Laws, or by resolution of the Association, the Board of Directors shall be responsible for the following:

(a) Care, upkeep and surveillance of the common areas, including the front entrance, drainage areas, vegetation buffer lying along Highway 206, and vegetation islands lying within the road right-of-ways, and such property as may be designated by the Developer for the use of the Homeowners Association. Such property shall be under the ownership and is to be maintained by the Homeowners Association and will be for exclusive use by the Association and their guests.

(b) Collection of monthly assessments from the owners, and setting the monthly assessment. The assessment shall be effective upon its adoption and shall be due on the first day of the first month following adoption and on that same day each and every month thereafter.

Notice of the amount of such assessment shall be given to each owner personally or by mail, telephone or telegraph. Assessments remaining unpaid for thirty (30) days after the due date shall constitute a lien on said property and bear interest at the rate of eighteen (18%) percent until paid in full. Enforcement of the lien shall be by foreclosure and in such event, the Board shall be entitled to reasonable reimbursement for attorney's fees and court costs.

(c) Shall, at its option, adopt any rules and regulations which are, or which may become relative to the general use of the common areas which are subject to the use of all members.

Section 4 - Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a Director by a majority vote of the members shall be filled by the vote of the majority of the remaining directors, even though they may constitute less than a quorum; and each person so elected shall be

Director until a successor is elected at the next annual meeting of the Association.

Section 5 - Removal of Directors. At the regular or special meeting duly called, any one or more of the Directors may be removed with or without cause by a majority vote of the voting members present in person or by proxy, and a successor may then and there be elected to fill the vacancy thus created. Any Director whose removal has been proposed by the members shall be given an opportunity to be heard at the meeting.

Section 6 - Organization of Meeting. The first meeting of a newly elected Board of Directors shall be held within ten (10) days of election at such place as shall be fixed by the Directors at the meeting at which such Directors were elected, and no notice shall be necessary to the newly elected Directors in order legally to constitute such meeting, providing a majority of the whole Board shall be present.

Section 7 - Regular Meetings. Regular meetings of the Board of Directors may be held at such time and place as shall be determined, from time to time, by a majority of the Directors, but at least two (2) such meetings shall be held during each fiscal year. Notice of regular meetings of the Board of Directors shall be given to each Director, personally or by mail, telephone or telegraph, at least twenty (20) days prior to the day named for such meeting.

Section 8 - Special Meetings. Special meetings of the Board of Directors may be called by the President on five (5) days notice to each Director given personally or by mail, telephone or telegraph, which notice shall state the meeting time, place (as hereinabove provided), and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice on the written request of at least two (2) Directors.

Section 9 - Waiver of Notice. Before or at any meeting of the Board of Directors, any Director may, in writing, waive notice of such meeting and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a Director of any meeting of the Board shall be a waiver of notice by him of the time and place thereof. If all the Directors are present at any meeting of the Board, no notice shall be required and any business may be transacted at such meeting.

Section 10 - Board of Directors Quorum. At all meetings of the Board of Directors, a majority of the Directors shall constitute a quorum for the transaction of business, and the acts of the majority of the Directors present at a meeting at which a quorum is present may adjourn the meeting from time to time. At any such adjourned meeting, any business which might have been transacted at the meeting as originally called, may be transacted without further notice.

**ARTICLE V  
OFFICERS**

Section 1 - Designation. The principal officers of the Association shall be a President, a Vice-President and Secretary-Treasurer, all of whom shall be elected by the Board of Directors and all of whom shall be members of the Board of Directors. The Directors may appoint an assistant treasurer, and an assistant secretary, and such other officers as in their judgment may be necessary.

Section 2 - Election of Officers. The Officers of the Association shall be elected annually by the Board of Directors at the organization meeting of each new Board, and shall hold office at the pleasure of the Board.

Section 3 - Removal of Officers. Upon affirmative vote by a majority of the Board of Directors present at any regular or special meeting, any officer may be removed either with or without cause. The Board may, at such meeting, elect a successor for the removed officer.

Section 4 - President. The President shall be the Chief Executive Officer of the Association. He shall preside at all meetings of the Association. He shall have all of the general powers and duties which are usually vested in the office of the president of an association including, but not limited to, the power to appoint committees from among the members; from time to time he may, in his discretion, decide and acquire the necessary staff appropriate to assist in the conduct of the affairs of the Association.

Section 5 - Secretary-Treasurer. As Secretary, he shall keep the minutes of all meetings of the Board of Directors and the minutes of all meetings of the Association; he shall have charge of such books and papers as the Board of Directors may direct; and he shall in general, perform all of the duties incident to the office of the Secretary. As Treasurer, he shall have responsibility for Association funds and securities and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Association. He shall be responsible for the deposit of all monies and other valuable effects in the name; and to the credit of the Association in such depositories as may, from time to time, be designated by the Board of Directors.

**ARTICLE VI  
OBLIGATION OF THE OWNERS**

Section 1 - Assessments. All of the members, including the Developer, are obligated to pay monthly assessments imposed by the Board of Directors to meet all project communal expenses, including specifically but not by way of limitation, vandalism and malicious mischief and public liability insurance, and taxes on the common areas.

Section 2 - Maintenance and Repair.

(a) Every member must perform all maintenance, upkeep and repair work within his own lot or dwelling unit which, if omitted, would detrimentally affect the aesthetic appearance of the subdivision or a part belonging to the other owners, being expressly responsible for the damages and liabilities that his failure to do so may engender.

(b) A member shall reimburse the Association for any expenditure incurred in repairing or replacing any part of the communal facilities damaged through the fault of any agent, guest or leasee of such member.

Section 3 - Use of Property. Usage of all property shall be limited to usage as described by duly regulated ordinances now in effect or may become in effect, in the County of St. Johns, Florida, and further limited by the Declaration of Covenants and Restrictions of SOUTH WALK SUBDIVISION referred to above to which these By-Laws are an Exhibit.

Section 4 - Rules and Conduct. Conduct of members shall be governed by rules and regulations, which from time to time, may be approved by the Board of Directors.

**ARTICLE VII  
AMENDMENTS TO THE BY-LAWS**

Section 1 - By-Laws. These By-Laws may be amended by a vote of two-thirds (2/3) of the members.

**ARTICLE VIII  
SALES OR LEASE OF PROPERTY**

The association shall, in no way, restrict the sale or lease of property within the SOUTH WALK SUBDIVISION, referred to above or any future units of SOUTH WALK SUBDIVISION hereafter filed in the Public Records of St. Johns County, Florida, by the Developer.

## EXHIBIT "D"

### ARCHITECTURAL CONTROL COMMITTEE

No residences, additions thereto, add-ons, accessories, garages, porches, pools, fences, antennas, hedges or any other such structures, shall be erected, placed, constructed, altered, or maintained upon any portion of said lots, unless a complete set of plans and specifications therefor, including the exterior color scheme, landscaping with sprinkler system together with a plot plan indicating the exact location on the building site, shall have been submitted to and approved in writing by the Committee or its duly authorized subcommittee or agent, and a copy of such plans as finally approved are deposited for permanent record with the committee. Said Committee shall consist of a minimum of three (3) persons, none of whom shall be required to own property in SOUTH WALK SUBDIVISION. Such plans and specifications shall be submitted in writing and for approval, over the signature of the owner or his duly authorized agent, on a form which may be prepared by and shall be satisfactory to the Committee received therefor. The approval of said plans and specifications may be withheld, not only because of their non-compliance with any of the specific restrictions contained in this and other clauses hereof, but also by reason of the reasonable dissatisfaction the Committee or its agent with the grading plan, locations of the structure on the building site, the engineering, color scheme, finish design, proportions, architecture, shape, height, style or appropriateness of the proposed structure or altered structure, the materials used therein, the kind, pitch, or type of roof proposed to be placed thereon, or because of its reasonable dissatisfaction with any or all other matters or things which, in the reasonable judgment of the Committee or its agent would render the proposed structure inharmonious or out of keeping with the general plan of improvement of the Subdivision or with the structures erected on other building sites in the immediate vicinity of the building site on which said structure is proposed to be erected.

The Committee shall be authorized to establish further reasonable rules and regulations for approval of plans as required by this Article and for approval of interpretation of other matters and things requiring the approval or interpretation of the Committee as otherwise set forth in the restrictions.

The approval of the committee for use on any lot of any plans or specifications submitted for approval, as herein specified, shall not be deemed to be a waiver by the Committee of its rights to object to any of the features or elements embodied in such plans or specifications if and when the same features or elements are embodied in any subsequent plans and specifications submitted for approval as herein provided for use on other lots.

If, after such plans and specifications have been approved, any building, fence, wall or other structure or thing shall be altered, erected, placed or maintained upon the lot otherwise than as approved by the Committee, such alteration, erection and maintenance shall be deemed to have been undertaken without approval of the Committee ever having been obtained as required by these restrictions.

Any agent or officer of the Committee may from time to time, at any reasonable hour or hours, in the presence of the occupant thereof, enter and inspect any property subject to these restrictions as to its maintenance or improvement in compliance with the provisions, hereof; and the committee and/or any agent thereof shall not thereby be deemed guilty of any manner of trespass for such entry or inspection.

In the event the Committee or its duly authorized agent fails to take official action with respect to approval or disapproval of any such design or designs or location or any other matter or thing referred to herein, within thirty (30) days after being submitted and receipted for in writing, then such approval will not be required provided that the design and location on the lot conform to and are in harmony with the existing structures on the lots in this subdivision. In any event, either with or without the approval of the Committee or its agent, the size and setback requirements of residences shall conform with the requirements contained in these restrictions.

Any act, decision or other thing which is required to be done or which may be done in accordance with the provisions of these restrictions by the Committee, may be done by the duly appointed agent or agents of the Committee, which authority may be further delegated.