

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

Goldenrod Crossings Property Owners Association, Inc

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ARTICLES OF INCORPORATION**OF****GOLDENROD CROSSINGS PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned, acting as sole incorporator, adopts these Articles of Incorporation and forms a not for profit corporation (the "Association") under the Florida Not For Profit Corporation Act.

**I.
Name**

The name of the Association is: Goldenrod Crossings Property Owners Association, Inc.

**II.
Term of Existence**

The Association's existence commences on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida. The Association will have perpetual existence thereafter.

**III.
Principle Office**

The principal office and mailing address of the Association is: 258 Southhall Lane, Suite 130, Maitland, Florida 32751.

**IV.
Purposes**

The Association has been created and established for the objects and purposes of and has exclusive jurisdiction over and the sole responsibility for the ownership, administration, management, operation, care, maintenance, restoration, preservation and protection of the common areas; monitoring and enforcing each owner's obligations with respect to common areas, to the extent provided for in that certain Declaration of Covenants, Conditions and Restrictions made by T. Walter Brashier (the "Declaration"), these Articles of Incorporation and the Bylaws (the "Bylaws") of the Association; the establishment, levy, imposition, enforcement and collection of all assessments for which provision is made in the Declaration; the payment of all expenses and expenditures as provided in the Declaration; all as more particularly provided in the Declaration, these Articles, and the administration and enforcement of the covenants, conditions, restrictions, easements, reservations, terms and provisions of the Declaration and the Bylaws.

**V.
Board of Directors**

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The Association will have 3 directors initially. The number of directors may be increased or decreased from time to time as provided in the Bylaws, provided that the Association will always have at least 3 directors. The directors will be elected or appointed as provided in the Bylaws. The names and addresses of the initial directors of the Association who will serve until their successors are duly elected and qualified are:

Robert Smith	258 Southhall Lane, Suite 130 Maitland, Florida 32751
Lisa Noriega	258 Southhall Lane, Suite 130 Maitland, Florida 32751
Christopher B. Pickens	258 Southhall Lane, Suite 130 Maitland, Florida 32751

VI. **Members**

The Association has two classes of membership:

Class A. Class A Members are all owners of record of any parcel (the "Lot") of the real property described as Lots 1 and 2 of SUNFOREST, according to the plat thereof recorded in Plat Book 28, page 48 of the Public Records of Orange County, Florida (the "Property"), except for T. Walter Brashier (the "Declarant"), prior to termination of his Class B membership. If, however, Declarant owns one or more Lots upon or after the termination of its Class B membership, then Declarant becomes a Class A Member. Except for matters concerning special assessments and amendments to the Declaration, Class A members are not entitled to vote until the termination of the Class B membership, at which time Class A Members are entitled to one vote for each acre contained in each Lot owned by the Member in the Property. The vote for any one Lot owned by more than one person or entity will be exercised as they, among themselves, determine, but in no event will the vote or votes with respect to any jointly owned Lot be cast separately. On all matters concerning special assessments or amendments to the Declaration the Class A Members have one vote for each acre contained in each Lot owned by the Member on the Property.

Class B. The Class B membership is the Declarant, his successors or assigns. The Class B membership terminates and ceases upon the first to occur of: (i) the specific written termination by Declarant; (ii) Declarant does not own any Lot; or (iii) August 31, 2008. Except for special assessments and amendments to the Declaration, the Class B Member is the only Member entitled to vote in the Association until such time as the Class B membership ceases. On all matters concerning special assessments or amendments to the Declaration the Class B Member has one vote for each acre contained in each Lot owned on the Property.

Every person or entity who is an owner of any Lot is a Member of the Association and is required to maintain such membership as long as the Owner continues to own a Lot. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

VII. **Initial Registered Office and Agent**

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The street address of the initial registered office of the Association is 258 Southhall Lane, Suite 130, Maitland, Florida 32751 and the name of its initial registered agent at such address is Robert Smith.

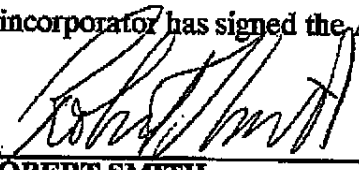
VIII.
Incorporator

The name and address of the incorporator signing these Articles of Incorporation is:

Robert Smith

258 Southhall Lane, Suite 130
Maitland, Florida 32751

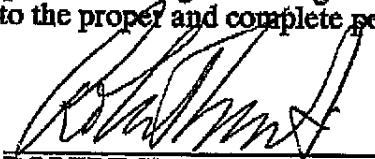
IN WITNESS WHEREOF, the undersigned incorporator has signed the Articles as of the 23rd day of September, 2000.



ROBERT SMITH

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the above-stated Association, at the place designated herein, I hereby agree to act in this capacity. I am familiar with and accept my obligations as Registered Agent and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



ROBERT SMITH

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