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Hal A. Airth FILED

Attorney at Law

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112 West Howard Street
Post Office Box 448
Live Oak, Florida 32064

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 28, 2000

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****122.50 *****78.75

Department of State
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

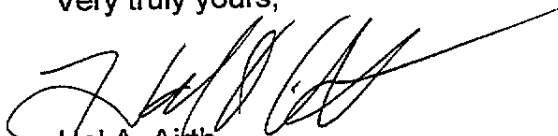
Re: Deerfield ^{Farms} Estates Homeowners Association, Inc.

Dear Sir:

Please find enclosed the original and one copy of the Articles of Incorporation for the above named corporation. My office account check #665673 for \$122.50 for the filing fee is also enclosed.

Thank you for attention to this matter.

Very truly yours,


Hal A. Airth

Enc.

Hal Airth GAVE
add principal
address - Airth
PH 8/11/00

W 18524
PH 7/31/00
PH 8/11/00



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 31, 2000

HAL A. AIRTH, ESQ.
112 W HOWARD ST
LIVE OAK, FL 32064

SUBJECT: DEERFIELD ESTATES HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W00000018922

We have received your document for DEERFIELD ESTATES HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 000A00041361

ARTICLES OF INCORPORATION
OF
DEERFIELD FARMS HOMEOWNERS ASSOCIATION, INC.

FILED
00 AUG 11 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A Nonprofit Corporation

I, the undersigned natural person of legal age, a citizen of the State of Florida, acting as incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopt the following articles of incorporation:

ARTICLE I

The name of the corporation is DEERFIELD FARMS HOMEOWNERS ASSOCIATION, INC. (hereinafter the "Association").

ARTICLE II

The association is a nonprofit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The association is formed for the primary purpose of providing for the maintenance, preservation, and architectural control of the residence lots and common area within a certain subdivided tract of real property described on attached Exhibit "A", and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the association for such purpose.

In furtherance of such purposes, the association will have the power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain Declaration of Restrictions and Protective Covenants for DEERFIELD FARMS SUBDIVISION, hereafter "Declaration" applicable to the subdivision and recorded in the public records of Hamilton County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and 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 on the property of the association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;

(d) Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of each class of members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer will be effective unless an instrument has been signed by a majority of each class of members, agreeing to such dedication, sale, or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation must have the consent, by vote or written instrument, of a majority of each class of members;

(g) Have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The association is organized and will be operated exclusively for the above purposes. The activities of the association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member.

ARTICLE V

The street address of the initial registered office of the association is 3208 NW 29th Lane, Jennings, Florida 32053, and the name of its initial registered agent at that address is CONRAD SEASHOLTZ. The principal address is the same as the registered office.

ARTICLE VI

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the association.

ARTICLE VII

The association will have two classes of voting members, which are defined as follows:

Class A members will include all owners with the exception of the Declarants, as that term is defined in the Declaration. Class A members will be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all of those persons will be members. The vote for such lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Class A members.

Class B members will be the Declarants, as that term is defined in the Declaration. The Declarants will be entitled to one (1) vote for each lot owned. The vote for such lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Class B members. The Class B membership will cease and be converted to Class A membership as provided in the Declaration.

ARTICLE VIII

The number of directors constituting the initial board of directors of the association is three (3). The number of directors may be increased or decreased from time to time but may never be less than three (3). The names and addresses of the persons who are to serve as the initial directors are:

Name	Address
CONRAD SEASHOLTZ,	3208 29 th Lane, Jennings, Florida 32053
KEITH SEASHOLTZ,	3188 NW 66 th Blvd., Jennings, Florida 32053
IRA JOHN SEASHOLTZ,	3034 NW 66 th Blvd., Jennings, Florida 32053

ARTICLE IX

On dissolution, the assets of the association will be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets will be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

ARTICLE X

The name and street address of the incorporator is:

CONRAD SEASHOLTZ, 3208 29th Lane, Jennings, Florida 32053

Executed at Live Oak, Florida, on July 11, 2000.

STATE OF FLORIDA
COUNTY OF SUWANNEE

Before me, the undersigned authority duly authorized to administer oaths and take acknowledgments, personally appeared **CONRAD SEASHOLTZ**, who upon being duly sworn deposes and says that he is the person who signed the foregoing document as incorporator, and that the statements contained therein are true.

In witness, I have set my hand and on the date first above-written.

Conrad Seasholtz
CONRAD SEASHOLTZ,

Hal A. Airth
Hal A. Airth, Notary Public



HAL A. AIRTH
MY COMMISSION # CG 700335
EXPIRES: February 3, 2002
Bonded Thru Notary Public Underwriters

My commission expires:

ACCEPTANCE

The undersigned, **CONRAD SEASHOLTZ**, is the person named above and designated as registered agent of said corporation; the undersigned is a resident of Hamilton County, Florida, and maintains an office at 3208 29th Lane, Jennings, Florida 32053. The mailing address of the undersigned is 3208 29th Lane, Jennings, Florida 32053. The undersigned hereby accepts the above designation and appointment as registered agent for said corporation.

Dated this 11 day of July, 2000.

Conrad Seasholtz
CONRAD SEASHOLTZ

STATE OF FLORIDA
COUNTY OF SUWANNEE

Sworn to and subscribed before me, the undersigned authority, **CONRAD SEASHOLTZ**, this 11 day of July, 2000.

Hal A. Airth
Hal A. Airth, Notary Public
My commission expires:



FILED
00 AUG 11 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA