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TERRY MCDAVID

ATTORNEY AT LAW 128 SOUTH HERNANDO STREET LAKE CITY, FLORIDA 32025

MAILING ADDRESS POST OFFICE BOX 1328 LAKE CITY, FLORIDA 32056-1328

December 30, 2002

TELEPHONE: 386-752-1896 FAX: 386-752-8905

Secretary of State State of Florida Corporation Division Post Office Box 6327 Tallahassee, FL 32314

Re: Southwood Acres Owners Association, Inc.

Gentlemen:

I am enclosing an original and a copy of the Articles of Incorporation with respect to the above-referenced matter. Please file the original and certify the copy to be returned to me. My check in the amount of \$78.75 is enclosed in payment of the filing fee.

Sincerely yours,

Terry McDavid

TM/db

Enclosures

ARTICLES OF INCORPORATION

OF

SOUTHWOOD ACRES OWNERS ASSOCIATION, INC. (a non-profit corporation)

The undersigned, desiring to form a corporation not for profit under the laws of the State of Florida, hereby adopts the following articles of incorporation:

ARTICLE I - NAME

The name of the corporation is SOUTHWOOD ACRES OWNERS ASSOCIATION, INC.

ARTICLE II - TERM OF EXISTENCE

The period of the duration of the corporation is perpetual, unless dissolved according to law.

ARTICLE III - PURPOSE

The association is organized for the purpose of acquisition and management, maintenance, operation and care of real and personal property, including but without limitation, entrances and signage for Southwood Acres Unit I, a subdivision recorded in Plat Book 3, Page 76, Southwood Acres Unit II, a subdivision recorded in Plat Book 3, Page 82, Southwood Acres Unit III, a subdivision recorded in Plat Book 3, Page 91, and Southwood Acres Unit IV, all of the public records of Columbia County, Florida, and other property nearby or adjacent to those subdivisions, which are owned or controlled by the association or the owners in common.

- A. To fix and make dues and collect those dues.
- B. To borrow money.
- C. To use and expend the proceeds of dues and borrowings in a manner consistent with the purposes for which this association is formed and to pay debts and obligations of the association.

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- D. Review plans and specifications of proposed improvements by the association of its property.
- E. To maintain, repair, replace, operate, and care for real and personal property, including but without limitation, entrances and signage for Southwood Acres Unit I, a subdivision recorded in Plat Book 3, Page 76, Southwood Acres Unit II, a subdivision recorded in Plat Book 3, Page 82, Southwood Acres Unit III, a subdivision recorded in Plat Book 3, Page 91, and Southwood Acres Unit IV, and other property nearby or adjacent to those subdivisions, all of the public records of Columbia County, Florida, which are owned or controlled by the Association or the owners in common.
 - F. Purchase and maintain insurance.
- G. to make, amend, impose, and enforce by any lawful means, reasonable rules and regulations of use of any common areas, entrance areas and property owned by the Association.
 - H. To contract for services with others.
- I. To do and perform anything required by these articles, the bylaws, or the declaration to be done by the owner, but if not done by the owner in a timely manner, at the expense of Owner.
- J. To do and perform any obligations imposed upon the association by the declaration or by any permit or authorization from any unit of local, regional, state, or the federal government.

The foregoing specific duties and responsibilities are not construed in any way as limiting the powers of the association.

Rather, the association will have and exercise all the powers

conferred upon associations so formed.

ARTICLE IV - POWERS

In carrying out its purposes, the corporation shall have all corporate powers now or hereafter provided by the laws of the State of Florida, including, but not limited to:

- A. The purchase, ownership, maintenance, control, sale, lease, mortgaging, encumbering or otherwise dealing in any manner with real and personal property of every type, kind and nature.
- B. The employment, direction and discharge of personnel necessary to carry out the purposes herein stated.
- C. To do any and all things necessary, incidental, or desirable to accomplish any and all of the purposes and objectives for which the corporation is organized, either alone or in association with other corporations, firms or individuals and to carry on any lawful activity necessary or incidental to the accomplishment of the purposes and objectives of the corporation.
 - D. To make and collect dues from members.
- E. To maintain, repair, replace and operate property owned, leased or managed by it, purchase insurance thereon, and to make and adopt reasonable regulations respecting the use and appearance of the entrances and other property owned or controlled by the corporation.

The foregoing enumeration of powers shall in no way be construed to limit or restrict in any manner the powers of the corporation as may be otherwise provided or granted by law.

ARTICLE V - MEMBERSHIP

Every person or entity who is, from time to time, the record owner of a parcel of land in Southwood Acres Unit I, a subdivision recorded in Plat Book 3, Page 76, Southwood Acres Unit II, a subdivision recorded in Plat Book 3, Page 82, Southwood Acres Unit III, a subdivision recorded in Plat Book 3, Page 91, and Southwood Acres Unit IV, a subdivision recorded in Plat Book 3, Page 91, and Southwood Acres Unit IV, a subdivision recorded in Plat Book 4, Page 7, and other property nearby or adjacent to those subdivisions, all of the public records of Columbia County, Florida, and who pays Association dues shall be a member of the association.

ARTICLE VI - PRINCIPAL OFFICE, REGISTERED OFFICE AND AGENT

The initial principal office and registered office of the corporation is Route 9, Box 972, Lake City, FL 32024, and the mailing address is P.O. Box 3566, Lake City, FL 32056. The name of its initial Registered Agent at such address is Charles S. Sparks.

ARTICLE VII - ORGANIZATION FORM

The corporation is organized upon a non-stock basis.

ARTICLE VIII - DISPOSITION OF ASSETS UPON DISSOLUTION

No part of the income of the corporation shall be distributable to its members, directors or officers either during the existence of the corporation or upon its dissolution; provided, however, that upon dissolution the assets of the corporation shall be transferred to a successor entity, or to the then property owners in the Development.

ARTICLE IX - OFFICERS

The officers of the corporation shall be a president, a vice president, secretary, and a treasurer, and such other officers as the members may determine. One person may hold two or more offices.

ARTICLE X - SUBSCRIBERS AND INITIAL OFFICERS AND DIRECTORS

The subscribers and initial officers and directors of the corporation are:

NAMES

Secretary/Treasurer

ADDRESSES

Lake City, FL 32056

Charles S. Sparks	Post Office Box 3566
President	Lake City, FL 32056
James Zuber	Post Office Box 3566
Vice President	Lake City, FL 32056
R. Lawton Unrau	Post Office Box 3566

ARTICLE XI - BYLAWS AND AMENDMENT OF ARTICLES

The bylaws will be adopted and may be amended by the Directors or members, consistent with these articles nd the declaration by majority vote or written assent of members entitled to exercise voting power.

ARTICLE XII - DISSOLUTION OF ASSOCIATION

No part of the income of the corporation shall be distributable to its members, directors or officers either during the existence of the corporation or upon its dissolution.

ARTICLE XIII - NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

NAME ADDRESS

Charles S. Sparks Post Office Box 3566 Lake City, FL 32056

Charles S. Sparks

STATE OF FLORIDA COUNTY OF COLUMBIA

The foregoing Articles of Incorporation were acknowledged before me by Charles S. Sparks, the incorporator named in the foregoing Articles of Incorporation, this 30th day of December _____, 2002.

Notary Public

My Commission Expires:



ACKNOWLEDGMENT BY RESIDENT AGENT

Having been named to accept service of process for Southwood Acres Owners Association, Inc., at Route 9, Box 972, Lake City, FL 32024, I hereby accept to act in this capacity and agree to comply with the provisions of Florida Statute relative to keeping open said office.

Charles S. Sparks

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SECRETARY CF STATE

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