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**FLORIDA NON-PROFIT CORPORATION**  
**SHENANDOAH PROPERTY OWNERS' ASSOCIATION, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**  
**OF**  
**SHENANDOAH PROPERTY OWNERS' ASSOCIATION, INC.**

THE UNDERSIGNED, do hereby associate themselves, their successors and assigns, together for the purpose of becoming incorporated under the laws of the State of Florida, as a corporation not for profit under the following proposed Certificate of Incorporation:

**ARTICLE I**

The name of this corporation is: Shenandoah Property Owners' Association, Inc. The principal and registered office of the corporation is located at: 17499 McGregor Boulevard, Fort Myers, Florida 33908. As used herein, the term corporation shall be synonymous with "Association" as defined in the Declaration of Covenants and Restrictions (the "Declaration") of a residential subdivision to be known as the Shenandoah Subdivision.

All of the capitalized words and phrases used in these Articles that are not otherwise defined in these Articles, and that are capitalized for reasons other than syntax or grammar, shall have the same meanings attributed to such words and phrases as in the Declaration.

**ARTICLE II**

The purpose for which the Association is organized is to perform all duties necessary for the operation, management, maintenance, care, protection, preservation and improvement of the common areas of the Shenandoah Subdivision located in Lee County, Florida. In furtherance of these duties, the Association shall have the power to:

- A. Own and convey property;
- B. Establish Rules and Regulations for the Association;
- C. Assess members of the Association and enforce said assessment;
- D. Sue and be sued;

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- E. *Contract for services to provide for the operation and maintenance of the common areas.;*
- F. *To continuously maintain and operate all private roadways and adjacent drainage systems, all drainage and storm water management systems, all utilities systems not maintained by governmental or quasi governmental agencies, and all Common Areas, including open space and recreational areas of the Shenandoah Subdivision; and*
- G. *Undertake any necessary act to effectuate the purposes for which the Association is organized.*

**ARTICLE III**

The qualification of Members for the Association shall be the ownership of a Lot in the Shenandoah Subdivision and membership shall be evidenced and established by a recordation in the Public Records of Lee County, Florida, of a deed conveying said Lot to the owner thereof and each Member shall be entitled to one (1) vote. Upon recordation of such deed to a new Owner, the membership of the prior Owner of such Lot shall be terminated. The manner of admission of Members, the voting rights of Members, and the obligations and responsibilities of Members shall be as established by the Declaration, as same is recorded in the Public Records of Lee County, Florida, and as the same may have been hereto or as may be hereafter amended. *The Association membership shall be comprised of all Lot Owners. Membership is appurtenant to, and inseparable from, ownership of the Lot.*

**ARTICLE IV**

The term for which the Association shall exist shall be perpetual.

**ARTICLE V**

The Association shall be the entity responsible for the maintenance of the man-made retention lake, maintenance of storm water management system, provide the power and authority to operate and maintain the system, including but not limited to, all lakes, retention areas, culverts and related appurtenances in accordance with the South Florida Water Management District permit.

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**ARTICLE VI**

Annexation of additional properties, mergers or consolidations, and mortgaging of the Common Area maintained by the Association requires the prior approval of HUD/VA as long as there is a Class B member.

**ARTICLE VII**

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

**NAME OF SUBSCRIBERS**

**ADDRESS**

Mark Naumann

17499 McGregor Boulevard  
Fort Myers, Florida 33908

Carrie M. Cross

17499 McGregor Boulevard  
Fort Myers, Florida 33908

**ARTICLE VIII**

The affairs of the Association are to be managed by a President, Vice President, Secretary and Treasurer who shall be elected annually by the Board of Directors of the Association.

**ARTICLE IX**

The number of persons constituting the Board of Directors shall be three (3). The manner of election of the members of the Board of Directors shall be provided for in the Bylaws of the Association.

**ARTICLE X**

The Bylaws of the Association may be amended as provided for in the Bylaws of the Association.

**ARTICLE XI**

Amendments to or dissolution of these Articles may be proposed and adopted at any regular or specially called meeting of the Members of the Association or any annual meeting of the Members of the Association by the affirmative vote of at least two-thirds (2/3's) of the Members. No amendment shall be made to these Articles without the approval of the Class B Member, prior to the

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relinquishment of control of the Association to the Class A Members of the Association, or as otherwise may be provided for in the Declaration. However, such amendment to or dissolution of these Articles requires the prior approval of HUD/VA as long as there is a Class B Member.

**ARTICLE XII**

No amendment to these Articles or the Bylaws of the Association shall be valid unless recorded with identification on the page thereof, of the book and page where the Declaration is recorded.

**ARTICLE XIII**

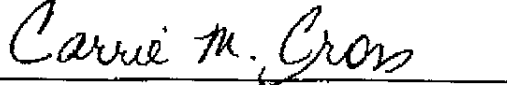
In the event of dissolution of the Association, the Association shall have the power to dedicate the operation and maintenance of the common areas, and specifically the surface water management system, to an appropriate agency of local government for purposes of operating and maintaining said common property in accordance with South Florida Water Management District requirements, or if not accepted by such local agency, then the surface water management system must be dedicated to a successor or similar non-profit corporation.

**ARTICLE XIV**

The name of the initial registered agent and the street address of its initial registered office is: Mark Naumann, 17499 McGregor Boulevard, Fort Myers, Florida, 33908

IN WITNESS WHEREOF, the undersigned subscribers have hereunto set their hands and seals this 23<sup>rd</sup> day of January, 2003.

  
Mark Naumann

  
Carrie M. Cross

STATE OF FLORIDA  
COUNTY OF LEE

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Sworn to (or affirmed) and subscribed before me this 23<sup>rd</sup> day of January, 2003, Mark Naumann who is personally known or has produced \_\_\_\_\_ type of Identification.

MICHELE R. GROPP  
Notary Public, State of Florida  
My comm. exp. Mar. 29, 2005  
Comm. No. DD 013574

Michele R. Gropp  
Notary Public Signature  
MICHELE R. GROPP  
Name (Printed/Typed)

My Commission Expires:

STATE OF FLORIDA  
COUNTY OF LEE

Sworn to (or affirmed) and subscribed before me this 23<sup>rd</sup> day of January, 2003, Carrie M. Cross who is personally known or has produced \_\_\_\_\_ type of Identification.

Michele R. Gropp  
Notary Public Signature  
MICHELE R. GROPP  
Name (Printed/Typed)

My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST – THAT SHENANDOAH PROPERTY OWNERS' ASSOCIATION, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS IN THE CITY OF FORT MYERS, COUNTY OF LEE, STATE OF FLORIDA, HAS NAMED MARK NAUMANN, LOCATED AT 17499 MCGREGOR BOULEVARD, CITY OF FORT MYERS, COUNTY OF LEE, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Shenandoah Property Owners' Association, Inc.

By:   
Mark Naumann, President

Dated: 1/25/03

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

  
Mark Naumann, Resident Agent

Dated: 1/23/03

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