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**FLORIDA NON-PROFIT CORPORATION**  
**ASSOCIATION OF OAKBRIDGE HOMEOWNERS, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Incorporation  
of  
ASSOCIATION of OAKBRIDGE HOMEOWNERS, INC.

The undersigned, acknowledges and files in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the "Florida Not For Profit Corporation Act" of the laws of the State of Florida F.S. Chapter 617 and F.S. Chapter 620, these Articles of Incorporation.

ARTICLE I  
Corporate Name

1.1 Name. The name of the Corporation shall be ASSOCIATION OF OAKBRIDGE HOMEOWNERS, INC. and the principal office shall be at 6026 Indrio Road, Fort Pierce, Florida 34951.

ARTICLE II  
Purposes and Powers

- 2.1 Purposes. The purposes for which the Corporation as formed are as follows:
- a) To be the community association or the owners of Lots and Properties within Oakbridge Subdivision, a subdivision in St. Lucie County, Florida;
  - b) To own, hold, manage and maintain all roads, stormwater management areas, landscape easements, drainage easements and any and all other community and association assets related to the beneficial enjoyment and benefit of the community.
  - c) Assess the Owners and Members of the Association for necessary operating funds, maintenance and reserves.
  - d) To have generally all powers belonging to homeowners' associations and Florida not for Profit Corporations.
  - e) Generally, to do all and everything lawful and proper, which may be necessary or expedient to the accomplishment of any purpose or the attainment of any of the objects herein set forth, no matter how remotely connected.

- f) The Corporation shall have such corporate powers as are granted in Chapter 617 of the Florida Statutes and Chapter 720 of the Florida Statutes and all amendments subsequent thereto, together with such other additional powers as shall be reasonably co-existent and appropriate and necessary for the full use and proper management of the corporation or any of its purposes; provided however, that this corporation in exercising any one or more of its powers, shall do so in furtherance of the exempt purposes for which it has been organized, and as described in the Internal Revenue Code and Regulation and provisions herein, provided further that any which would render the corporation non-exempt for tax purposes shall be treated as void and of no effect.

2.2 Powers. To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation.

- a) Limitation on Activities. Notwithstanding any other provisions of these Articles, this Corporation will not carry on any activities not permitted to be carried on by: (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 and as may be amended.
- b) No Personal Inurement. The assets of Corporation shall not inure to the personal benefit of any individual, member, director or officer of Corporation or for the Corporation by any individual.

3.1 The Corporation shall have voting members who shall be Owners of Lots within Oakbridge Subdivision in St. Lucie County, Florida. Membership shall be automatic upon purchase of a Lot or property in Oakbridge subject to review and approval by the Board of Directors of Corporation. The initial member shall be Oakbridge Development, LC, a Florida limited liability company.

3.2 Officers. The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers and assistant officers as may be provided in the bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and such manner as may be prescribed by the bylaws. The name and address of each initial Officer of the Corporation is as follows:

Michael Chaffin, Director  
Edwin Baum, Director

ARTICLE IV  
Period of Duration:

4.1 Period of Duration. The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of Corporation's assets shall inure to the benefit of any member but shall instead be distributed to such charitable organization or organizations selected by the final Board of Directors of the Corporation, which organization or organizations must qualify as charitable organizations under Article 501(c)(3) of the United States Internal Revenue Code of 1986 as may be amended.

ARTICLE V  
Directors of Corporation

5.1 Governing Board. The affairs and property of the Corporation shall be managed and governed by a Board of Directors in accordance with the By-Laws. The number of Directors shall be determined in accordance with the Corporation's By-Laws; however, in no event shall the Board of Directors be composed of less than two (2) persons nor more than five (5). The terms of office for the initial Directors named herein shall be one (1) year and until their successors have been elected and qualified as prescribed in the By-Laws. The terms of office of Directors serving after the initial Board shall be as prescribed in the By-Laws.

5.2 Initial Board of Directors. The names and addresses of the persons who shall serve on the initial Board of Directors are as follows:

MICHAEL CHAFFIN  
6026 Indrio Road  
Fort Pierce, Florida 34951

Edwin Baum  
5 Bramble Bush  
Avon, CT 06001

Ryan Chaffin  
6026 Indrio Road  
Fort Pierce, Florida 34951.

ARTICLE VI  
Non-Stock

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6.1 No Stock Issued. The Corporation shall not issue stock nor any evidence of ownership of any interest in the Corporation.

6.2 Limitation. No By-Law shall be adopted or amended that would place the Corporation in violation of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.

ARTICLE VII  
Registered Agent and Office

7.1 Registered Office. The initial registered agent office of the Corporation is 6026 Indrio Road, Fort Pierce, Florida 34951

7.2 Registered Agent. The initial registered agent whose address is identical with the registered office given above is Juli Snow.

ARTICLE VIII  
Incorporators

8.1 Incorporators. The name and street address of the incorporators signing these Articles of Incorporation are:

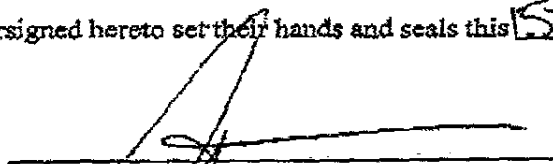
Michael Chaffin, 6026 Indrio Road  
Fort Pierce, FL 34951

ARTICLE IX  
Amendment of Articles of Incorporation

9.1 Vote. These Articles of Incorporation may be amended by a three-fourth (¾) vote of the Board of Directors, unless applicable law or By-Law shall provide otherwise.

9.2 Limitation. No amendment of these Articles shall be made in violation of Article 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.

IN WITNESS WHEREOF, the undersigned hereto set their hands and seals this 15<sup>th</sup> day of May, 2003.

  
\_\_\_\_\_  
Michael Chaffin, Incorporator

STATE OF Florida

COUNTY OF St. Lucia

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The foregoing instrument was acknowledged before me this 15<sup>th</sup> day of May 2003 by Michael Chaffin, who  is personally known to me; or  has produced as identification and who  did  did not take an oath.

Sonia C. Brewer  
NOTARY PUBLIC  
Notary Public — State of Florida

My Commission Expires:



Sonia C. Brewer  
MY COMMISSION # DD016641 EXPIRES  
April 9, 2005  
BONDED THROUGH FARM INSURANCE, INC.

**Certificate Designating Place of Business of Domicile  
for Service of Process Within this State Naming Agent  
Upon Whom Process may be Served**

In pursuance of §§ 48.091(1) and 617.0501, Florida Statutes, the following is submitted in compliance thereof:

That ASSOCIATION OF OAKBRIDGE HOMEOWNERS, INC. ... desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida, being in the County of St. Lucie at 6026 Indrio Road, Fort Pierce, Florida 34951 has named Juli Snow located at that same address as its initial registered agent to accept service of process within this State.

**Acknowledgment:**

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, and I accept the duties and obligations of Section 617.0503, Florida Statutes.

By: Juli Snow  
Juli Snow

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TALLAHASSEE, FLORIDA

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