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FLORIDA NON-PROFIT CORPORATION
OAK HOLLOW ESTATES HOMEOWNER'S ASSOCIATION, INC.

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ARTICLES OF INCORPORATION

OF

OAK HOLLOW ESTATES HOMEOWNER'S ASSOCIATION, INC.

The undersigned, for the purposes of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation shall be "OAK HOLLOW ESTATES HOMEOWNER'S ASSOCIATION, INC." and the principal address is 1401 E. Broward Blvd., #206, Ft. Lauderdale, Broward County, Florida 33301.

ARTICLE II

The corporation is a corporation not for profit as defined in Section 617.02, Florida Statutes (1981). The corporation is not formed for pecuniary profit.

ARTICLE III

The general nature and purpose of this corporation shall be to represent the property owners in the subdivision known as OAK HOLLOW ESTATES, and to protect the interests of the members of this corporation; to guard the subdivision against deterioration by unsightly, objectionable features that would tend to depreciate real estate values and jeopardize the investments of said property owners; to own, operate, maintain, repair and manage the road systems, adjacent swales, surface water or storm water management system(s) and other common areas within the OAK HOLLOW ESTATES subdivision; to keep abreast of political problems directly affecting the community; to present a united front on all matters of mutual interest to the membership and the community; to maintain a high level residential community of single-family residences; to enforce restrictive covenants on the property in the subdivision; and to take measures appropriate to reduce crime in and about OAK HOLLOW ESTATES; to make and collect assessments against the property owners to carry out the foregoing purposes.

ARTICLE IV

Membership in this corporation shall have two classes of membership:

1. **Class A Membership.** This class of members shall consist of all record title owners of lots in Oak Hollow Estates Subdivision. Said Class A Membership is appurtenant to the ownership of each lot and shall not be separable from the ownership of the lot and shall be deemed to have been conveyed in the conveyance of each lot, whether or not such Membership is expressly referred to in

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the instrument affecting such conveyance. Lots with more than one owner shall only have one Class A Membership which will be a joint membership.

2. Class B. Membership. C & C Development, L.L.C., a Florida Limited Liability Company shall be the sole Class B Member of the Corporation, provided that said Class B Membership shall cease and terminate upon the earlier of (a) the delivery by C & C Development, L.L.C. to the Corporation of written notice the C & C Development, L.L.C. irrevocably terminates and cancels its Class B. Membership; or (b) June 30, 2008.

Voting by the members in the affairs of the Association shall be as follows:

1. Number of votes:

(a) Each Class A Membership shall be entitled to one (1) vote for each lot owned.

(b) The Class B Member shall be entitled to a number of votes equal to the sum of (i) the total number of votes possessed by the Class A Members at the time of any particular vote by the membership; plus (ii) one (1) additional vote.

ARTICLE V

This corporation is to have perpetual existence.

ARTICLE VI

The name and residence of the incorporator to these Articles is as follows:

Patrick G. Kelley

1401 E. Broward Blvd., #206
Ft. Lauderdale, FL 33301

ARTICLE VII

The affairs of the corporation are to be managed by the following officers: President, Vice-President, Treasurer, and Secretary and they shall be elected annually in the manner of election as prescribed in the By-Laws of the corporation.

ARTICLE VIII

The By-Laws of the corporation shall be altered, rescinded or adopted by a two-thirds (2/3) majority vote of the membership present at any meeting held for the purpose of adopting changes in the By-Laws, the procedure for which is more fully set forth in the By-Laws of the corporation.

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ARTICLE IX

Any amendments to the Articles of Incorporation shall be adopted by a two-thirds (2/3) majority vote of the membership present and voting at any meeting of the corporation called for that purpose, provided that written notice of the proposed amendment shall have been mailed to each member of the corporation fifteen (15) days prior to said meeting of the corporation preceding the meeting at which the proposed amendment is to be voted upon.

ARTICLE X

Annual meetings shall be held upon a day and time fixed within the month of January as shall be determined and announced prior to such meeting by the Board of Directors with due notice to membership.

ARTICLE XI

Classes of membership and the voting rights of said membership shall be prescribed in the By-Laws of the corporation. The election of officers and directors shall be as set forth in the By-Laws.

ARTICLE XII

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This corporation shall not have or issue shares of stock.

ARTICLE XIII

The street address of the initial registered office of the corporation is 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, FL 33301, and the name of its initial Registered Agent at that address is Patrick G. Kelley and the mailing address is same.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation, at Ft. Lauderdale, Broward County, Florida, for the uses and purposes aforesaid this 16 day of July, 2003.

Patrick G. Kelley
Patrick G. Kelley

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That OAK HOLLOW ESTATES HOMEOWNER'S ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at Broward County, State of Florida, has named Patrick G. Kelley, 1401 E. Broward Blvd., Suite 206, Ft. Lauderdale, Florida 33301, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named as Resident Agent to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Patrick G. Kelley
Patrick G. Kelley, Resident Agent

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