

Division of Corporations

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ALLAHASSEE FLORIDA

2003 AUG 15 AM 8:36

FLORIDA NON-PROFIT CORPORATION

Indian River Acres Homeowners Association, Inc.

Certificate of Status	1
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8/18/03

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Articles Of Incorporation of Indian River Acres Homeowners Association, Inc.

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STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not-For-Profit Corporation Act, Florida Statutes, Chapter 617, do hereby make and adopt the following Articles of Incorporation:

Article 1 Name

The name of the Corporation is "Indian River Acres Homeowners Association, Inc.", hereafter referred to as the "Association".

Article II

Not For Profit

The Association is a corporation not-for-profit as defined in Section 617.01, Florida Statutes. The Association is not formed for pecuniary profit. No part of the income or assets of the Association is distributable to or for the benefit of its Members, Directors or Officers, except to the extent permissible under law.

Article III
Commencement Of Corporate Existence
And Duration

The date when corporate existence shall commence is the date of filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The duration (term) of the Association is perpetual.

Article IV

Purposes

The Association is organized, and shall be operated exclusively for, the following purposes:

1. To enforce the Declaration of Easements, Covenants, Conditions and Restrictions of Indian River Acres (the "Declaration"), consisting of homesites in Indian River County, Florida, to be the Association referred to in said Declaration, and to assess homeowners in accordance with said Declaration, and levy and collect adequate assessments against its Members for the cost of maintenance and operation of the surface water or stormwater management system.
2. Operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District Permit No. 4-06-87685-1 (Application No.) requirements and applicable District rules, and shall assist in the

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enforcement of the Declaration that relate to the surface water or stormwater management system.

3. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without imitating the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, manage, option, donate or other wise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

4. To do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.

Article V Limitation

No part of the net earnings of the Association shall inure to the benefit of or be distributable to its Members, Directors, or Officers, but the Association 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 in Article IV (Purposes) hereof.

Article VI Dissolution

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity that would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

Article VII Members

The Association shall have Voting Members who shall be selected as provided in the Bylaws and shall have all the rights and privileges of members of the Association. The Bylaws shall also provide for Non-voting Members, who shall consist of all of those persons who are, from time to time, the record fee simple title holders of homes in Indian River Acres as set forth in the

Declaration of Restrictions, Easements, and Covenants of Indian River Acres of Indian River County.

The Non-Voting Members shall have such rights and privileges as are set forth in the Bylaws, but shall not have the right to vote. Within three (3) months after ninety percent (90%) or more of the lots in all phases of the "Community", as defined in the Declaration, that will ultimately be operated by the Association have been conveyed by Developer to third parties, Developer shall relinquish control of the Association to the then lot owners, and the lot owners, other than Developer, are entitled to elect at least a majority of the directors to the Board of Directors of the Association. At such time as Developer relinquishes control of the Association, the lot owners assume control of the Association subject to the terms and conditions of the Declaration, and such other instruments governing the Association and its members. Each homeowner shall thereafter be a Voting Member of the Association and its voting privileges cannot thereafter be suspended or removed as long as it remains a homeowner, unless provided otherwise in the Declaration.

The name and address of each initial Voting Member is as follows:

Name	Address
Indian River Acres Development Corporation	7150 20 th Street, Suite D Vero Beach, FL 32966

**Article VIII
Initial Registered Office And Agent
And Principal Office Of The Association**

The street and mailing address of the initial registered office of business and principal office of the Association is 7150 20th Street, Suite D, Vero Beach, FL 32966 and the initial registered agent of the Association at that address is Brian Jenkins. The principal office address and the registered office address is the same.

**Article IX
Initial Board Of Directors**

The management of the Association shall be vested in the Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors at the annual meeting of Voting Members. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Association is as follows:

Name	Address
Brian Jenkins	7150 20 th Street, Suite D, Vero Beach, FL 32966
Michael Staszewski	1425 23 rd Avenue SW, Vero Beach, FL 32962

Danny Delisle

P.O. Box 2202, Vero Beach, FL 32961

**Article X
Officers**

The Officers of the Association shall consist of a President, Vice President, Secretary, 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 in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Association is as follows:

Brian Jenkins President	7150 20 th Street, Suite D, Vero Beach, FL 32966
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Michael Staszewski Vice President	1425 23 rd Avenue SW, Vero Beach, FL 32962
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Danny Delisle Secretary, Treasurer	P.O. Box 2202, Vero Beach, FL 32961
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**Article XI
Incorporators**

The name and address of each Incorporator is as follows:

Name	Address
Danny Delisle	P.O. Box 2202, Vero Beach, FL 32961

**Article XII
Bylaws**

The Bylaws of the Association are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

**Article XIII
Amendment**

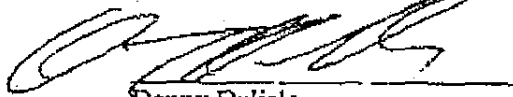
The Association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation.

**Article XIV
Indemnification**

The Association shall indemnify each Officer and Director, including former Officers and

Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

In Witness Whereof, the undersigned has signed these Articles of Incorporation on this day of August, 2003.


Danny Delisle
Incorporator

State of Florida
County of Indian River

Before me personally appeared Danny Delisle, to me well known and known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 14th day of August, 2003.

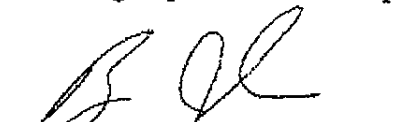

Notary Public
My Commission Expires:



Christopher C. Campion
My Commission DD165078
Expires January 03, 2007

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of Indian River Acres Homeowners Association, Inc., which is contained in the foregoing Articles of Incorporation.


Brian Jenkins
Registered Agent

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INDIAN RIVER STATE
TALLAHASSEE FLORIDA