

10/01/2003 WED 23:42 FAX 386 763 5085 JANET M STRICKLAND P.A.

001/006

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

Glenwood Plantation Homeowners Association, Inc.

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ARTICLES OF INCORPORATION  
OF  
GLENWOOD PLANTATION HOMEOWNERS ASSOCIATION, INC.

The undersigned hereby, in compliance with Chapter 617 of the Florida Statutes (Not for Profit), certifies the following:

ARTICLE I  
NAME

The name of this corporation shall be the Glenwood Plantation Homeowners Association, Inc. For convenience, the corporation shall be referred to herein as the "Association."

ARTICLE II  
DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE III  
PURPOSES

The purpose for which the Association is formed is to provide an entity for the management of the property owners in Glenwood Plantation Subdivision, a single-family residential development in Volusia County, Florida, and to undertake the duties and acts incident to its administration and management.

The Association shall also operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District (application number 42-127-89113-1) requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

ARTICLE IV  
POWERS

In furtherance of its purposes, the Association shall have all of the powers conferred upon corporations not for profit and homeowners associations by the statutes and common law of the State of Florida in effect from time to time, including Chapters 617 and 720 of the Florida Statutes, and including all of the powers necessary or desirable to perform the obligations and duties and exercise the rights and powers of the Association under its Bylaws.

These powers shall include, but not be limited to, the following:

- a) The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater

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management system.

- b) The Association may make and establish reasonable rules and regulations governing the use of the lots and any common elements of the Glenwood Plantation Subdivision.
- c) The Association may make and collect assessments against members of the Association to defray any costs or expenses of the Association, and may use such proceeds of assessments in the exercise of its powers and duties.
- d) The Association may exercise, undertake and accomplish all of the rights, duties, or obligations which may be granted to the Association pursuant to the Declaration of Restrictions for the subject real property.

#### ARTICLE V BYLAWS

The Board of Directors shall have power to adopt the initial Bylaws of the Association. Thereafter, the power to amend such Bylaws shall be vested as provided in the Bylaws themselves.

#### ARTICLE VI MEMBERSHIP

The members of the Association shall consist of all of the record owners of lots in Glenwood Plantation Subdivision. No other persons or entities shall be entitled to membership except as provided in this Article. Change of membership shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a lot in the Glenwood Plantation Subdivision. The owner or owners thus designated by such instrument thus becomes a member of the Association and the membership of the prior owner(s) is terminated. The Association may require delivery to the Association of a true copy of the recorded deed as a condition of permitting a member to vote.

On all matters upon which the membership shall be entitled to vote, there shall be one vote appurtenant to each lot, which vote shall be exercised or cast in the manner provided in the By-Laws of the Association.

#### ARTICLE VII BOARD OF DIRECTORS

The business and affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The number of directors of the Association shall be fixed by the Bylaws, or if the Bylaws fail to fix such a number, then by resolution adopted from time to time by the board of directors, provided that the number of directors shall not be more than nine nor less than three. The Board of Directors shall be elected by the members of this Association in the manner set forth in the Bylaws of the Association. The following persons are elected to serve as the Association's initial directors until the first annual meeting of members or until their successors are duly elected and qualified:

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**Name and Address**

William F. Marotte  
3405 Timberlane Drive  
DeLand, FL 32720

Phillip J. Smith  
3405 Timberlane Drive  
DeLand, FL 32720

Margaret B. Marotte  
3405 Timberlane Drive  
DeLand, FL 32720

Lisa W. Smith  
3405 Timberlane Drive  
DeLand, FL 32720

**ARTICLE VIII**  
**OFFICERS**

The Board of Directors shall elect a President, Vice President, Secretary, Treasurer, and such other assistant officers as the Board believes will be in the best interest of the Association. The officers shall have such duties as may be prescribed in the Bylaws of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the initial officers shall be as follows:

President: William F. Marotte  
3405 Timberlane Drive  
DeLand, FL 32720

Vice-President: Phillip J. Smith  
3405 Timberlane Drive  
DeLand, FL 32720

Secretary: Margaret B. Marotte  
3405 Timberlane Drive  
DeLand, FL 32720

Treasurer: William F. Marotte  
3405 Timberlane Drive  
DeLand, FL 32720

**ARTICLE IX**  
**INDEMNIFICATION**

The Association shall indemnify, to the maximum extent permitted by law, any person who is or was a director, officer, agent, fiduciary or employee of the Association against any claim, liability or expense arising against or incurred by such person made party to a proceeding because he or she is or was a director, officer, agent, fiduciary or employee of the Association or because he or she is or was serving another entity as a director, officer, partner, trustee, employee, fiduciary or agent at the Association's request. The Association shall further have the authority to the maximum extent permitted by law to purchase and maintain insurance providing such indemnification.

**ARTICLE X**  
**PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business and mailing address for the Association is 3405 Timberlane Drive, DeLand, FL 32720, but the Association may maintain offices and transact business in such other places within the State of Florida as may from time to time be designated by the Board of Directors.

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The mailing address of the Association is 3405 Timberlane Drive, DeLand, FL 32720.

ARTICLE XI  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Association shall be at 3405 Timberlane Drive, DeLand, FL 32720, and the initial registered agent at that office shall be William F. Marotte.

ARTICLE XII  
AMENDMENTS

Amendments to these Articles of Incorporation shall be adopted in the manner set forth in the Bylaws of the Association.

ARTICLE XIII  
NOT FOR PROFIT

This corporation is not organized for profit and no part of the net earnings of the corporation shall inure to the benefit of or be distributed to any member or individual.

ARTICLE XIV  
DISSOLUTION

In the event of the termination, final liquidation or dissolution of the Association, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or such proceeds, and the balance of all money and other property received by the Association from any source, after the payment of all debts and obligations of the Association, shall be used or distributed exclusively for purposes within those purposes set forth in these Articles of Incorporation and within the provisions of the Internal Revenue Code, as amended, and its regulations, as they now exist or as amended from time to time.

In the event of the termination, final liquidation or dissolution 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 which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution, or liquidation.

ARTICLE XIV  
INCORPORATOR

The name and address of the incorporator of the Association is:


William F. Marotte  
3404 Timberlane Drive  
DeLand, FL 32720

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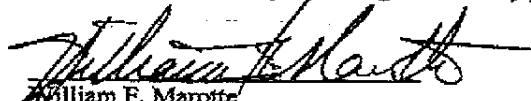
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Dated this 1<sup>st</sup> day of October, 2003.

  
William F. Marotte, Incorporator and President

**Acceptance by Registered Agent**

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
William F. Marotte  
10-1-03  
Date