

Division of Corporations

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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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From:

Account Name : SHEFFIELD & BOATRIGHT, P.A.  
Account Number : I20030000090  
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**FLORIDA NON-PROFIT CORPORATION**

**CARVER ESTATES OWNERS ASSOCIATION**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

November 20, 2003

SHEFFIELD & BOATRIGHT, P.A.

SUBJECT: CARVER ESTATES OWNERS ASSOCIATION, INC.  
REF: W03000034974

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The required electronic filing cover sheet was not submitted with the document. Please resubmit the document with the electronic filing cover sheet.

An effective date may be added to the Articles of Incorporation if a 2004 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Dale White  
Document Specialist  
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SECRET STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
CARVER ESTATES OWNERS ASSOCIATION

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of who are residents of Florida and all of who are of age, have this day voluntarily associated them together for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is CARVER ESTATES OWNERS ASSOCIATION, INC., hereinafter called the "Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 2008 Riverside Avenue Suite 200, Jacksonville, Florida 32204 or at such other place as the Board of Directors may from time to time designate.

ARTICLE III

REGISTERED AGENT

Diane Davis, whose address is 2008 Riverside Avenue Suite 200, Jacksonville, Florida 32204 is hereby appointed the initial registered agent of the Association.

ARTICLE IV

PURPOSES AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to its members and is formed to provide for the maintenance of the Common Areas and such other purposes as are prescribed by the Declaration. All terms contained herein shall mean and refer to the terms as defined by the Declaration.

The Association shall exercise all of the powers and privileges and perform all the duties and obligations of the Association as set forth in the Declaration applicable to the Property and as amended from time to time, the Declaration being incorporated herein by reference. In addition, the Association shall exercise any and all powers, rights and

privileges, which a corporation organized under the not-for-profit corporation law of the State of Florida, may now or hereafter have or exercise.

The Association shall operate, maintain and manage the Surface Water or Storm water Management System(s) in a manner consistent with the St. Johns River Water Management District Permit no. 40-031-79761-1 requirements and applicable District rules and shall assist in the enforcement of the Restrictions contained herein. The Association shall levy and collect adequate assessments against members of the Association for the cost of the maintenance, repair and operation of the Surface Water and Storm water Management Systems. Such assessments shall be levied for and such maintenance, repair and operation shall include but not be limited to work within retention areas, drainage structures and drainage easements.

#### ARTICLE V

##### MEMBERSHIP AND VOTING RIGHTS

1. Membership. Every Owner of a Residential Lot, which is subject to the Declaration, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Residential Lot.

2. Classes of Membership. The Association shall have two classes of voting membership:

(a) Class A. Class A members shall be all Owners, with the exception of the Declarant. Each Class A member shall be entitled to one (1) vote for each Residential Lot owned.

(b) Class B. The Class B members shall be the Declarant who shall be entitled to three (3) votes for each Residential Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever first occurs:

(1) The number of votes assigned to Class A members equals the number of votes assigned to Class B members;

(2) Within six (6) months from that time at which all the Residential Dwelling Units that are subject to this Declaration have been completed, some have been conveyed to purchasers and no Residential Dwelling Units are under construction or offered for sale by the Declarant in the ordinary course of business; or

(3) Ten (10) years from the date of recording this Declaration.

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3. Multiple Owners. When any Residential Lot is owned of record in the name of two (2) or more persons or entities, whether fiduciaries or in any other manner of joint or common ownership, only one of such persons, who shall be designated by such joint owners, shall become the member entitled to vote. Such vote shall be exercised as they among themselves determine but in no event shall more than one (1) vote be cast with respect to any such Residential Lot. Where a partnership, corporation or other entity is a Class A member such Class A member shall designate one representative of such partnership or such corporation or other entity to be the member entitled to vote.

## ARTICLE VI

### BOARD OF DIRECTORS

A Board of not less than three (3) directors who need not be members of the Association shall manage the affairs of the Association. The number of directors shall be elected or appointed and may be changed in accordance with the provisions of the Bylaws. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors in accordance with the Bylaws are:

Name	Address
James S. Bryant, Jr.	2008 Riverside Avenue # 200 Jacksonville, Florida 32204
Cynthia Austin	2008 Riverside Avenue # 200 Jacksonville, Florida 32204
Diane Davis	2008 Riverside Avenue # 200 Jacksonville, Florida 32204

## ARTICLE VII

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds ( $2/3^{\text{rd}}$ ) of each class 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 the Association was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval of dissolution pursuant to Section 617.05, Florida Statutes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water or Storm water

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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 by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

#### ARTICLE VIII

##### EXISTENCE AND DURATION

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

#### ARTICLE IX

##### AMENDMENTS

Amendment of these Articles or the Declaration shall require the assent of a majority of each class of members and, in the event that the Property is approved by the VA or FHA, the VA or FHA guarantees or insures a mortgage on a Residential Dwelling Unit and there is a Class B membership, amendment of this Declaration shall require the approval of the VA and FHA. X

#### ARTICLE X

##### OFFICERS

The officers of the Association who shall serve until the first election of their successors are as follows:

President	James S. Bryant, Jr. 2008 Riverside Avenue # 200 Jacksonville, Florida 322204
Vice President and Treasurer	Cynthia Austin 2008 Riverside Avenue # 200 Jacksonville, Florida 32204
Secretary	Diane Davis 2008 Riverside Avenue # 200 Jacksonville, Florida 32204

The officers of the Association shall be elected and shall serve for the term as prescribed by the Bylaws. The Board, by resolution, may create such officers as determined necessary for the operation of the Association.

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## ARTICLE XI

### BYLAWS

The Board shall adopt Bylaws consistent with these Articles. Such Bylaws may be amended by the Declarant on its own motion from the date hereof until the Class B membership terminates and thereafter, the Bylaws may be amended at a regular or special meeting of the members by the vote of a majority of a quorum (as defined by the Bylaws) of members present in person or by proxy subject to approval of any such change to the Bylaws by the VA and FHA.

## ARTICLE XII

### INCORPORATOR

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

Name	Address
Diane Davis	2008 Riverside Avenue Jacksonville, Florida 32204

## ARTICLE XIII

### CONFLICT

In The event of any conflict between these Articles and the Bylaws, the Articles shall control and prevail and in the event of a conflict between these Articles and the Declaration, the Declaration shall control and prevail.

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IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporator of this Association, have executed these Articles this 12 day of November, 2003.

CACUER Estates Quercus Association

[Signature]

James S. Bryant, Jr., President

[Signature]

Diane Davis, Secretary/Incorporator

STATE OF FLORIDA,  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12th day of November, 2003, by James S. Bryant, Jr. being personally known to me.

[Signature]  
Notary Public



James W. Butler  
MY COMMISSION # CC988982 EXPIRES  
December 25, 2004  
BONDED THRU TROY TAIN INSURANCE, INC.

My commission expires \_\_\_\_\_

STATE OF FLORIDA,  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 12th day of November, 2003, by Diane Davis, INCORPORATOR, being personally known to me.

[Signature]  
Notary Public



James W. Butler  
MY COMMISSION # CC988982 EXPIRES  
December 25, 2004  
BONDED THRU TROY TAIN INSURANCE, INC.

My commission expires \_\_\_\_\_

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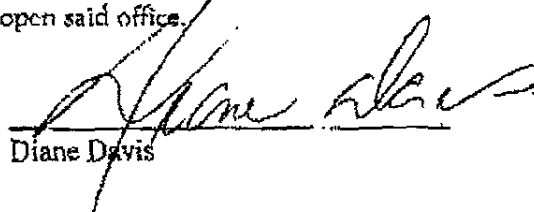
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**CERTIFICATE NAMING AGENT UPON WHOM DUE PROCESS  
MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted:

That CARVER ESTATES OWNERS ASSOCIATION, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Jacksonville, County of Duval, State of Florida, has named DIANE DAVIS, located at 2008 Riverside Avenue, #200, Jacksonville, Florida 32204, as its agent to accept service of process within this state.

Having been named to accept service of process for 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 Florida Statute relative to keeping open said office.

  
Diane Davis

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TALLAHASSEE, FLORIDA

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