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**FULLER & ASSOCIATES**  
ATTORNEYS AT LAW

**BARRY J. FULLER**  
MEMBER FLORIDA AND CALIFORNIA BARS

January 20, 2004

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

**Re: ARTICLES OF INCORPORATION OF BRENTWOOD HOMEOWNER'S  
ASSOCIATION OF CLAY COUNTY, FLORIDA, INC.**

Gentlemen:

Enclosed please find original and two copies of Articles of Incorporation as referenced above together with my firm's check for the \$70.00 filing fee. Please return a stamped copy showing receipt of same in the enclosed self-addressed, stamped envelope.

Sincerely yours,

  
Barry J. Fuller

BJF:tbw  
Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BRENTWOOD HOMEOWNER'S ASSOCIATION of CLAY COUNTY, INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, applicable to corporations not for profit, adopts the following Articles of Incorporation for such corporation:

**ARTICLE ONE  
NAME**

The name of the corporation is: BRENTWOOD HOMEOWNER'S ASSOCIATION OF CLAY COUNTY, INC.

**ARTICLE TWO  
DURATION**

The period of duration of the corporation is perpetual, and the corporate existence will commence on the filing of these articles by the Department of State of the State of Florida.

**ARTICLE THREE  
PRINCIPAL OFFICE**

The street address of the initial principal office of the corporation is 1629 Rivers Road, Green Cove Springs, Florida 32043, and the mailing address of the corporation is 1629 Rivers Road, Green Cove Springs, Florida 32043.

**ARTICLE FOUR  
PURPOSES**

The purpose for which the corporation is organized is to promote the welfare and interests of the owners of residential dwelling lots, whether improved or unimproved, within that certain real property known as BRENTWOOD SUBDIVISION, and being further

described in Exhibit "A" attached hereto, as permitted under the laws of the United States and of this State, and incident thereto and in furtherance thereof to have and exercise all the rights and powers conferred on nonprofit corporations under Florida law, as such law is now in effect or may be from time to time amended, and to do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation. In furtherance thereof, and not in limitation thereof, the purposes for which the corporation are organized are as follows:

4.1 To provide for or assure maintenance, preservation and architectural control of the Lots, Living Units and Community Property, if any.

4.2. To promote the health, safety and welfare of the owners within the Brentwood Subdivision and any additions thereto as may be hereafter brought within the jurisdiction of the Assembly.

4.3. To engage in any activity or business permitted under Florida Law for not for profit corporations issued pursuant thereto as they now exist or as they may hereafter be amended.

## **ARTICLE FIVE POWERS**

For the aforesaid purposes, the corporation shall have the power and authority to:

5.1. Fix, levy and collect voluntary dues, charges or assessments to pay all expenses incurred in connection therewith, including all office expenses, licenses, taxes or governmental charges levied or imposed against the Brentwood Subdivision and all other expenses incident to the conduct of the business of the corporation;

5.2. Acquire by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property.

5.3. Dedicate, sell or transfer all or any part of the property of the corporation to any public agency, authority, or utility for furtherance of corporation purposes.

5.4. Employ personnel and retain independent contractors and professionals; to enter into service contracts to provide for the maintenance, operation and management of property; and to enter into any other agreements consistent with the purposes of the corporation, including, but not limited to, agreements for professional management and to delegate to such professional management certain powers and duties of the Assembly.

5.5. Contract with governmental agencies.

5.6. Do all and everything necessary and appropriate for the accomplishment of the purposes enumerated in this Certificate or any amendment thereof, necessary or incidental to the attainment of the objectives of the corporation.

5.7. The foregoing powers shall be construed to be powers in furtherance and not in limitation of the general powers conferred from time to time by laws of the State of Florida, and the corporation shall have and exercise all powers of a corporation not for profit allowed by the laws of the state of Florida; and it is hereby expressly provided that the enumeration of specific powers herein shall not be held to limit or restrict in any manner the powers of the corporation, and that the corporation shall and may do all and everything

necessary, suitable or proper for the accomplishment of any of the purposes or objects herein enumerated, either alone or in association with other corporations, firms or individuals to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

#### **ARTICLE SIX REGISTERED OFFICE AND AGENT**

The street address of the corporation's initial registered office is 1620 rivers Road, Green Cove Springs, Florida 32043, and the name of the initial registered agent at such address is LEANN R. MCDANIEL.

#### **ARTICLE SEVEN BOARD OF DIRECTORS**

The affairs of the corporation shall be managed by a Board of Directors. The procedure for selecting the Board of Directors and the number of and tenure, procedures of the removal, qualifications, powers and duties of the Board of Directors of the corporation shall be as set forth in the Bylaws, as said Bylaws are amended from time to time.

#### **ARTICLE EIGHT INCORPORATOR**

The name and address of the incorporator is as follows:

NAME

ADDRESS

BARRY J. FULLER

2301 Park Avenue  
Orange Park, Florida 32043

## **ARTICLE NINE MEMBERSHIP**

Every person or entity who is a record owner of a fee interest in any residential dwelling lot, whether improved or unimproved, within the Brentwood Subdivision shall be entitled to be a member of the corporation. Membership shall be appurtenant to and shall not be severed from the fee interest in each residential lot. There shall be no membership certificates nor shares of stock.

## **ARTICLE TEN DISSOLUTION**

No person, firm or corporation shall ever receive any dividend or share in the net income from the undertaking of this corporation, and upon dissolution of this corporation all assets remaining after payment of the costs and expenses of such dissolution shall be distributed as more specifically set forth in the bylaws among such organizations which are qualified for exemption under Section 501(c)(3) and Section 170(c) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer or director of this corporation or private individual or business enterprise.

## **ARTICLE ELEVEN LIABILITY**

The liability of persons serving the Assembly by virtue of holding either an elected or an appointed position shall be limited as provided in the Bylaws of the Assembly.

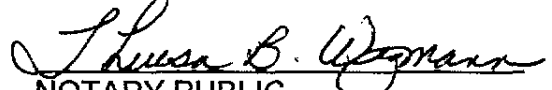
IN WITNESS WHEREOF, the undersigned subscribing incorporator has hereunto set his hand and seal this 28<sup>th</sup> day of November, 2003, for the purpose of forming this corporation not for profit, under the laws of the State of Florida.

  
\_\_\_\_\_  
BARRY J. FULLER

**STATE OF FLORIDA  
COUNTY OF CLAY**

Before me, the undersigned authority, personally appeared **BARRY J. FULLER**, who is known to be the person described in and who subscribed the above Articles of Incorporation, and did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes described therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 28<sup>th</sup> day of November, 2003, in the County and State aforesaid.

  
NOTARY PUBLIC  
State of Florida at large  
My Commission expires: 9/7/07

**THERESA B. WEGMANN**  
Notary Public, State of Florida  
My comm. exp. Sept. 7, 2007  
Comm. No. DD 213420

SCRIVENER'S NOTE: This instrument was prepared by  
Barry J. Fuller, Esquire, 2301 Park Avenue, Suite 404,  
Orange Park, Florida 32073.

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EXHIBIT "A"

A replat of a portion of Blocks 21, 22, 23, 32, 33 and 34, Idlewild Park, in the City of Green Cove Springs, according to plat thereof recorded in Plat Book 2, page 62 of the public records of Clay County, Florida, together with a portion of Brentwood Avenue, Milldale Avenue and a portion of San Remo Boulevard, and being more particularly described as follows:

Commence at the intersection of the centerline of Hempstead Avenue with the southwesterly line of West Street; thence on said southwesterly line run South 25 degrees 46 minutes 17 seconds East, 445.41 feet to the Point of Beginning; thence continue on said southwesterly line South 25 degrees 46 minutes 17 seconds East, 60.41 feet; thence South 63 degrees 26 minutes 58 seconds West, 100.00 feet; thence South 25 degrees 46 minutes 17 seconds East, 273.93 feet to the northerly line of lands described in Official Records Book 806, page 158 - said public records; thence on said northerly line South 69 degrees 42 minutes 13 seconds West, 341.53 feet; thence North 25 degrees 46 minutes 17 seconds West, 446.66 feet; thence North 63 degrees 26 minutes 58 seconds East, 85.66 feet; thence North 73 degrees 29 minutes 39 seconds East, 251.68 feet; thence South 25 degrees 46 minutes 17 seconds East, 155.00 feet; thence North 63 degrees 26 minutes 58 seconds East, 70.41 feet; thence on the arc of a curve concave northwesterly and having a radius of 30.0 feet, run a chord bearing and distance of North 18 degrees 50 minutes 21 seconds East, 42.13 feet to the Point of Beginning.

Being 4.03 acres, more or less, in area.

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
BRENTWOOD HOMEOWNER'S ASSOCIATION OF CLAY COUNTY, INC.**

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon **BRENTWOOD HOMEOWNER'S ASSOCIATION OF CLAY COUNTY, INC.**, a Corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named Corporation, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said Corporation, which Registered Office is located at 2301 Park Avenue, Suite 404, Orange Park, Florida 32073.

**IN WITNESS WHEREOF**, I, such designated Registered Agent, have hereunto set my hand and seal at Orange Park, Clay County, Florida, on this 28<sup>th</sup> day of November, 2003.

  
\_\_\_\_\_  
**LEANN R. MCDANIELL**

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TALLAHASSEE, FLORIDA