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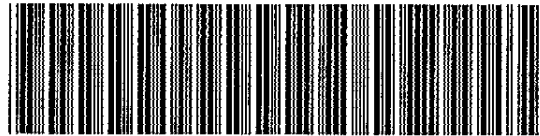
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 465893 82866A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pajula*

ORDER DATE : March 1, 2004

ORDER TIME : 10:06 AM

ORDER NO. : 465893-005

CUSTOMER NO: 82866A

CUSTOMER: Mr. Craig B. Hill  
Clark, Campbell & Mawhinney,  
P.a.  
Suite 800  
500 South Florida Avenue  
Lakeland, FL 33801

DOMESTIC FILING

NAME: GALLAGHER OAKS HOMEOWNERS'  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX        PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF INCORPORATION  
OF  
GALLAGHER OAKS HOMEOWNERS' ASSOCIATION, INC.**

The undersigned subscriber to these Articles of Incorporation, for the purpose of forming a corporation non-for-profit, pursuant to Chapter 617 of the Florida Statutes does hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I. NAME**

The name of the corporation is GALLAGHER OAKS HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association".

**ARTICLE II. PRINCIPAL OFFICE**

The principal office of the Association is location at 1317 George Jenkins Boulevard, Lakeland, Polk County, Florida. The Board of Directors of the Association may change the location of the principal office of said Association for time to time.

**ARTICLE III. REGISTERED AGENT**

Claire Twomey, whose address is 1317 George Jenkins Boulevard, Lakeland, Florida, is hereby appointed the initial agent of this Association.

**ARTICLE IV. PURPOSE AND POWERS OF ASSOCIATION**

Lakeland Habitat for Humanity, Inc. ("Developer"), has developed a residential subdivision in Polk County, Florida known as Gallagher Oaks, the plat of which has been or will be recorded among the public records of Polk County, Florida, which will be referred to hereinafter as the ("Subdivision"). The Subdivision will be subject to the terms of those certain Declaration of Covenants, Restrictions, Limitations and Conditions to be recorded in the public records of Polk County, Florida, which will refer to the Association and which will be referred to herein as the "Declaration". This Association does not contemplate pecuniary gain or profit to its members and is formed as the Association described and referred to in the Declaration and shall have the power and responsibility to perform all repair, maintenance and replacement responsibilities as set forth in the Declaration, shall have the power and authority to enforce the terms and provision of the Declaration, shall have the power and authority to develop and implement a security system, shall maintain and pay the costs associated with all stormwater retention ponds within the development, and shall contribute its proportionate share of the costs of maintenance of the portion of the berm and landscaping located within the landscape easements shown on the plat of the Subdivision. Maintenance shall include repair replacement and costs of irrigation. The Association shall also have such other authority as may be necessary for the purpose of promoting the health, safety, and general welfare of the residents, and of the owners of lots in the Subdivision who are members of the Association.

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In furtherance of such purposes, the Association shall have the power to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declarations, as the same may be amended from time to time as therein provided, the terms of which Declarations are incorporated herein by reference;

(b) Fix, levy, collect, and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declarations and the Bylaws of the Association; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the property of the Association;

(c) 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 in connection with the affairs of the Association;

(d) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the members;

(e) Have and to exercise any and all powers, rights and privileges that a nonprofit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise, as well as all other express and implied powers of corporations not-for-profit;

(f) Operate and maintain all common property, including specifically without limitation, the surface water management system including any mitigation areas as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, culverts and related appurtenances ("Stormwater Facilities"), and to contract for services for operation and maintenance of the Stormwater Facilities.

The Association shall be conducted as a nonprofit organization for the benefit of its members. The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declarations and in accordance with the Bylaws and no part of any net earnings of the Association will inure to the benefit of any member.

## ARTICLE V. MEMBERS

Every person or entity who is a record owner of a fee or undivided fee interest in any lot (as defined in the Declarations and referred to herein as "Lot") in any of the Subdivisions shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot, which is subject to assessment by the Association. Membership in the Association shall be appurtenant to the ownership of a Lot and it may not be transferred separate from the ownership of a Lot. The owner of each Lot shall be entitled to one (1) vote at any meeting of members of the Association.

## ARTICLE VI. DURATION

The period of duration of Association shall be perpetual, unless sooner dissolved pursuant to provisions of Florida Statutes 617, as amended.

## ARTICLE VII. INCORPORATOR

The name and residence address of the incorporator is:

NAME

ADDRESS

Claire Twomey

1317 George Jenkins Boulevard  
Lakeland, Florida 33815-1357

## ARTICLE VIII. OFFICERS AND DIRECTORS

The affairs of the Association shall be managed by a Board of Directors who shall be members of the Association. The Board of Directors shall be elected at the annual meeting of the Association. Vacancies on the Board of Directors may be filled until the next annual meeting in such a manner as provided by the Bylaws. The officers shall be: a President, Vice President, Secretary, and Treasurer and such other officers as the Board of Directors determines necessary. They shall be elected by the Board of Directors. The officers and members of the Board of Directors shall perform such duties, hold office for such term, and take office at such time as shall be provided by the Bylaws of the Association.

## ARTICLE IX. INITIAL DIRECTORS

The number of persons constituting the first Board of Directors of the Association shall be three (3). The first Board of Directors who shall serve until the first election at the regular annual meeting are:

NAME	ADDRESS
Claire Twomey	1317 George Jenkins Boulevard Lakeland, Florida 33815-1357
Mike Brown	1317 George Jenkins Boulevard Lakeland, Florida 33815-1357
Amanda Peralta Jarret, Esquire	c/o Clark, Campbell & Mawhinney, P.A. 500 So. Florida Avenue, Ste. 800 Lakeland, Florida 33801

#### ARTICLE X. BYLAWS

The Bylaws of the Association may be made, altered, or rescinded as provided for in the Bylaws of the Association. However, the initial Bylaws of the Association shall be made and adopted by the initial Board of Directors of the Association.

#### ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of three-fourths (3/4) of the membership existing at the time of, and present as such meeting. A copy of each amendment shall be filed with the Secretary of State, pursuant to the provisions of the applicable Florida Statutes and a copy certified by the Secretary of State shall be recorded in the public records of Polk County, Florida.

#### ARTICLE XII. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by no less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to 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.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned incorporator, Claire Twomey, has executed these Articles of Incorporation this 9 day of February, 2004.

CLAIRE TWOMEY

Print Name: Claire Twomey

STATE OF FLORIDA:  
COUNTY OF POLK :

The foregoing instrument was acknowledged before me this 9<sup>th</sup> day of February, 2004, by Claire Twomey, who is personally known to me or who has produced as identification, and who did not take an oath.

NOTARY PUBLIC

Print Name: Flesia A. Harden

My Commission Expires: 9/17/05

(Seal)

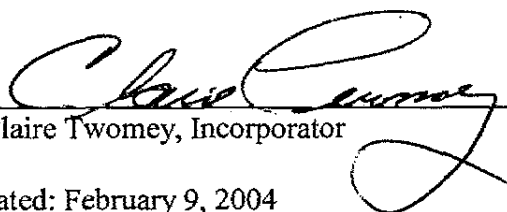


Flesia A. Harden  
Commission # DD 057769  
Expires Sep. 17, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

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

The following is submitted pursuant to Section 617.0501, Florida Statutes:

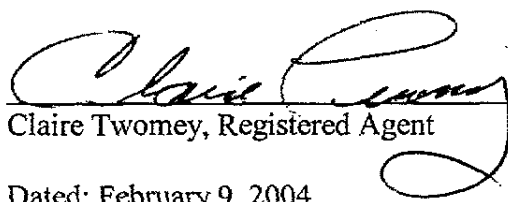
That GALLAGHER OAKS HOMEOWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at the City of Lakeland, County of Polk, State of Florida, and has named Claire Twomey, 1317 George Jenkins Boulevard, Lakeland, Florida 33815 as its agent to accept service of process within this state.

  
\_\_\_\_\_  
Claire Twomey, Incorporator

Dated: February 9, 2004

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Claire Twomey, Registered Agent

Dated: February 9, 2004

**FILED**  
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