

N04000004739

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

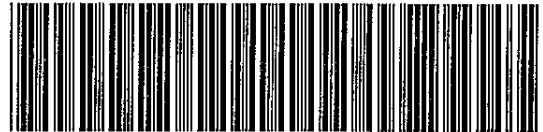
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900034966939

05/04/04--01033--011 **122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 11 PM 2:51

W04-17199

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: TWIN OAKS PROPERTY OWNERS ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

FROM:

HUGH D. FISH, JR.

Name (printed or typed)
P.O. BOX 531
34 S. FIFTH STREET

Address

MACCLENNY, FLORIDA 32063

City, State & Zip

904-259-6705

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 4, 2004

HUGH D FISH JR
PO BOX 531
MACCLENNY, FL 32063

SUBJECT: TWIN OAKS PROPERTY OWNERS ASSOCIATION, INC.
Ref. Number: W04000017199

We have received your document for TWIN OAKS PROPERTY OWNERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight
Document Specialist
New Filings Section

Letter Number: 104A00030474

ARTICLES OF INCORPORATION

OF :

LEANING OAKS PROPERTY OWNERS ASSOCIATION, INC.

(A Florida Non-Profit Corporation)

THE UNDERSIGNED, for the purpose of forming a corporation not for profit under and pursuant to Chapter 617, Florida Statutes, certifies that:

ARTICLE I. NAME

The name of this corporation is **LEANING OAKS PROPERTY OWNERS ASSOCIATION, INC.** The corporation is sometimes referred to herein as the "Association".

ARTICLE II. DEFINITIONS

All terms defined in the Declaration of Covenants and Restrictions for Leaning Oaks Property Owners Associations, Inc. shall be recorded in Official Records, public records of Baker County, Florida (the "Covenants"), shall have the same meanings when used herein.

ARTICLE III. PRINCIPAL OFFICE AND AGENT

The principal place of business and initial registered office of the Association is 9228 State Road 228, Macclenny, Florida 32063. The registered agent of the Association is James Yarborough, 9228 State Road 228, Macclenny, Florida 32063.

ARTICLE IV. OBJECTS, PURPOSES AND POWERS

Section 4.1. This Association is a corporation not for profit. No part of its net earnings shall inure to the benefit of any private shareholder or member.

Section 4.2. The objects and purposes for which this Association is organized are as follows:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 11 PM 2:51

4.2.1. To establish, maintain, operate and provide all community services of every kind and nature required or desired by the members including without limitation those services and functions described in the Declaration.

4.2.2. To provide for the enforcement of the Covenants.

4.2.3. To engage in such other activities as may be to the mutual benefit of the members and the owners of portions of Leaning Oaks Property Owners Association, Inc.

4.2.4. To own, operate and manage properties conveyed to it in accordance with the Covenants.

4.2.5. To do such other things as may be necessary and proper to carry out and accomplish the above objects and purposes.

Section 4.3. In furtherance of the aforesaid objects, purposes and powers, the Association shall have all the powers of a Corporation Not for Profit organized and existing under the laws of the State of Florida, which powers shall include, but are not limited to, the power:

4.3.1. To make, levy and collect Assessments from its members and to expend the proceeds of such Assessments for the benefit of its members.

4.3.2. To bring and defend suits on behalf of the Association.

4.3.3. To make and enforce reasonable rules and regulations governing the use of the property owned by the Corporation.

4.3.4. To maintain, repair, replace, operate, and insure those portions of the property that the Association has the duty or right to maintain, repair, replace, operate, and insure under these Articles and the By-Laws of the Corporation.

4.3.5. To contract for the management of its property and to delegate to such contractors all powers and duties of the Corporation.

4.3.6. To employ personnel to perform the services authorized by these Articles and by the By-Laws of the Association.

4.3.7. To purchase insurance upon its property for the protection of the Association and its members.

4.3.8. To reconstruct improvements constructed on its property after casualty or other loss.

4.3.9. To make additional improvements to its property.

4.3.10. The Association shall 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. 40-003-0005 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.

4.3.11. 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 management system.

ARTICLE V MEMBERS

Section 5.1. The members of this Association shall consist of all owners of record title to Lots in the Subdivision. The first Board of Directors named in these Articles of Incorporation and other Directors selected by the Class B member, regardless of such ownership of real property in the Subdivision, shall also be members of the Corporation until termination of the Class B membership as provided in Section 5.3. hereof.

Section 5.2. Membership in this Association cannot be transferred in any manner except as may be provided in the By-Laws.

Section 5.3. The Association shall have two (2) classes of membership: Class A and Class B.

Class A members shall be all persons owning one (1) or more Lots.

Class B member shall be the Developer.

The Class B membership shall terminate at such time as (a) the then Class B member so designates in writing delivered to the Corporation, or (b) four (4) months after 85% of the Lots are owned by persons other than Developer, whichever shall first occur.

Each Lot shall be entitled to one (1) vote. When more than one (1) person holds an ownership interest in any Lot, the vote for such Lot shall be exercised as the owners of all such interests determine among themselves, but in no event shall more than one (1) vote be cast with respect to each Lot. In the event of a disagreement among such persons and an attempt by two (2) or more of them to cast the vote of such Lot, such vote shall not be recognized and the Lot shall not be counted for any purpose until such dispute is resolved.

Until the time at which the Class B membership terminates, as provided herein, the Class B member shall be vested with the sole voting rights in the Association on all matters, except such matters as to which the Declaration, these Articles of Incorporation, or the By-Laws of the

Association specifically require a vote of the Class A members.

ARTICLE VI EXISTENCE AND 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 VII BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a Board of directors consisting of not less than three (3) Directors nor more than nine (9) Directors. The first Board of Directors shall consist of three (3) members. The Board of Directors shall be elected by the members of the Corporation entitled to vote. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified are as follows:

JAMES YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

DALE YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

MICHAEL MCGAULEY
9228 STATE ROAD 228
MACCLENNY, FL 32063

The Directors of the Association shall be elected at the time and in the manner provided for in the By-Laws.

ARTICLE VIII OFFICERS

The officers of the Association shall consist of a President, one (1) or more vice Presidents, a Secretary, and a Treasurer. The officers in the Association shall be elected by the Board of Directors of the Association in accordance with the provisions of the By-Laws of the Association. Any two (2) or more offices may be held by the same person, except the offices of president and Secretary. The initial officers are:

JAMES YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

DALE YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

MICHAEL MCGAULEY
9228 STATE ROAD 228
MACCLENNY, FL 32063

ARTICLE IX INDEMNIFICATION

Section 9.1. Third Party Actions. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, or appeal therefrom, whether civil, criminal, administrative, investigative or otherwise (other than any action by or in the right of the Association) by reason of the fact that he or his testator or intestate is or was a director, officer or employee of the Association, or at the express or implied request of the Association is or was serving as a director, trustee, officer or employee of another Association or a partnership, joint venture, trust or other enterprise (including without limitation any affiliated association, partnership, joint venture, trust or other enterprise), against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

Section 9.2. Derivative Actions. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the association, or appeal therefrom, to procure a judgment in its favor by reason of the fact that he or his testator or intestate is or was a director, officer or employee of the Association, or at the express or implied request of the Association is or was serving as a director, trustee, officer or employee of another association or a partnership, joint venture, trust or other enterprise (including without limitation any affiliated association, partnership, joint venture, trust or other enterprise), against expenses (including attorney's fees and amounts paid in settlement) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Association; provided, however, that no person shall be entitled to indemnification under this Section 9.2. in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misconduct in the performance of his duty to the Association.

Section 9.3. Successful Defense. To the extent that a director, officer or employee has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 9.1 or 9.2 of this Article IX, or in defense of any claim, issue or matter therein, such determination shall constitute conclusive evidence of such person's right to be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith, and the president or a vice president of the Association shall direct the reimbursement of all such expenses to such person.

Section 9.4 Determination of Propriety of Indemnification. No person seeking indemnification under Section 9.1. or 9.2. of this Article IX shall be indemnified unless pursuant to a determination by a court or unless the board of directors or the shareholders in good faith by a majority vote of a quorum of directors or shareholders, as the case may be, who were not parties to such action, suit or proceeding determine that the standards set forth in such sections have been met in the circumstances. The Association may provide for additional indemnification and rights to any person (including without limitation those persons referred to in Section 9.1. and 9.2. of this Article IX), in each case except as otherwise ordered by a court or prohibited by law.

ARTICLE X DISPOSITION OF ASSETS UPON DISSOLUTION

No member, director or officer of the Association or other private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the Association. Unless agreed to the contrary by seventy-five percent (75%) of each and every class of membership and all entities holding mortgages on lots served by Common Property, upon dissolution of the association, the assets of the Association shall be granted, conveyed and assigned to an appropriate public body, agency or agencies, utility or utilities or any one (1) or more of them or to any one (1) or more nonprofit Association, association, trusts or other organizations to be devoted to purposes as nearly as practicable the same as those to which they were required to be developed by the Association. No disposition of the Association's assets shall divest or diminish any right or title of any member vested in him under recorded covenants and restrictions applicable to such assets unless made in accordance with the provisions of such Covenants.

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 which would comply with Section (40C-42.027;40C-900;40C-4.301,F.A.C.), and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XI AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the members of the Association entitled to vote.

**ARTICLE XII
BY-LAWS**

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The By-Laws shall be altered, amended, or rescinded as provided in the By-Laws.

**ARTICLE XIII
SUBSCRIBERS**

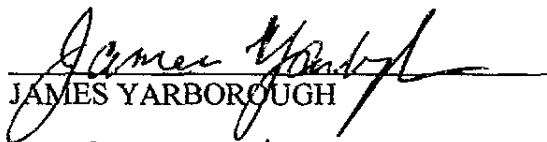
The names and residence of the subscribers to these Articles of Incorporation are as follows:

JAMES YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

DALE YARBOROUGH
9228 STATE ROAD 228
MACCLENNY, FL 32063

MICHAEL MCGAULEY
9228 STATE ROAD 228
MACCLENNY, FL 32063

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 30th day of April, 2004.


JAMES YARBOROUGH


DALE YARBOROUGH


MICHAEL MCCAULEY

**ARTICLES OF INCORPORATION OF
LEANING OAKS PROPERTY OWNERS ASSOCIATION, INC.**

**STATE OF FLORIDA
COUNTY OF BAKER**

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally appeared **JAMES YARBOROUGH**, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 30 day of April, 2004.



Debra Hunter
My Commission DD237718
Expires October 05, 2007

Debra Hunter

NOTARY PUBLIC

My commission expires: 10/5/2007

**STATE OF FLORIDA
COUNTY OF BAKER**

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally appeared **DALE YARBOROUGH**, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 30 day of April, 2004.



Debra Hunter
My Commission DD237718
Expires October 05, 2007

Debra Hunter

NOTARY PUBLIC

My commission expires: 10/5/2007

**STATE OF FLORIDA
COUNTY OF BAKER**

BEFORE ME, the undersigned Notary Public, in and for said County and State, personally appeared **MICHAEL MCCAULEY**, known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and seal in the County and State aforesaid this 30 day of April, 2004.



Debra Hunter
My Commission DD237718
Expires October 05, 2007

Debra Hunter

NOTARY PUBLIC

My commission expires: 10/5/2007

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated non-profit corporation, at the place designated in Article III of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

DATED this 30th day of April, 2004.



JAMES YARBOROUGH
REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 11 PM 2:51