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## A. JEFFREY TOMASSETTI

Attorney at Law

A. Jeffrey Tomassetti, Esq. Valerie C. Faltemier, Esq.

May 10, 2004

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

RE:

The Shady Grove HOA, Inc.

Articles of Incorporation

Dear Sir or Madam:

Enclosed please find the original Articles of Incorporation for The Shady Grove HOA, Inc. for recording along with a check in the amount of \$78.75.

If you have any questions please call me at (904) 261-1833.

Sincerely,

A. Jeffrey Tomassetti

AJT:gc Encs.

OF

The Shady Grove HOA, Inc.
(A Corporation Not For Profit)

The undersigned being desirous of forming a corporation not for profit under the provisions of Chapter 720 of the Florida Statutes, and in accordance with all pertinent laws of the State of Florida, do hereby subscribe and adopt the following Articles of Incorporation for such corporation:

#### ARTICLE I

#### <u>Name</u>

The name of this corporation is: The Shady Grove HOA, Inc.

The initial principal address of the corporation is 1325 Atlantic

Ave., Fernandina Beach, Florida 32034.

#### ARTICLE II

#### <u>Purpose</u>

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to operate an association which will manage the retention pond adjoining Shady Grove Subdivision or transfer it to the adjoining commercial real property owner who will operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water

THIS INSTRUMENT PREPARED BY & RETURN TO:
A. J. TOMASSETTI, ATTORNEY-AT-LAW
P. O. BOX 1444

P. O. BOX 1444

PROMAINING BEACH FIORIDE 32034

Management District permit requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained therein.

#### ARTICLE III

#### Duration

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

#### ARTICLE IV

#### Powers

This corporation shall have all powers provided for Corporations Not For Profit by Chapter 720 of the Florida Statutes or corresponding provisions of any subsequent statute, and all the powers of any other statute or law which do not in any way adversely affect the corporation's status as a corporation not for profit under Chapter 720 of the Florida Statutes.

#### ARTICLE V

#### Registered Office and Registered Agent

The street address and city of the initial registered office of the corporation is 406 Ash Street, Fernandina Beach, Florida 32034, and the name of its initial registered agent at such address is A. Jeffrey Tomassetti.

#### ARTICLE VI

#### <u>Directors</u>

This corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time as provided in the Bylaws but shall never be less than three (3). The initial directors are:

William J. Mock, Jr. 1325 Atlantic Ave. Fernandina FL 32034

Harry R. Trevett, Jr. 1325 Atlantic Ave. Fernandina FL 32034

Rebecca Worsley 1325 Atlantic Ave. Fernandina FL 32034

Subsequent Directors shall be elected as provided in the Bylaws.

### ARTICLE VII

#### Non Stock Basis

This corporation is organized upon a non-stock basis.

#### ARTICLE VIII

#### Incorporator

The name and address of the incorporator of these Articles of Incorporation is:

William J. Mock, Jr. Box 1200 Fernandina Beach, FL 32035.

#### ARTICLE IX

#### Officers

There shall be a President, a Vice President, a Secretary, and a Treasurer, who will manage the affairs of the corporation, as well as such other officers as may be prescribed from time to time in the Bylaws. The officers shall be elected at the annual

meeting of the corporation and shall serve until their successors are elected and qualified. The officers shall serve such terms and perform such duties as may be prescribed from time to time in the Bylaws. The initial officers are as follows:

President:

William J. Mock, Jr.

Vice President:

Harry R. Trevett

Secretary:

William J. Mock, Jr.

Treasurer:

Harry R. Trevett

#### ARTICLE X

#### **ByLaws**

The Board of Directors of this corporation shall adopt

Bylaws not inconsistent with these Articles of Incorporation for

the conduct of the corporation's business and the carrying out of

its purposes.

#### ARTICLE XI

#### Amendments to Articles of Incorporation

These Articles of Incorporation may be amended from time to

time as provided by the laws of Florida applicable to corporations not for profit. In the event there shall be no specific provision, or adequate provisions, for such amendment under Florida law at the time of such intended amendment, then the manner of amendment shall be that manner of amendment provided under Florida Statutes 720, to the extent this Statute does not conflict with applicable law then in effect.

IN WITNESS WHEREOF, the undersigned subscribing

incorporators have executed these Articles of Incorporation this /2\_\_\_ day of \_ STATE OF FLORIDA

COUNTY OF NASSAU

BEFORE ME, the undersigned authority, personally appeared the person named above, known to me and known by me to be the persons who executed the foregoing Articles of Incorporation and they severally acknowledged to and before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official 

Lanita Gail Cope

Notary Public, State of Florida at Large My Commission Expires:\_\_\_

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That The Shady Grove HOA, INC., (a corporation not for profit), desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at Fernandina Beach, Nassau County, Florida, has named A. Jeffrey Tomassetti, 406 Ash Street, Fernandina Beach, Florida 32034, at such registered office as its agent to accept service of process within this state.

Having been named to accept service of process for the above named 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 Act relative to keeping open said office

A. Jeffrey Tomassetti

(inc\shady.art)