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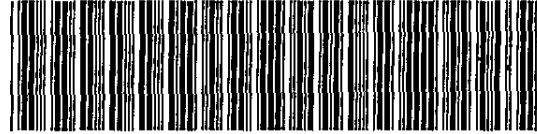
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04 OCT 25 AM 10:39

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*Crabtree & Fallar, P.A.*

ATTORNEYS AND COUNSELORS AT LAW

8777 SAN JOSE BOULEVARD  
BUILDING A, SUITE 200  
JACKSONVILLE, FLORIDA 32217

R. R. CRABTREE  
SCOTT W. FALLAR

A. M. CRABTREE, JR.  
(1924-1995)

TELEPHONE (904) 732-9701  
TELECOPIER (904) 732-9702

October 22, 2004

**VIA FEDERAL EXPRESS**

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

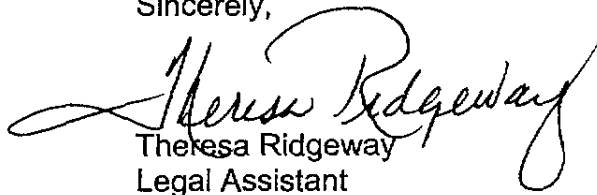
**RE: The Offices at East Park Owners Association, Inc.**

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Incorporation of the above-referenced Florida corporation together with our firm check in the amount of \$78.75 representing the filing fee. Please file the enclosed Articles and return same to me at together with the State's certificate your earliest opportunity.

Thank you most cordially for your assistance in this regard. Should you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,

  
Theresa Ridgeway  
Legal Assistant

/tr  
Enclosure

**ARTICLES OF INCORPORATION  
OF  
THE OFFICES AT EAST PARK  
OWNERS ASSOCIATION, INC.**

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DIVISION OF CORPORATIONS  
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The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the corporation is THE OFFICES AT EAST PARK OWNERS ASSOCIATION, INC., hereafter called the "Association".

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal office of the Association is located at 138 Muirfield Drive, Ponte Vedra Beach, Florida 32082.

**ARTICLE III - DURATION**

The Association shall have perpetual duration.

**ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the Units and Common Area within that certain tract of property described as:

See Exhibit "A" Attached

SUBJECT, however, to building restriction lines, easements, dedicated roads, and streets, and other matters shown on said plat.

and to promote the health, safety and welfare of the owners within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose 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 that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Clerk, Circuit Court, in and for Duval County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied 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) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) have and to execute any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida may now or hereafter have or exercise.

#### **ARTICLE V - MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who 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 Unit which is subject to assessment by the Association.

#### **ARTICLE VI- VOTING RIGHTS**

The Association shall have two classes of voting membership:

(i) Class A. Class A Members shall be all Owners with the exception of the Developer while the Developer is a Class B Member. Class A Members shall be entitled to one vote for each Unit such Class A Member owns. When more than one person holds an interest in any Building Unit, other than as security for the performance of an obligation, all such persons shall be Members. The vote for such parcel shall be exercised as they determine by written designation to the Association, but in no event shall more than one vote be cast with respect to any Building Unit.

(ii) Class B. The Class B Member shall be the Developer, who shall be entitled to the number of votes equal to the number of votes held by all Class A Members, plus one. The Class B membership shall cease and be converted to Class A membership when the Developer no longer owns any property within the Property or when the Developer, in his sole discretion, elects to convert his Class B Membership to Class A Membership. When the Class B Membership ceases, the Class B Member shall be deemed a Class A Member entitled to the same number of votes on the same basis per acre as all other Class A Members.

#### **ARTICLE VII - MANNER OF ELECTION OF OFFICERS AND DIRECTORS**

The officers and directors are to be elected in accordance with the Corporate Bylaws. The names and addresses of the initial officers and directors are as follows:

Pike Hall, III    President                      138 Muirfield Drive  
Ponte Vedra Beach, FL 32082

Mark E. O'Connor    Vice President                      12177 Travertine Trail  
Jacksonville, FL 32210

Jerre G. Breibart    Secretary/    2279 Seminole Road  
Treasurer                      Atlantic Beach, FL 32233

At the first meeting, the members shall elect two directors for a term of one year; and at the first annual meeting thereafter the members shall elect two directors for a period of two years, and two directors for a period of one year. Thereafter, at each annual meeting, the members shall elect two new directors for a period of two years.

#### **ARTICLE VIII - AMENDMENTS**

These Articles may be amended upon a resolution duly adopted by the Board of Directors and the affirmative vote of Owners holding at least two-thirds (2/3) of the total Class "A" votes in the Association and the consent of the Declarant so long as the

Declarant owns any property subject to the Declaration or which may be unilaterally subjected to the Declaration by the Declarant.

#### **ARTICLE IX - DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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 the 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval or dissolution pursuant to Section 617.05, Florida Statutes.

#### **ARTICLE X - INITIAL REGISTERED AGENT AND STREET ADDRESS**

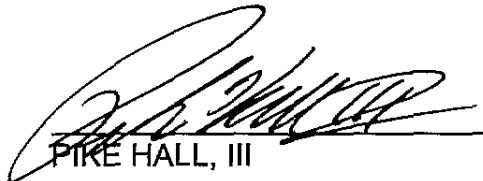
Pike Hall, III, 138 Muirfield Drive, Ponte Vedra Beach, FL 32082, is hereby appointed the initial registered agent of this Association.

#### **ARTICLE XI - INCORPORATOR**

The name and street address of the Incorporator for these Articles of Incorporation is:

Pike Hall, III  
138 Muirfield Drive  
Ponte Vedra Beach, FL 32082


The undersigned, constituting the subscriber of this Association, has executed these Articles of Incorporation this 19<sup>th</sup> day of October, 2004.

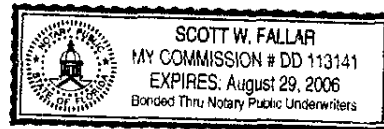
  
PIKE HALL, III

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, the undersigned Notary Public, in and for said County and State, personally appeared PIKE HALL, III, who is personally known to me and who, after first duly sworn, deposes under oath and said that the foregoing Articles were prepared under his direction and that he had knowledge of the facts stated therein, that said facts are true, and that he executed the same freely and voluntarily and for the purposes stated therein.

Given under my hand and official seal this 19<sup>th</sup> day of October, 2004.

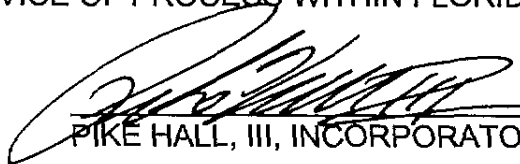
  
\_\_\_\_\_  
Notary Public, State of Florida  
My commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS June BE SERVED

IN COMPLIANCE WITH SECTION 607.0501, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED:

FIRST THAT THE OFFICES AT EAST PARK OWNERS ASSOCIATION, INC., WITH ITS  
PLACE OF BUSINESS AT 138 MUIRFIELD DRIVE, PONTE VEDRA BEACH, FL 32082,  
HAS NAMED PIKE HALL, III, 138 MUIRFIELD Drive, PONTE VEDRA BEACH, FLORIDA  
32082, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

  
PIKE HALL, III, INCORPORATOR

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION AT THE PLACE DESIGNATED ABOVE, I HEREBY AGREE TO  
ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL  
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

DATED: October 19<sup>th</sup>, 2004.

  
PIKE HALL, III  
REGISTERED AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
04 OCT 25 AM 10:39



Exhibit A

Policy Number: A02-0202919

A part of Tract "B", BEACHWOOD ACREAGE REPLAT, as recorded in Plat Book 29, page 86 of the current public records of Duval County, Florida, being more particularly described as follows:

For a point of reference commence at the intersection of the West line of a 70 foot unobstructed drainage easement as shown on the plat of Marco Beach Drive as recorded in Plat Book 50, pages 33, 33A, 33B and 33C of said public records, with the Northerly right of way line of Central Parkway (a right of way of various widths dedicated to the City of Jacksonville in Deed of Dedication recorded in Official Records Volume 5272, page 347 of said public records); thence Westerly along said Northerly right of way line of Central Parkway, along the arc of a curve concave to the Southeast and having a radius of 766.20 feet, a distance of 22.41 feet, making a central angle of 01 degrees 40 minutes 32 seconds and having a chord bearing of South 64 degrees 34 minutes 56 seconds West and a chord distance of 22.41 feet to the point of tangency of said curve; thence continue along said Northerly right of way line, South 63 degrees 44 minutes 40 seconds West, a distance of 312.06 feet to the point of curvature of a curve concave to the Northwest and having a radius of 2814.79 feet; thence continue Westerly along said Northerly right of way line and along the arc of said curve, a distance of 660.95 feet, making a central angle of 13 degrees 27 minutes 14 seconds and having a chord bearing of South 70 degrees 28 minutes 17 seconds West and a chord distance of 659.44 feet to the Point of Beginning for the lands herein described; thence continue Westerly along said Northerly right of way line and along the arc of said curve, a distance of 580.20 feet, making a central angle of 11 degrees 48 minutes 36 seconds and having a chord bearing of South 83 degrees 06 minutes 12 seconds West and a chord distance of 579.17 feet to the East line of a 50 foot drainage easement to the State of Florida as recorded in Deed Book 974, page 419 of said public records; thence North 14 degrees 25 minutes 20 seconds East along said East line, a distance of 316.01 feet; thence continue along said East line, North 00 degrees 12 minutes 20 seconds East, a distance of 149.94 feet; thence North 89 degrees 18 minutes 20 seconds East, a distance of 491.02 feet; thence South 00 degrees 41 minutes 40 seconds East, a distance of 392.43 feet to the Point of Beginning.

Together with a Non-Exclusive Easement for Drainage as set out in Drainage/Retention Easement Agreement dated October 1, 2003, and recorded October 14, 2003, in Official Records Book 11420, page 695, being more particularly described as follows:

A part of Tract "B", Beachwood Acreage Replat, as recorded in Plat Book 29, page 86, of the current public records of Duval County, Florida, being more particularly described as follows:

For a point of reference commence at the Northeast corner of those lands described in Official Records Volume 5896, page 1209, of said public records; thence South 00 degrees 41 minutes 40 seconds East along the East line of said lands, a distance of 254.00 feet; thence South 89 degrees 18 minutes 20 seconds West along the South line of said lands, a distance of 80.00 feet; thence South 00 degrees 41 minutes 40 seconds East along the West line of a 70-foot Unobstructed Drainage Easement, as shown on the plat of Marco Beach Drive, as recorded in Plat Book 50, pages 33, 33A, 33B and 33C of said public records, a distance of 689.54 feet; thence South 89 degrees 18 minutes 20 seconds West, a distance of 926.00 feet to the Point of Beginning of the lands herein described; thence South 00 degrees 41 minutes 40 seconds East, a distance of 576.47 feet; thence South 89 degrees 18 minutes 20 seconds West, a distance of 491.02 feet to the Easterly line of a 50-foot State of Florida Department of Transportation Drainage Easement, as recorded in Deed Book 974, page 419 of said public records; thence North 00 degrees 12 minutes 20 seconds East along said Easterly line, a distance of 81.30 feet; thence continue along said Easterly line, North 14 degrees 01 minutes 40 seconds West, a distance of 106.59 feet to the Southerly line of a State of Florida Department of Transportation Water Storage Area, as recorded in Official Records Volume 8212, page 802, of said public records; thence North 89 degrees 18 minutes 20 seconds East along said Southerly line, a distance of 351.85 feet; thence North 10 degrees 06 minutes 40 seconds West along the Easterly line of said Water Storage Area, a distance of 679.73 feet; thence North 67 degrees 34 minutes 23 seconds West along the Northerly line of said Water Storage Area, a distance of 74.88 feet; thence continue along said Northerly line, South 47 degrees 10 minutes 20 seconds West, a distance of 144.47 feet to the Southerly prolongation of the Westerly line of a 50-foot State of Florida Drainage Easement described as Part "A" of Parcel 802, in Official Records Book 8158, page 2204, of said public records, thence North 25 degrees 52 minutes 34 seconds West along said prolongation and along said Westerly line, a distance of 426.38 feet; thence departing said Westerly line, North 89 degrees 18 minutes 20 seconds East, a distance of 617.52 feet; thence South 00 degrees 41 minutes 40 seconds East, a distance of 603.54 feet to the Point of Beginning.

LESS AND EXCEPT any portion falling within property described in Special Warranty Deed dated June 19, 2003, between McGehee Family Partnership (Grantor) and Beachwood Commerce Center, LLC (Grantee), recorded July 2, 2003 in Official Records Book 11189, page 635, in the public records of Duval County, Florida.