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/P

IVAN K. CLEMENTS, JR., P.A.

Attorney at Law

632 N. WOODLAND BOULEVARD, SUITE 3 • DELAND, FLORIDA 32720 • (386) 740-0037 • FAX (386) 740-0041

December 3, 2004

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

Re: Azalea Oaks Homeowners' Association, Inc.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation, regarding the above-referenced matter. Also enclosed is my check in the amount of \$78.75 which represents the filing fee and fee for a certified copy of the Articles. Please provide the certified copy to me in the self-addressed stamped envelope I have provided herein.

If you should have any questions regarding this matter, please do not hesitate to contact me. Thank you for your consideration in this matter.

Cordially,


Theresa A. Rauschenberger
Legal Assistant to Mr. Clements

/tar
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

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1/13/04
JR

December 8, 2004

IVAN K. CLEMENTS, JR., P.A.
632 N WOODLAND BLVD STE 3
DELAND, FL 32720

SUBJECT: AZALEA OAKS HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W04000044806

We have received your document for AZALEA OAKS HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6928.

Tim Burch
Document Specialist
New Filings Section

Letter Number: 704A00068607

[Faint, illegible text, possibly a signature or stamp]

**Articles of Incorporation of
Azalea Oaks Homeowners' Association, Inc.,
A Nonprofit Corporation**

We, the undersigned natural persons of legal age, at least two of whom are citizens of the State of Florida, acting as incorporators of a non-profit corporation under Chapter 617 of the Florida Statutes, hereby adopt the following articles of incorporation:

Article I.

The name of the corporation is Azalea Oaks Homeowners' Association, Inc. (hereinafter the "association").

Article II.

The association is a nonprofit corporation.

Article III.

The 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 IV.

The association is formed for the primary purpose of providing for the maintenance and preservation of the residence lots and common area within a certain subdivided tract of real property described as follows:

Lot 14, except the Southerly 9.50 feet of the East $\frac{1}{2}$ thereof and the Northwest one-fourth (NW $\frac{1}{4}$) of Lot 13, Block 28, Orange City, according to the plat of Assessor's Subdivision of Orange City, Florida as shown in Map 3, Page 86, Public Records of Volusia County, Florida,

and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the association for such purpose.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In furtherance of such purposes, the association will have the power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the "Declaration") applicable to the subdivision and to be recorded in the public records of Volusia County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and 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 on the property of the association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the association;

(d) Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of each class of members, mortgage, pledge, convey by deed or 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 areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer will 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 nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation must have the consent by vote or written instrument of two-thirds (2/3) of each class of members;

(g) Have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now

or hereafter have or exercise.

(h) 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. 42-127-93243-1 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. 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.

The association is organized and will be operated exclusively for the above purposes. The activities of the association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member.

Article V.

The street address of the initial registered office of the association is 245 West Blue Springs Avenue, Orange City, Florida, 32763, and the name of its initial registered agent at that address is John Welch.

Article VI.

Every person or entity who/which is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the association. Membership will be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the association.

Article VII.

The association will have two classes of voting members, which are defined as follows:

Class A. Class A members will include all owners with the exception of the declarant, as that term is defined in the Declaration of Covenants and Restrictions. Class A members will be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all of the persons will be

members. The vote for such lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any lot owned by Class A members.

Class B. The Class B members will be the incorporators. The incorporators will each be entitled to three (3) votes for each lot owned by the Developer, Ehret & Welch. The class B membership will cease and be converted to Class A membership as provided in the Declaration.

Article VIII.

The number of directors constituting the initial board of directors of the association is two (2), and the names and addresses of the persons who are to serve as the initial directors are:

John Welch, 245 West Blue Springs Avenue, Orange City, Florida, 32763.
Robert Ehret, 245 West Blue Springs Avenue, Orange City, Florida, 32763.

Article IX.

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, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

On dissolution, the assets of the association will be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets will be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

Article X.

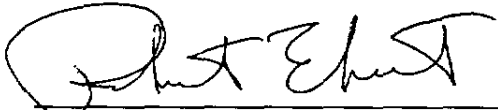
This Corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than two.

Article XI.

The name and street address of each incorporator is:

John Welch, 245 West Blue Springs Avenue, Orange City, Florida, 32763
Robert Ehret, 245 West Blue Springs Avenue, Orange City, Florida, 32763.

Executed at DeLand, Volusia County, Florida on the 28 day of ^{December} ~~May~~, 2004.



Robert Ehret, Incorporator



John Welch, Incorporator

**STATE OF FLORIDA
COUNTY OF VOLUSIA**

Before me, the undersigned authority, on the 28 day of December, 2004, personally appeared ROBERT EHRET and JOHN WELCH, who presented FL Driver's License as identification, being first duly sworn, and declared that they are the persons who signed the foregoing document as incorporators, and the statements contained therein are true.



Theresa A. Rauschenberger
Commission # DD331797
Expires July 18, 2008
Bonded Troy Feltz - Insurance, Inc. 800-385-7010



Notary Public-State of Florida

**ACKNOWLEDGMENT OF REGISTERED AGENT OF AZALEA OAKS
HOMEOWNERS' ASSOCIATION, INC.**

HAVING been named as registered agent and to accept service of process for the above-named corporation at the place designated in the certificate of the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



JOHN F. WELCH
Registered Agent

Dated: 12-28-04

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