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TALLAHASSEE, FLORIDA

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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Deer Lake Estates Owners
Association, Inc.

Signature _____

Requested by: _____

Name _____

Date 1/5/05

Time 11:55

Walk-In _____

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- ☒ Art of Inc. File _____
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- _____ L.C. File _____
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- _____ Photo Copy _____
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- _____ Certificate of Fictitious Name _____
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- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
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- _____ UCC 11 Retrieval _____
- _____ Courier _____

**ARTICLES OF INCORPORATION
OF
DEER LAKE ESTATES OWNERS ASSOCIATION**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By these Articles of Incorporation, the undersigned Subscribers form a corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions:

ARTICLE I - NAME AND ADDRESS

The name of the corporation shall be Deer Lake Estates Owners Association, Inc.. The mailing address of the corporation shall be 10868 129th Road, Live Oak, Florida 32060. The corporation shall be referred to as the "Association" throughout the remainder of this document.

ARTICLE II - DURATION

Corporate existence of the Association shall commence upon the filing of these articles with the State of Florida, Office of the Department of State, Division of Corporations, and shall continue in perpetuity unless and until dissolved according to law.

ARTICLE III - PRINCIPLE OFFICE AND REGISTERED AGENT

The initial registered/principal office of the Association is located at 10868 129th Road, Live Oak, Florida 32060. The Registered Agent of the Corporation/Association shall be Jason Brent Wainwright, with a mailing address of 10868 129th Road, Live Oak, Florida 32060.

ARTICLE IV - PURPOSE

The Association is organized for the following purposes and shall have the power to perform each enumerated purpose:

- A. Enforcing the Declaration of Covenants and Restrictions of the Association, (hereinafter, the "Restrictions");
- B. Ensuring compliance with all provisions of Suwannee River Water Management District, (hereinafter "SRWMD") Permit No. ERP04-0300 (hereinafter the "Permit"), together with all amendments and/or modifications and other applicable SRWMD Rules;
- C. Owning, managing, maintaining, repairing, replacing, operating, and/or caring for real and personal property, including but not limited to, all lakes, ditches, canals, retention or detention areas, drainage, other surface water or storm water management works, preservation areas, conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the

association or the owners in common, in a manner consistent with the Permit issued by the SRWMD and the operation and maintenance plan attached thereto;

D. Assessing and collecting adequate assessments from the members of the Association by any lawful means in a manner consistent with the provisions of the Restrictions of the Association and for any lawful purpose including, but not limited to, the costs of maintenance and operation of the Surface Water or Storm Water Management System(s);

E. Borrowing money;

F. Using and expending proceeds of assessments and borrowings in a manner consistent with the purposes for which this Association is formed;

G. Reviewing and approving plans and specifications of proposed improvements to the real property or existing improvements within the Association to determine whether the proposed improvements comply with the Restrictions of the Association and the Permit issued by the SRWMD;

H. Purchasing and maintaining insurance;

I. Making, amending, imposing, and enforcing by any lawful means, reasonable rules and regulations of use of the common areas and Association property;

J. Contracting for services with others;

K. Doing and performing anything required by these Articles, the Bylaws or the Restrictions of the Association, to be done by the Owner of any real property within the Association, but if not done by the Owner in a timely manner, at the expense of the Owner; and

L. Doing and performing anything imposed on the Association by the Restrictions of the Association and/or by any unit of local, regional, state or federal government.

The foregoing purposes and powers shall not be interpreted as limiting the purposes and powers of the Association. Rather, the Association is formed for such other purposes and shall have such other powers as permitted by law.

ARTICLE V - MEMBERSHIP

Every person or entity who is, from time to time, the record owner of any real property within the Association shall be a Member of the Association. Membership in the

Association shall be appurtenant to the Lot(s) giving rise to such membership. Membership cannot be separated from the Lot giving rise to it and membership shall not be transferred or terminated except upon the transfer of title to said Lot and then only to the transferee of title thereto. Any prohibited separate transfer shall be void. The transfer of title to a Lot shall operate automatically to transfer the membership in the Association appurtenant thereto to the new Owner thereof.

ARTICLE VI - INITIAL CONTROL BY DEVELOPER

Notwithstanding the other provisions contained in these Articles to the contrary, Wainwright Land Holdings, Inc. (hereinafter the "Developer"), or the Developer's successor(s) in interest, shall, prior to relinquishing control of the Association or otherwise allowing control to transfer to the directors of the Association, provide at least thirty (30) days prior written notice to the SRWMD that all terms and conditions placed on the Developer via permits and/or authorizations from the SRWMD have been satisfied in full and that transfer of control of the Association from the Developer to an approved operation and maintenance entity is proposed to occur on a date certain.

ARTICLE VII - ASSESSMENTS

Members of the Association shall pay assessments in a manner consistent with the applicable provisions of the Restrictions.

ARTICLE VIII - AMENDMENT OF THE ARTICLES AND BYLAWS

The Board of Directors of the Association shall adopt a written resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the members of the Association, which may be either an annual or special meeting. Written notice of the proposed amendment(s) shall be provided to each member entitled to vote in the manner proscribed in the Bylaws. The proposed amendment shall be adopted upon the affirmative vote of a majority of the votes of all members entitled to vote thereon.

Amendments to the Articles or the Bylaws of the Association which directly or indirectly impact operation and maintenance of the surface water or storm water management system, including, but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surface water or storm water management works, preservation areas, conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the Association or the owners in common, may be made only after written approval is received from the SRWMD. Such approval shall be in the form of modification to any and all permits issued by the SRWMD under the lawfully adopted rules of the SRWMD in effect at the time of application for modification. Amendments to the Articles or the Bylaws which do not impact operation and maintenance of the surface water or storm water management system may be made without authorization from the SRWMD, but copies of any such amendments shall be forwarded to the SRWMD within thirty (30)

days of approval.

ARTICLE IX - DISSOLUTION OF ASSOCIATION

Prior to dissolving the Association, all property, interest in property, whether real, personal, or mixed, which is directly or indirectly related to the surface water or storm water management system, including, but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surface water or storm water management works, preservation areas, conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the Association or the owners in common, shall be dedicated to and accepted for operation and maintenance purposes by an approved operation and maintenance entity or an approved unit of government. Dedication and acceptance must be made under the lawfully adopted rules of the SRWMD in effect at the time of application for such modification and must be authorized in writing by the SRWMD prior to dedication and acceptance.

ARTICLE X - CONFLICT

Should a conflict exist or arise between any of the provisions of these Articles and the Bylaws of the Association, the provisions of the Articles shall control. Should a conflict exist or arise between any of the provisions of these Articles and the Restrictions, the provisions of the Restrictions shall control.

ARTICLE XI - DECLARATION OF COVENANTS AND RESTRICTIONS

A fully executed copy of the Restrictions of the Association is attached hereto as Exhibit "A" and is incorporated herein in its entirety by reference.

ARTICLE XII - FINANCIAL ACCOUNTS

The Association shall maintain a financial account in its sole name with a federal or state chartered bank, savings and loan, credit union or like financial institution. By January 30th of each calendar year, for so long as an operation and maintenance permit is required by the SRWMD, the Association shall maintain a minimum balance in the account of \$1,000.00 or the estimated cost to operate and maintain the permitted operation and maintenance entity for a period of one (1) year, whichever is greater. The Association shall provide the SRWMD with a copy of an account statement indicating the balance in the account within twenty (20) days of receipt of written demand for such from the SRWMD.

ARTICLE XIII - INDEMNIFICATION

Every director and officer of the Association shall be indemnified by the Association

against all expenses and liabilities including, but not limited to, attorney's fees and costs, reasonably incurred or imposed upon him/her in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any such proceeding, including appeals, to which he/she may have become involved by reason of him/her being or having been a director or officer of the Association. This right of indemnification shall be in addition to and not exclusive of all other rights to which such officer or director may be entitled.

ARTICLE XIV - ELECTION OF DIRECTORS

The method of election of directors is provided in the Bylaws of the Association.

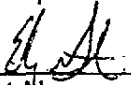
ARTICLE XV - INCORPORATORS / INITIAL DIRECTORS

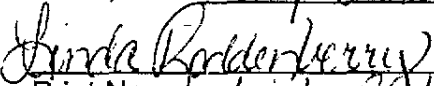
The names and addresses of the Incorporators / Initial Directors are:

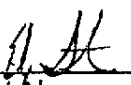
| <u>Name</u> | <u>Address</u> |
|-------------------------------|--|
| Jason Brent Wainwright | 10868 129 th Road, Live Oak, FL 32060 |
| Joseph Barney Wainwright, Jr. | 10868 129 th Road, Live Oak, FL 32060 |
| Donald Wainwright | 10868 129 th Road, Live Oak, FL 32060 |

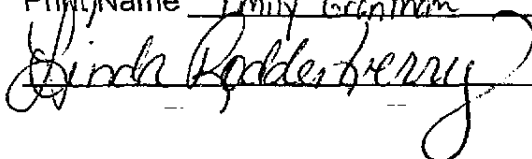
IN WITNESS WHEREOF, the undersigned Incorporators have caused these presents to be executed as of the 28 day of October, 2004.

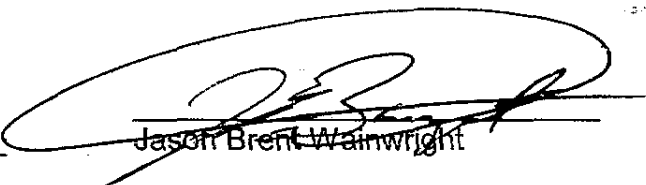
Signed, sealed and delivered
in the presence of:

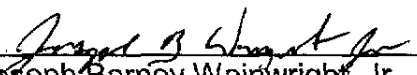

Print Name Emily Grantham


Print Name Linda Roddenberry


Print Name Emily Grantham


Print Name Linda Roddenberry


Jason Brent Wainwright


Joseph Barney Wainwright, Jr.

Print Name Linda Roddenberry

EH
Print Name Emily Grantkem

Linda Roddenberry
Print Name Linda Roddenberry

Donald Wainwright
Donald Wainwright

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statutes, the mentioned Non-Profit Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

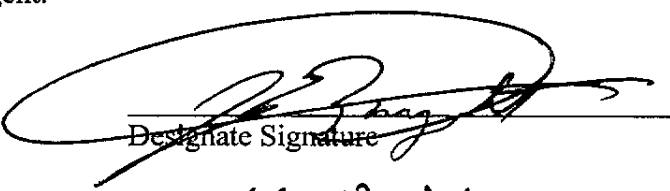
The name of the Non-Profit Corporation is:

DEER LAKE ESTATES OWNERS ASSOCIATION, INC.

The name and street address of the registered agent and office is:

JASON BRENT WAINWRIGHT
10868 129TH ROAD
LIVE OAK, FLORIDA 32060

Having been named as registered agent and to accept service of process for the above Non-Profit Corporation at the place designated in this certificate, 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.


Designate Signature

12-10-04
Date

2005 JAN -5 1:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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