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SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
05 JUN -5 AM 8:25



Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

Daniel P. Saba

June 30, 2005

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

Re: **Andrea's Oaks Owners' Association, Inc.**

Dear Sirs:

Enclosed are an executed original and one copy of the Articles of Incorporation of Andrea's Oaks Owners' Association, Inc., and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating Resident Agent	35.00
Certified Copy	8.75
Total	<u>78.75</u>

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very truly,

Shirley E. Wilkerson
Assistant to Jack Locklin, Jr.

/sew
Enclosures

SECRET FILED
DIVISION OF REVENUE
05 JUN -5 AM 8:26

ARTICLES OF INCORPORATION
OF
ANDREA'S OAKS OWNERS' ASSOCIATION, INC.

ARTICLE I

The name of this non-profit corporation is ANDREA'S OAKS OWNERS' ASSOCIATION, INC.

ARTICLE II

This non-profit corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for construction, repair and maintenance of any and all common properties and facilities located upon the following described real property located in Santa Rosa County, Florida, to-wit:

As per the attached exhibit "A"

and to promote the health, safety and welfare of the residents 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 the Clerk of the Court of Santa Rosa 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 all 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 the total membership, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes provided that such merger or consolidation shall have the assent of two-thirds (2/3) of the total membership;

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

(h) to construct, repair and maintain any additional common facilities which will be acquired by this corporation in the future;

(i) the transaction of any or all lawful business for which corporations may be incorporated; and

(j) to enforce by any proceeding at law or in equity all restrictions, conditions, covenants, reservations, liens and charges imposed by the provisions of the Declaration.

ARTICLE III - QUALIFICATION OF MEMBERS AND THE MANNER OF THEIR ADMISSION

Any persons owning property located within the confines of the property described below, shall be a member of this non-profit corporation, which membership shall be appurtenant to and may not be separated from the ownership of such property, being property in Santa Rosa County, Florida, more particularly described as follows, to-wit:

The parcel described on the face of the Plat of Andrea's Oaks Subdivision recorded in Plat Book ___ at Page ___ of the public records of Santa Rosa County, Florida.

ARTICLE IV - DURATION AND ELECTION OF DIRECTORS

This corporation shall exist for perpetual duration. Directors shall be elected in accordance with the association's by-laws and the Restrictive Covenants applicable to the above described property.

ARTICLE V - AMENDMENT OF ARTICLES OF INCORPORATION

The Amendment of the Articles of Incorporation of this non-profit corporation shall require the approval of the then Owners of sufficient lots in the subdivision to cast at least two-thirds (2/3) of the votes of the Association.

ARTICLE VI - DISSOLUTION

If this non-profit corporation is ever dissolved, its assets shall be dedicated to a public body, or conveyed to a non-profit organization with similar purposes.

ARTICLE VII - SUBSCRIBER

The corporation's principal office shall be located at 5855 Stewart Street Milton, Florida 32570. The name and residence of the corporation's subscriber is as follows: James Hopmeier, 5855 Stewart Street, Milton, Florida 32570.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is at 5855 Stewart Street, Milton, Florida 32570. The name of the initial registered agent of this corporation at that address is James Hopmeier.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This corporation shall have three directors initially. The number of directors may be increased from time to time but shall never be less than three. The names and addresses of the initial directors of this corporation are:

<u>NAME:</u>	<u>ADDRESS:</u>
James Hopmeier	5855 Stewart Street Milton, Florida 32570
Michael Hopmeier	Post Office Box 1626 Eglin AFB, FL 32542
Andrea Hopmeier	5661 Fairview Drive Milton, FL 32570

ARTICLE X – VOTING RIGHTS

The following definitions are given specifically for this Article.

(a) **Owner** – Owner shall mean and refer to the record owner, whether one or more persons, firms, or corporations, of the fee simple title to any Lot which is a part of the property, but excluding those having such interests merely as security for the performance of an obligation; and

(b) **Declarant** – Declarant shall mean and refer to Panhandle Aerospaces, LLC, its successors and assigns, being the entity responsible for the platting and general initial development of the subdivision.

The Association shall have two classes of voting membership:

Class A. Class A shall be all Owners, with the exception of the Declarant, and shall entitled to one (1) vote for each Lot owned. When more than one person holds an interest in a Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

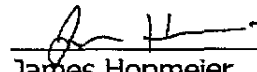
Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership; or
- (b) on December 31, 2008.

ARTICLE XI – FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

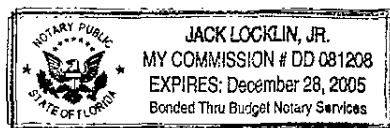
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 13 day of May, 2005.


James Hopmeier

STATE OF FLORIDA
COUNTY OF SANTA ROSA

Before me, the undersigned Notary Public in and for the State of Florida at Large, did personally appear James Hopmeier, who ☒ is personally known to me or () has produced his _____ as identification and who executed the foregoing Articles of Incorporation of Andrea's Oaks Owners' Association, Inc., and being duly sworn under oath, acknowledged that he executed the same for the uses and purposes therein expressed.

Given under by hand and official seal this 13 day of May, 2005.




Notary Public
My Commission Expires:

Exhibit "A"

Parcel 1

Commence at the Northwest corner of the Southeast quarter of the Northeast quarter of Section 31, Township 2 North, Range 28 West, Santa Rosa County, Florida; thence run South 89 degrees 29 minutes 36 seconds East along the monumented North line of said Southeast quarter of the Northeast quarter a distance of 293.04 feet to a 4" square concrete monument (#4882); thence run South 00 degrees 00 minutes 26 seconds West a distance of 237.45 feet to a 4" square concrete monument (#4882); thence run South 89 degrees 20 minutes 55 seconds East a distance of 250.04 feet to a 4" square concrete monument (#4882) on the Westerly Right-of-Way line of Fairview Drive (50' R/W); thence run South 00 degrees 00 minutes 00 seconds West along said Westerly Right-of-Way line a distance of 322.00 feet to a capped metal rod (L.B. #5170) for the Point of Beginning; thence continue South 00 degrees 00 minutes 00 seconds West along said Westerly Right-of-Way line a distance of 80.50 feet to a capped metal rod (L.B. #5170); thence depart said Westerly Right-of-Way line North 89 degrees 59 minutes 54 seconds West a distance of 175.00 feet to a capped metal rod (L.B. #5170); thence run North 00 degrees 00 minutes 00 seconds East a distance of 80.50 feet to a capped metal rod (L.B. #5170); thence run South 89 degrees 59 minutes 54 seconds East a distance of 175.00 feet to the Point of Beginning. Said parcel being in area 0.32 acre, more or less.

Parcel 2

Commence at the Northwest corner of the Southeast quarter of the Northeast quarter of Section 31, Township 2 North, Range 28 West, Santa Rosa County, Florida; thence run South 89 degrees 29 minutes 36 seconds East along the monumented North line of said Southeast quarter of the Northeast quarter a distance of 293.04 feet to a 4" square concrete monument (#4882); thence run South 00 degrees 00 minutes 26 seconds West a distance of 237.45 feet to a 4" square concrete monument (#4882); thence run South 89 degrees 20 minutes 55 seconds East a distance of 250.04 feet to a 4" square concrete monument (#4882) on the Westerly Right-of-Way line of Fairview Drive (50' R/W); thence run South 00 degrees 00 minutes 00 seconds West along said Westerly Right-of-Way line a distance of 473.03 feet to a capped metal rod (L.B. #5170) for the Point of Beginning; thence continue South 00 degrees 00 minutes 00 seconds West along said Westerly Right-of-Way line a distance of 80.50 feet to a 4 inch Square Concrete Monument (L.B. #4882); thence depart said Westerly Right-of-Way line North 89 degrees 59 minutes 54 seconds West a distance of 175.00 feet to a capped metal rod (L.B. #5170); thence run North 00 degrees 00 minutes 00 seconds East a distance of 80.50 feet to a capped metal rod (L.B. #5170); thence run South 89 degrees 59 minutes 54 seconds East a distance of 175.00 feet to the Point of Beginning. Said parcel being in area 0.32 acre, more or less.

Parcel 3

BEGIN AT THE NORTHWEST CORNER OF THE SOUTHEAST QUARTER OF THE NORTHEAST QUARTER OF SECTION 31, TOWNSHIP 2 NORTH, RANGE 28 WEST, SANTA ROSA COUNTY, FLORIDA; THENCE RUN SOUTH 89 DEGREES 29 MINUTES 36 SECONDS EAST ALONG THE MONUMENTED NORTH LINE OF SAID SOUTHEAST QUARTER OF THE NORTHEAST QUARTER A DISTANCE OF 293.04 FEET TO A 4" SQUARE CONCRETE MONUMENT (#4882); THENCE RUN SOUTH 00 DEGREES 00 MINUTES 26 SECONDS WEST A DISTANCE OF 237.45 FEET TO A 4" SQUARE CONCRETE MONUMENT (#4882); THENCE RUN SOUTH 89 DEGREES 20 MINUTES 55 SECONDS EAST A DISTANCE OF 75.04 FEET TO A CAPPED METAL ROD (L.B.#5170); THENCE RUN SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST A DISTANCE OF 404.50 FEET TO A CAPPED METAL ROD (L.B.#5170); THENCE RUN SOUTH 89 DEGREES 59 MINUTES 54 SECONDS EAST A DISTANCE OF 175.00 FEET TO A CAPPED METAL ROD (L.B.#5170) ON THE WESTERLY RIGHT OF WAY LINE OF FAIRVIEW DRIVE (50' R/W); THENCE RUN SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG SAID WESTERLY RIGHT OF WAY LINE A DISTANCE OF 70.53 FEET TO A CAPPED METAL ROD (L.B.#5170); THENCE DEPART SAID WESTERLY RIGHT OF WAY LINE NORTH 89 DEGREES 59 MINUTES 54 SECONDS WEST A DISTANCE OF 175.00 FEET TO A CAPPED METAL ROD (L.B.#5170); THENCE RUN SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST A DISTANCE OF 80.50 FEET TO A CAPPED METAL ROD (L.B.#5170); THENCE RUN NORTH 89 DEGREES 59 MINUTES 54 SECONDS WEST A DISTANCE OF 372.36 FEET TO A CAPPED METAL ROD (#3407); THENCE RUN NORTH 00 DEGREES 18 MINUTES 44 SECONDS EAST A DISTANCE OF 796.31 FEET TO THE POINT OF BEGINNING. SAID PARCEL BEING IN AREA 6.63 ACRES, MORE OR LESS.

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

ANDREA'S OAKS OWNERS ASSOCIATION, INC., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 5855 Stewart Street, Milton, Santa Rosa County, Florida, has named James Hopmeier of 5855 Stewart Street, Milton, Santa Rosa County, Florida, as agent to accept service of process within the State.

Dated this 13 day of May, 2005.

ANDREA'S OAKS OWNERS' ASSOCIATION, INC.

By: 
James Hopmeier

ACCEPTANCE

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.


James Hopmeier

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
05 JUN -5 AM 8:26