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GRAYROBINSON

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January 30, 2006

E-MAIL ADDRESS mwilkinson@gray-robinson.com

VIA HAND DELIVERY

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Stone Island — Willow Creek Homeowner's Association, Inc.

Dear Madam or Sir:

Enclosed for filing is an original and one (1) copy of the Articles of Incorporation of Stone Island — Willow Creek Homeowners Association, Inc. Please file these Articles and issue a Certified Copy and a Certificate of Status. A check in the amount of \$87.50 is enclosed. Upon receipt of this request, please date-stamp the copy of this letter attached, and call me when the certified copy and certificate of status are ready for pick—up.

Thank you for your assistance in this matter.

Sincerely, Vaci To Lewis-Welknen

Mari-Jo Lewis-Wilkinson

Paralegal

Enclosures

ARTICLES OF INCORPORATION

OF

STONE ISLAND - WILLOW CREEK HOMEOWNER'S ASSOCIATION, INC. a not for profit corporation

The undersigned subscribers, all of whom are above the age of 18 years and competent to contract, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes, and do have by agree and certify as follows:

ARTICLE I - NAME

The name of this Association shall be **STONE ISLAND** - **WILLOW CREEK HOMEOWNER'S ASSOCIATION, INC.** (the "Corporation" or "Association").

ARTICLE II - PURPOSE

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance and preservation of the Lots and Conservation Easement Area of the community known as Stone Island - Willow Creek subdivision (the "Subdivision"), to be established by John C. Gray, Jr. (hereinafter called "Developer" or "Declarant") upon the following described real property, situate, lying and being in Volusia County, Florida:

see Exhibit "A" attached hereto and made a part hereof,

and to undertake the performance of the acts and duties incident to the administration of the operation and maintenance of said Conservation Easement Area and in accordance with the terms, provisions, conditions and authorizations contained in these Articles and which may be contained in the Declaration of Covenants, Conditions and Restrictions of Stone Island - Willow Creek (the "Declaration"), which will be recorded in the Public Records of Volusia County, Florida; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Conservation Easement Area. The Association shall be conducted as a non-profit organization for the benefit of its members.

ARTICLE III - POWERS

The Association shall have the following powers:

- A. All of the powers and privileges granted to corporations not for profit under the law pursuant to which this Association is chartered, and all of the powers and privileges which may be granted unto said Association or exercised by it under any other applicable laws of the State of Florida.
- B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, but not limited to, the following:
- 1. To make and establish reasonable rules and regulations governing the use of the Lots and Conservation Easement Area in accordance with the terms as may be defined in the Declaration. The Permit issued by St. Johns River Water Management District and all of its conditions, shall be attached as an exhibit to the rules and regulations of the Association.

- 2. To levy and collect assessments against members of the Association to defray the common expenses of the maintenance and operation of the Conservation Easement Area as may be provided in the Declaration and in the Bylaws of this Association which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing, maintaining and otherwise trading and dealing with such property, whether real or personal, which may be necessary or convenient in the operation and maintenance of the Conservation Easement Area and in accomplishing the purposes set forth in the Declaration.
- 3. To maintain, repair, replace, operate and manage the Conservation Easement Area of this Subdivision and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvement of said property.
- 4. To enforce the provisions of the Declaration and these Articles, the Bylaws of the Association which may be hereafter adopted, and the rules and regulations governing the use of the Conservation Easement Area as the same may be hereafter established.
- 5. To now or hereafter acquire and enter into leases and agreements of every nature, whereby the Association acquires leaseholds, memberships and other possessory or use interests in land or facilities, including recreational facilities, whether or not contiguous to lands of this Subdivision, to provide enjoyment, recreation, or other use of benefit to the owners of the property within this Subdivision, all as may be deemed by the Board of Directors to be in the best interests of the Association.
- 6. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration.
- 7. To 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.
- 8. To borrow money, and with the assent of the representatives of two-thirds (2/3rds) 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.
- 9. To dedicate, sell or transfer all or any part of the Conservation Easement 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, sale or transfer shall be effective unless an instrument has been signed by the representatives of two-thirds (2/3rds) of each class of Members, agreeing to such dedication, sale or transfer.
 - 10. To sue and be sued in a court of law.
- 11. To 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.
- 12. To 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. 4-128-86272-1 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 storm water 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 storm water management system.

<u>ARTICLE IV - MEMBERS</u>

The qualification of the members, the manner of their admission to membership, termination of such membership, and voting by members shall be as follows:

- A. The Declarant and the owners of all Lots in the Subdivision shall be members of the Association, and no other persons or entities shall be entitled to membership. Membership is appurtenant to, and inseparable from, ownership of a Lot.
- B. Membership shall be established by the acquisition of fee title to a Lot in the Subdivision or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise, and the membership of a party shall be automatically terminated upon his or her being divested of all title to or his or her entire fee ownership interest in any Lot, except that nothing herein contained shall be construed as terminating the membership of any party who may own two or more Lots, so long as such party shall retain title to or a fee ownership interest in any Lot.
- C. The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his or her Lot. The funds and assets of the Association shall belong solely to the Association, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein in the Declaration and in the Bylaws.
 - D. The Association shall have two classes of voting membership:
- 1. CLASS A. Class A members shall be all Lot owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any 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.
- 2. <u>CLASS B.</u> Class B member shall be the Declarant, who shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership ("Turnover") on the happening of any of the following events, whichever occurs earlier:
- (i) Three (3) months after 90% of the Lots have been conveyed to an Owner; or
 - (iii) January 1, 2012.

ARTICLE V - TERM

Existence of the Association shall commence with the filing of these Articles with the Florida Secretary of State. The Association shall exist in perpetuity. 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 systems must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code ("F.A.C."), and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. Any other assets will be dedicated to a public body, or conveyed to a non-profit organization of similar purposes.

ARTICLE VI - PRINCIPAL OFFICE

The principal office of the Association shall be located initially at 86 Spring Vista Drive, Suite 200, DeBary, Florida 32713, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Association shall be located at 86 Spring Vista Drive, Suite 200, DeBary, Florida 32713, and the initial registered agent of the Association shall be John C. Gray, Jr. The Association may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles. The registered agent for the Association shall maintain copies of all permits issued by St. Johns River Water Management District for the benefit of the Association, so long as such copies are provided to the registered agent by the Association.

ARTICLE VIII - DIRECTORS

The affairs of the Association shall be managed by the Board of Directors. The number of members of the first Board of Directors of the Association shall be one (1). The number of members of succeeding boards of directors shall be three (3) except as changed from time to time by the Bylaws of the Association. The members of the Board of Directors shall be elected as provided by the Bylaws of the Association, which provide for election of directors at the annual meeting to be held on the second Tuesday of January of each year. The first annual meeting shall be held on or before January 31, 2004. The Board of Directors shall be members of the Association or shall be authorized representatives, officers or employees of a corporate member of this Association.

Any vacancies in the Board of Directors occurring before the first election will be filled by the remaining directors.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Name:

Address:

John C. Gray, Jr.

86 Spring Vista Drive, Suite 200 DeBary, Florida 32713

ARTICLE IX - OFFICERS

The Board of Directors shall elect a President, Vice President and Secretary/Treasurer and as many additional Vice Presidents and Assistant Secretary/Treasurers as the Board shall determine. The President shall be elected from among the membership of the Board of Directors but no other officer needs to be a director. The same person may hold two offices, the duties of which are not incompatible.

The affairs of the Association shall be administered by the officers designated in the Bylaws of this Association. Said officers will be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and, with the approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of the Conservation Easement Area and the affairs of the Association, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or a Director of the Association.

The names and addresses of the officers who will serve until their successors are designated are as follows:

Name:

Address:

President/Vice President:

John C. Gray, Jr.

86 Spring Vista Drive, Suite 200

DeBary, Florida 32713

Secretary/Treasurer:

John C. Gray, Jr.

86 Spring Vista Drive, Suite 200

DeBary, Florida 32713

ARTICLE X - SUBSCRIBER

The subscriber to these Articles of Incorporation are:

Name:

Address:

John C. Gray, Jr.

86 Spring Vista Drive, Suite 200

DeBary, Florida 32713

ARTICLE XI - BYLAWS

The original Bylaws of the Association shall be adopted by the Board of Directors and thereafter, such Bylaws may be altered or rescinded by the Board in such manner as said Bylaws may provide.

ARTICLE XII - INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties. Provided, however, that in the event of any claim for reimbursement of indemnification hereunder based upon a settlement by the director of officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIII - DISSOLUTION

The Association shall exist in perpetuity; provided, however, if the Association is dissolved, the assets and property of the Association, including the surface water management system, shall be conveyed to an appropriate agency of local government. In the event that such conveyance or dedication is refused, the assets and property of the Association, including the surface water management system, shall be conveyed or dedicated to a similar nonprofit corporation, association or other organization to be devoted to such similar purposes. In any event, the Association may only be dissolved with the assent given in writing and signed by not less than the representatives of two-thirds (2/3rds) of each class of Members.

ARTICLE XIV - COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

This Association shall commence corporate existence on the date of filing these Articles with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE XV - AMENDMENTS

This Association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, provided that it is approved by two thirds (2/3rds) of each class of Members.

As long as there is a Class B member, the following shall require approval of either HUD, FHA or VA, mortgaging of Conservation Easement Area, merger, consolidations or dissolution of the Association or amendment of these Articles of Incorporation, other than amendments to correct ambiguities or scriveners errors.

ARTICLE XVI - DEFINITIONS

Capitalized terms contained herein shall have the definitions and meanings set forth in the Declaration.

IN WITNESS WHEREOF, the undersigned do hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hand and seal this day of January 2006.

John C. Grav. Jr.

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 25 day of January 2006, by John C. Gray, Jr., who is personally known to me, or who produced W/k

as identification.

Notary Public State of Florida

Dorothy E Grenier

My Commission DD471720

Expires 09/13/2009

[Affix Notary Seal]

Notary Public Signature My commission expires:

Print Notary Public Name

\30661\20 - # 392251 v2

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

STONE ISLAND - WILLOW CREEK HOMEOWNER'S ASSOCIATION, INC. desiring to organize as a corporation under the laws of the State of Florida with its registered office and principal place of business at 86 Spring Vista Drive, Suite 200, DeBary, Florida 32713, has named and designated John C. Gray, Jr. as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above named Association, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 25 day of fanuary, 2006.

John C. Gray, Jr., Registered Agent

\30661\20 - # 392251 v2

EXHIBIT "A"

Legal Description

WILLOW CREEK, STONE ISLAND . ENTERPRISE, FLORIDA

POVERALL)

A position of land lying in Section 9, Township 19 South, Range 31 East, Volumes County, Florida, said portion being a part of a certain parcel 9 that tis described in O.R. Book 4462, Page 732, and O.R. Book 4674, Page 706, Public Records of Volusia County, Floride. Said portion of land being more particularly described as follows: Commencing at the Southwest corner of maid Section 9, thence run N 89.25'42" E Salong the South line of said Section 9 along the South line of said Section 9, a distance of 1632.24 feet to the Point of Baginning. Thence run N 14044'42" E highestance of 193.35 feet; thence run S 51002'45" E a distance of 19.41 feet; thence run N 38057'15" E a distance of 165.05 feet; thence run N 51002'45" W a histance of 130.00 feet; thence run N 5102'45" W a distance of 250.00 feet; thence run S 38057'15" W a distance of 125.00 feet; thence run N 51002'45" W a distance of 125.00 feet; thence run N 51002'45" W a distance of 125.00 feet; thence run N 51002'45" W a distance of 125.00 feet; thence run N 51002'45" W a distance of 125.00 feet; thence run N 51002'45" W a , 125,00 feet; thence run N 51002'45" W a distance of 130.00 feet; thence run N 20240'22" E a distance of 62.61 feet; thance run 8 50°52'38" E a distance of 159.88 feet; thence run N 38°57'15" E a distance of 940.45 feet; thence run S 25°50'25" E à distance of 164.46 feet; thence run S 25°50'25" E à distance of 164.46 feet; 522.96 feet; thence run'S' 36939'41" E a distance of 309.70 feet; thence run S ... 49033'46" E'a distance of 720.20 feet; thence run S 28010'34" E a distance of 197:87 feet: thenoc run S 08°50'31" E a distance of 461.00 feet; thence run S 89025'42" Wa distance of 1006.97 feet to the Point of Beginning. Parcel pontains 35.21 Acres more or less. Baing aubject to any Easements of Record.

Figure

LEGAL DESCRIPTION

PARCEL "A" (Written)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County, Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail, also being the Point of Beginning; run thence N 38°57'15" E a distance of 940.45 feet; thence run S 26°50'25" E a distance of 164.46 feet; thence run S 38°57'15" W a distance of 873.02 feet to the aforesaid Northerly Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 3:12 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "B" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 150.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 873.02 feet; thence run S 20°25'10" E a distance of 174.32 feet; thence run S 38°57'15" W a distance of 784.22 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 2.85 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "C" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 300.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 784.22 feet; thence run S 20°25'10" E a distance of 174.32 feet; thence run S 38°57'15" W a distance of 695.41 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 2.54 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "D" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 450.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 695.41 feet; thence run S 20°25'10" E a distance of 174.32 feet; thence run S 38°57'15" W a distance of 606.61 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 2.24 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "E" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 600.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 606.61 feet; thence run S 36°39'41" E a distance of 154.85 feet; thence run S 38°57'15" W a distance of 568.14 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 2.02 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "F" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 750.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 568.14 feet; thence run S 36°39'41" E a distance of 154.85 feet; thence run S 38°57'15" W a distance of 529.67 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 1.89 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "G" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 900.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 529.67 feet; thence run S 49°33'46" E a distance of 150.05 feet; thence run S 38°57'15" W a distance of 525.79 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 1.81 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "H" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 1050.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 525.79 feet; thence run S 49°33'46" E a distance of 150.05 feet; thence run S 38°57'15" W a distance of 521.90 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 1.80 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "I" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 1200.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 521.90 feet; thence run S 49°33'46" E a distance of 150.05 feet; thence run S 38°57'15" W a distance of 518.02 feet to a point on the aforesaid Right-of-Way of Willow Trail; thence run N 51°02'45" W along said Right-of-Way a distance of 150.00 feet to the Point of Beginning. Parcel contains 1.79 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "J" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; thence run S 51°02'45" E along said Right-of-Way a distance of 1350.00 feet to the Point of Beginning; run thence N 38°57'15" E a distance of 518.02 feet; thence run S 49°33'46" E a distance of 150.05 feet; thence run S 38°57'15" W a distance of 518.27 feet to a point on the aforesaid Right-of-Way of Willow Trail, also being a point on a curve, concave to the Southwest, having a radius of 175.0 feet, a delta of 12°35'44", thence run Northwesterly along said curve and Right-of-Way an arc distance of 38.47 feet to the Point of Tangency; thence run N 51°02'45" W a distance of 111.83 feet to the Point of Beginning. Parcel contains 1.77 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "K" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; run thence S 51°02'45" E along said Right-of-Way a distance of 1461.83 feet to a point of curve, concave to the Southwest, having a radius of 175.00 feet, a delta of 12°35'44", thence run Southeasterly along said curve an arc distance of 38.47 feet to the Point of Beginning; thence run N 38°57'15" E a distance of 518.27 feet; thence run S 49°33'46" E a distance of 120.00 feet; thence run S 28°10'34" E a distance of 197.87 feet; thence run S 64°41'16" W a distance of 526.48 feet to a point on the aforesaid Right-of-Way of Willow Trail, also being a point on a curve, concave to the Southwest, having a radius of 175.00 feet, a delta of 27°06'05", thence run Northwesterly along said curve an arc distance of 82.78 feet to the Point of Beginning. Parcel contains 2.38 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "L" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence N 30°47'41" E a distance of 50.51 feet to a point on the Northerly Right-of-Way of said Willow Trail; run thence S 51°02'45" E along said Right-of-Way a distance of 1461.83 feet to a point of curve, concave to the Southwest, having a radius of 175.00 feet, a delta of 39°41'49", thence run Southeasterly along said curve an arc distance of 121.25 feet to the Point of Beginning; thence run N 64°41'16" E a distance of 526.48 feet; thence run S 08°50'31" E a distance of 260.00 feet; thence run S 81°12'10" W a distance of 537.72 feet to a point on the aforesaid Right-of-Way of Willow Trail, also being a point on a curve, concave to the Northwest, having a radius of 175.00 feet, a delta of 38°23'57", thence run Northwesterly along said curve an arc distance of 117.28 feet to the Point of Beginning. Parcel contains 2.17 Acres more or less. Being subject to any Easement of Record.

LEGAL DESCRIPTION

PARCEL "M" (WRITTEN)

That certain parcel of land lying in Section 9, Township 19 South, Range 31 East, Volusia County, Florida, being more particularly described as follows: Commencing at the Southwest corner of said Section 9, run thence N89°25'42"E along the south line thereof a distance of 880.15 feet; thence N00°34'18"W a distance of 1225.23 feet to a point on the southerly right of way line of Willow Trail; thence N30°47'41"E a distance of 50.51 feet to a point on the northerly right of way line of Willow Trail; thence S51°02'45"E along said right of way line a distance of 1461.84 feet to the point of curvature of a curve concave to the southwest, having a central angle of 78°05'46" and a radius of 175.00 feet; thence run southeasterly along the arc of said curve a distance of 238.53 feet to the Point of Beginning; thence N81°12'10"E a distance of 537.72 feet; thence S08°50'31"E a distance of 201.00 feet to the south line of said Section 9; thence S89°25'42"W along said south line a distance of 584.70 feet to the easterly right of way line of Willow Trail; thence N00°34'18"W along said easterly right of way line a distance of 78.47 feet to the point of curvature of a curve concave to the southeast, having a central angle of 39°42'41" and a radius of 25.00 feet; thence run northeasterly along the arc of said curve a distance of 17.33 feet to the point of reverse curvature of a curve concave to the northwest, having a central angle of 10°45'22" and a radius of 175.00 feet; thence run northeasterly along the arc of said curve a distance of 32.85 feet to the Point of Beginning; said parcel containing 2.08 acres, more or less.

Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "N" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, also being the Point of Beginning; run thence S 51°02'45" E along said Southerly Right-of-Way a distance of 455.00 feet; thence run S 38°57'15" W a distance of 125.00 feet; thence run N 51°02'45" W a distance of 455.00 feet; thence run N 38°57'15" E a distance of 125.00 feet to the Point of Beginning. Parcel contains 1.30 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "O" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail, run thence S 51°02'45" E along said Right-of-Way a distance of 455.00 feet to the Point of Beginning. Thence continue S 51°02'45" E along said Right-of-Way a distance of 455.00 feet; thence run S 38°57'15" W a distance of 125.00 feet; thence run N 51°02'45" W a distance of 455.00 feet; thence run N 38°57'15" E a distance of 125.00 feet to the Point of Beginning. Parcel contains 1.30 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "P" (WRITTEN)

That certain property lying in Section 9, Township 19 South, Range 31 East, Volusia County Florida, being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point on the Southerly Right-of-Way of Willow Trail; run thence S 51°02'45" E along said Right-of-Way a distance of 1170.00 feet to the Point of Beginning. Thence continue S 51°02'45" E along said Right-of-Way a distance of 285.00 feet to a point of curve, concave to the Southwest having a radius of 125.00 feet, a delta of 61°02'46", run thence Southeasterly along said curve and Right-of-Way an arc distance of 133.18 feet to a point of compound curve concave to the Northwest having a radius of 25.00 feet, a delta of 72°04'47", run thence Southwesterly along said curve and Right-of-Way an arc distance of 31.45 feet to a point of reverse curve concave to the Southeast, having a radius of 40.00 feet, a delta of 67°06'28", run thence Southwesterly along said curve and Right-of-Way an arc distance of 46.85 feet; run thence N 75°01'37" W and departing said curve and Right-of-Way a distance of 277.33 feet; run thence N 38°57'15" E a distance of 125.00 feet; run thence N 51°02'45" W a distance of 130.00 feet; run thence N 38°57'15" E a distance of 125.00 feet to the Point of Beginning. Parcel contains 1.47 Acres more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

PARCEL "Q" (WRITTEN)

That certain parcel of land lying in Section 9, Township 19 South, Range 31 East, Volusia County, Florida, being more particularly described as follows: Commencing at the Southwest corner of said Section 9, run thence N89°25'42"E along the south line thereof a distance of 1632.24 feet to the **Point of Beginning**; thence N14°44'42"E a distance of 193.36 feet; thence S51°02'45"E a distance of 19.41 feet; thence N38°57'15"E a distance of 40.06 feet; thence S75°01'37"W a distance of 277.33 feet to a point on the westerly right of way line of Willow Trail, said point being on a curve concave to the east, having a central angle of 55°15'20" and a radius of 40.00 feet; thence run southeasterly along the arc of said curve a distance of 38.57 feet to the point of reverse curvature of a curve concave to the west, having a central angle of 39°42'53" and a radius of 25.00 feet; thence run southeasterly along the arc of said curve a distance of 17.33 feet to the point of tangency thereof; thence S00°34'18"E a distance of 78.47 feet to the south line of said Section 9; thence S89°25'42"W along said south line a distance of 372.27 feet to the Point of Beginning; said parcel containing 1.34 acres, more or less. Being subject to any Easements of Record.

LEGAL DESCRIPTION

WILLOW TRAIL (WRITTEN)

A parcel of land known as "Willow Trail" a 50.00 foot wide road easement lying in Section 9, Township 19 South, Range 31 East, Volusia County, Florida being more particularly described as follows:

Commencing at the Southwest corner of said Section 9, run thence N 89°25'42" E along the South line of said Section 9, a distance of 880.15 feet; run thence N 00°34'18" W a distance of 1225.23 feet to a point lying on the Southerly Right-of-Way of said "Willow Trail" being the Point of Beginning. Run thence N 51°02'45" W along said Southerly Right-of-Way a distance of 130.00 feet to its point of intersection with the Easterly Right-of-Way of "Stone Island Road"; run thence N 02°40'22" E along the Westerly Right-of-Way of "Willow Trail" also being said Easterly Right-of-Way of "Stone Island Road" a distance of 62.61 feet to a point on the Northerly Right-of-Way of said "Willow Trail"; run thence S 50°52'38" E along said Northerly Right-of-Way a distance of 159.88 feet: run thence S 51°02'45" E. along said Northerly Rightof-Way a distance of 1461.84 feet to a point of curve, being concave to the Southwest, having a radius of 175.00 feet, a delta of 88°25'24", a chord bearing of S 06°56'42" E and a chord distance of 244.06 feet, run thence Southeasterly along said curve and Right-of-Way an arc distance of 270.07 feet to a point of compound curve, said curve being on the Right-of-Way of a cul de sac having a radius of 40.00 feet, a delta of 224°48'51", a chord bearing of N 30°19'35" W and a chord distance of 73.96 feet; run thence Southwesterly, Northwesterly and Northeasterly along said curve and cul de sac an arc distance of 156.95 feet to a point of reverse curve, being concave to the Northwest, having a radius of 25.00 feet, a delta of 72°04'47", a chord bearing of N 46°02'27" E and a chord distance of 29.42 feet, run thence along said curve lying on the Southerly Right-of-Way of said "Willow Trail" an arc distance of 31.45 feet to a point of compound curve, being concave to the Southwest having a radius of 125.00 feet, a delta of 61°02'45", a chord bearing of N 20°31'22" W and a chord distance of 126.97 feet, run thence Northwesterly along said curve and Southerly Right-of-Way an arc distance of 133.18 feet to a Point of Tangency; run thence N 51°02'45" W along the Southerly Right-of-Way of said "Willow Trail" a distance of 1455.00 feet to the Point of Beginning. Parcel contains 2.18 Acres more or less. Being subject to any Easement of Record.

LEGAL DESCRIPTION

WILLOW TRAIL EXTENSION (written)

That certain parcel of land lying in Section 9, Township 19 South, Range 31 East, Volusia County, Florida, being more particularly described as follows: Commencing at the Southwest corner of said Section 9, run thence N89°25'42"E along the south line thereof a distance of 2004.51 feet to the **Point of Beginning**; thence N00°34'18"W a distance of 78.47 feet to the point of curvature of a curve concave southwesterly, having a central angle of 39°42'53" and a radius of 25.00 feet; thence run northwesterly along the arc of said curve a distance of 17.33 feet to the point of tangency thereof, said point being on a curve concave to the north, having a central angle of 100°35'26" and a radius of 40.00 feet; thence run easterly along the arc of said curve a distance of 70.22 feet to the point of curvature of a curve concave southeasterly, having a central angle of 39°42'41" and a radius of 25.00 feet; thence run southwesterly along the arc of said curve a distance of 17.33 feet to the point of tangency thereof; thence \$00°34'18"E a distance of 78.47 feet to the aforesaid south line of Section 9; thence \$89°25'42"W along said south line a distance of 50.00 feet to the Point of Beginning; said parcel containing 0.10 acres, more or less. Being subject to any Easement of Record.

ARTICLES OF INCORPORATION OF MEREDITH KUFERT, P.A.

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The Name of the corporation shall be **MEREDITH KUFERT, P.A.**, whose principal office shall be located at 5527 Denargo Drive, Tallahassee, Florida 32303.

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The duration of the corporation shall be perpetual.

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The purpose for which the corporation is organized is for the sale of real estate any and all legal purposes under the laws of the United States and under the laws of the State of Florida.

IV

The corporation shall consist of 100 authorized shares of stock with a par value of \$1.00.

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The number of directors that the corporation shall have shall be one (1) but may be such greater number as may be elected by the shareholders from time in accordance with the Bylaws of the corporation. Unless otherwise provided in the Bylaws, the corporation shall have one (1) director.

1 of 4

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The initial board of director shall be one in number. His name and address are as follows:

Meredith Kufert

5527 Denargo Drive Tallahassee, Florida 32303

VII

The manner of election of directors is referred to in the Bylaws.

VIII

The name and address of the incorporator is Susan S. Thompson, 3520 Thomasville Road, 4th Floor, Tallahassee, Florida 32309.

ΙX

The name of the initial registered agent of the corporation is Susan S. Thompson, 3520 Thomasville Road, 4th Floor, Tallahassee, Florida 32309.

X

The address of the principal office of this corporation is 5527 Denargo Drive, Tallahassee, Florida 32303.

ΧI

This corporation reserves the right to amend, alter, change or repeal any provisions contained in its Articles of Incorporation, in the manner now or hereafter prescribed by

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statute, and all rights conferred upon shareholders herein are granted subject to this reservation.

SUSAN S. THOMPSON

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First—that **MEREDITH KUFERT**, **P.A.** desiring to organize under the laws of the State of Florida with its principal office indicated in the articles of incorporation in the City of Tallahassee, County of Leon, State of Florida, has named Susan S. Thompson, 3520 Thomasville Road, 4th Floor, Tallahassee, Florida 32309 as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to being available at said location.

SUSAN S. THOMPSON

