

No7 00000 1502

(Requestor's Name)

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☐ PICK-UP ☐ WAIT ☐ MAIL

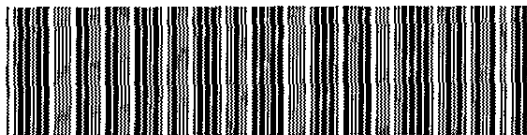
(Business Entity Name)

(Document Number)

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DEPT. OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Hampton FEB 12 2007

Owen Goodwyn
Requester's Name
217 S. Adams St.
Address
Tallahassee, FL 32301 224-5169
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Wolf Creek Homeowners' Association
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☒ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Examiner's Initials

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07 FEB 12 PM 2:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WOLF CREEK HOMEOWNERS' ASSOCIATION, INC.
JEFFERSON COUNTY

The undersigned, by these Articles, hereby form this not-for-profit corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I
NAME

The name of the corporation shall be WOLF CREEK HOMEOWNERS' ASSOCIATION, INC. For convenience, the Corporation shall be referred to in this instrument as "the Association."

ARTICLE II
PURPOSES AND POWERS

The Association does not contemplate pecuniary gain or profit to the members. The specific purpose for which it is formed is providing the operation, maintenance, preservation and architectural control of the homes, lots, streets and Common Areas within Wolf Creek Subdivision in Jefferson County, Florida, and to promote the health, safety and welfare of the lot owners and guests and invitees. In order to effectuate these purposes, the Association shall have the power to exercise all powers and privileges and to perform all duties and obligations of the Association as set forth by Chapter 617, Florida Statutes, which powers and privileges include but are not limited to the following:

1. to fix, levy, collect and enforce payment by any lawful means all appropriate charges or assessments;
2. to pay all expenses incident to the conduct of the business of the Association, including all licenses, taxes and governmental charges levied or imposed against the Common Areas;
3. 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 the Common Areas on behalf of the membership of the Association;
4. to borrow money and mortgage, pledge or hypothecate any or all of the Common Areas as security for money borrowed or debts incurred;
5. to participate in mergers and consolidations with other non-profit corporations organized for the same purposes;

6. to have and to exercise any and all powers, rights and privileges which a corporation organized under the Florida Not-for-Profit Corporation Law may now or hereafter have or exercise.

ARTICLE III MEMBERSHIP AND VOTING

A. Membership. Each person or entity who is a record owner of a Wolf Creek Subdivision lot shall be a member of the Association. The foregoing does not include persons or entities who hold an interest merely as security for the performance of an obligation. Change of membership in the Association shall be established by recording in the Public Records of Jefferson County, Florida, a deed or other instrument establishing a record title to a lot in a transferee and the delivery to the Association of a certified copy of such instrument. Upon such delivery the transferee designated by such instrument shall become a member of the Association and the membership of the transferor shall be terminated.

B. Appurtenance to Lot. The share of a member in the funds and assets of the Association shall not be assigned, hypothecated or transferred in any manner except as an appurtenance to his/her lot.

C. Voting Rights. Each lot shall be entitled to one vote at every duly called meeting of the members of the Association, including one vote in electing directors to serve on the Board of Directors of the Association. Developer shall have those number of votes as lots owned by Developer. No Owner shall be entitled to vote unless such Owner has fully paid all assessments as provided in the By-Laws.

ARTICLE IV BOARD OF DIRECTORS

A. Membership of Board. Until such time as twenty (20) lots available to be developed and sold in the subdivision are sold and not owned by Developer, or three (3) years from the date these Articles of Incorporation are filed with the State of Florida, whichever date comes first, the Board of Directors of the Homeowners' Association shall consist of three (3) members, two (2) of which shall be chosen by Developer and one chosen by the Owners other than Developer. Developer may place himself/herself or any other representative he/she chooses on the Board during this period. The purpose of Developer's control of the subdivision for an initial term is to ensure that the subdivision is continually developed consisted with the Covenants and Restrictions.

B. First Board of Directors. The names and addresses of the persons who shall act in the capacity of Directors until the initial Association meeting are:

NAME	ADDRESS
James W. MacFarland	2507 Callaway Road #101 Tallahassee, FL 32303
Karen K. MacFarland	2507 Callaway Road #101 Tallahassee, FL 32303
Van Ness Butler, Jr.	34 Banfill Road Santa Rosa Beach, FL 32459

C. Initial Meeting to Elect Director – Upon the sale of six (6) lots in the subdivision, or no later than one (1) year following the date the Articles of Incorporation of the Association are filed with the State of Florida, whichever date comes first, Developer shall send notice of a meeting of the Association for the purpose of electing the one director to be chosen by members other than Developer, who shall be disqualified from voting.

ARTICLE V OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws. The officers shall be elected by the Board at the first Board meeting following the annual meeting. Officers shall serve at the pleasure of the Board. The names and addresses of the officers who shall serve until their successors are designated by the Board are as follows:

James W. MacFarland. 2507 Callaway Road # 101 Tallahassee, FL 32303	President
Van Ness Butler, Jr. 34 Banfill Road Santa Rosa Beach, FL 32459	Vice President/Treasurer
Karen K. MacFarland 2507 Callaway Road #101 Tallahassee, FL 32303	Secretary

ARTICLE VI INDEMNIFICATION

The Association shall indemnify any person who was or is a party to any proceeding (other than an action by, or in the right of, the Association) by reason of the fact that Indemnatee is or was a director, officer, employee or agent (each, an "Indemnatee") of the Association, against liability incurred in connection with such proceeding, including any appeal thereof, if Indemnatee acted in good faith and in a manner Indemnatee reasonably believed to be in, or not opposed to, the best interests of the Association and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The termination of any proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which Indemnatee reasonably believed to be in, or not opposed to, the best interests of the Association or, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

ARTICLE VII BY-LAWS

The first Bylaws of the Association shall be adopted by the Board and may be thereafter altered, amended or rescinded in the manner provided in such By-Laws.

ARTICLE VIII AMENDMENTS

Amendments to the Articles of Incorporation may be considered at any regular or special meeting of the Board of Directors and may be adopted by the concurrence of two Board members with or without notice of the subject matter of a proposed amendment and of the meeting at which a proposed amendment is to be considered.

ARTICLE IX TERM

The term of the Association shall be perpetual.

ARTICLE X DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by two of the three Board of Directors. 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 purposes similar to those for which the Association was created. In the event that such dedication shall be refused acceptance, such assets shall be granted, conveyed and assigned to any Florida profit or Florida non-profit corporation to be devoted to such similar purposes.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is:

James W. MacFarland
2507 Callaway Road #101
Tallahassee, FL 32303

ARTICLE XII
MISCELLANEOUS

- A. Stock. The Association shall issue no shares of stock of any kind or nature whatsoever.
- B. Severability. Invalidation of any one or more of the provisions hereof shall in no way affect any other provisions, which shall remain in full force and effect.
- C. Principal Office; Registered Office and Registered Agent. The initial principal office and registered office shall be 2507 Callaway Road #101, Tallahassee, FL 32303. The initial registered agent shall be Owen Goodwyne whose address is 1924 Temple Drive, Tallahassee, Florida 32303.

IN WITNESS WHEREOF, the incorporator has affixed his signature this 7 day of February, 2007.

Witnesses:

Trish Thompson
Signature of Witness

Trish Thompson
Typed/printed Name of Witness

Angela Bennett
Signature of Witness

Angela Bennett
Typed/printed Name of Witness

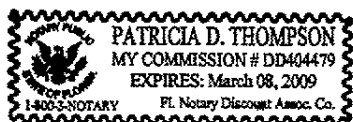
James W. MacFarland
JAMES MacFARLAND, Incorporator
2507 Callaway Road #101
Tallahassee, FL 32303

STATE OF FLORIDA)
COUNTY OF LEON)

BEFORE ME, the undersigned authority, a notary public, authorized to administer oaths in the State of Florida, personally appeared JAMES W. MacFARLAND, who is personally known to me to be the individual described herein, or () provided identification in the form of Florida driver's license # _____ and he did not take an oath.

SWORN and subscribed to before me this 7th day of February, 2007

(NOTARY SEAL)



[Signature]
NOTARY PUBLIC
Patricia D. Thompson
Typed/Printed Name of Notary
Commission No. _____
My commission expires: _____

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for the above-named corporation at the place designated in these Articles, I hereby agree to act in such capacity and agree to comply with the provisions of all applicable statutes concerning the proper and complete performance of my duties.

[Signature: Owen Goodwyne]
OWEN GOODWYNE, Registered Agent
DATE: Feb. 7, 2007

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