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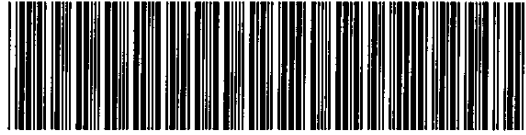
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR -4 AM 11:50

APPROVED
AND
FILED

B. McKnight APR 05 2007



JOSEPH E. SEAGLE, P.A.
ATTORNEYS AT LAW

April 3, 2007

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301
(850) 245-6052

RE: Vintage Oaks Homeowners' Association, Inc.

Gentlemen:

Enclosed are Articles of Incorporation with one conformed copy regarding the above-referenced company. We also enclose our check in the amount of \$78.75 for your filing fees.

Please file these documents at your earliest convenience and return an acknowledgment to our office.

If there are any questions or problems, please do not hesitate in contacting us. Until then, I remain,

Cordially Yours,

JOSEPH E. SEAGLE, P.A.

Joseph E Seagle
For the Firm

Enclosures

JOSEPH E. SEAGLE*

Admitted in the District of
Columbia, North Carolina,
South Carolina, & Florida

501 EAST SOUTH STREET SUITE B

ORLANDO, FL 32801

PHONE: 407.770.0100

FAX: 407.770.0200

WWW.SEAGLELAW.COM

REAL ESTATE, TITLE INSURANCE, & BUSINESS LAW

APPROVED
AND
FILED

07 APR -4, AM 11:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
VINTAGE OAKS HOMEOWNERS' ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of age, have this day voluntarily associated themselves together for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I.

NAME OF CORPORATION

The name of the corporation is VINTAGE OAKS HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II.

PRINCIPAL OFFICE

The principal office of the Association is located at 635 N. Hyer Avenue, Orlando, Florida 32803.

ARTICLE III

REGISTERED AGENT

Matthew G. DeBoard, whose address is 635 N. Hyer Avenue, Orlando, Florida 32803, is hereby appointed initial registered agent of this Association.

ARTICLE IV.

PURPOSE AND POWERS OF THE ASSOCIATION

This 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, reservation and

architectural control of the residence Lots and Common Area within that certain tract of property described as follows and lying and situate within Seminole County, Florida, to-wit:

SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF.

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 by recording an Amendment to the Declaration of Covenants and Restrictions in the Public Records of Seminole County, Florida, and for this purpose to:

(a) The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with Florida Department of Environmental Protection Permit no. 10Y961 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.

(b) 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 Easements, Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Seminole County, Florida, and as the same may be amended from time to time as therein provided, the Declaration being incorporated herein as if set forth at length.

(c) 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;

(d) 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;

(e) borrow money, and with the assent of two-thirds (2/3) of each class of members to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred,

(f) 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 members, agreeing to such dedication, sale or transfer,

(g) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members,

(h) have the right to grant permits, licenses and easements over the common areas for utilities, roads and other purposes reasonably necessary or useful for the proper maintenance or operation of the property,

(i) have the reasonable right to enter upon any Lot to make emergency repairs or do other work reasonably necessary for proper maintenance of Lots or Common Areas,

(j) 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.

ARTICLE V.

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI.

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Developer, as defined in the By-Laws, 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.

Class B. Class B member shall be the Developer and their successors and assigns and shall be entitled to ten (10) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever first occurs:

(a) Ninety (90%) percent of the Lots are deeded to owners, other than Declarant, or

(b) on June 30, 2010.

ARTICLE VII.

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a board of not less than three (3) directors who need not be members of the Association. The number of directors may be changed in accordance with the provisions of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Matthew G. DeBoard	635 N. Hyer Ave. Orlando, FL 32803
L. Keith Pangle	635 N. Hyer Ave. Orlando, FL 32803
Robert W. DeBoard	635 N. Hyer Ave. Orlando, FL 32803

At the first annual meeting the members shall elect directors in accordance with the provisions of the By-Laws.

ARTICLE VIII.

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. 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 this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval of dissolution pursuant to applicable Florida Statute.

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.

ARTICLE IX.

EXISTENCE AND DURATION

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 X.

AMENDMENTS

Amendments of these Articles shall require the assent of a two-thirds (2/3) vote of the entire membership.

ARTICLE XI.

OFFICERS

(a) The officers of this corporation who shall serve until the first election of their successors are as follows:

President	-	Matthew G. DeBoard
Vice President/	-	L. Keith Pangle
Secretary/Treasurer	-	Robert W. DeBoard

(b) The officers of the Association shall be a President, Vice President, Secretary and Treasurer, and other officers as the Board may from time to time by resolution create. Officers shall be elected for a one(1) year term in accordance with the procedures set forth in the By-Laws.

ARTICLE XII.

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles. Such By-Laws may be amended by the Declarant on its own motion from the date hereof until control is

transferred to the members. By-Laws may be amended at a regular or special meeting of the members by a vote of the majority of a quorum of members, present in person or by proxy.

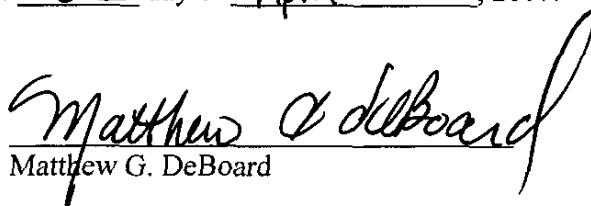
ARTICLE XIII.

SUBSCRIBERS

The name and residence of the subscriber to these Articles is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Matthew G. DeBoard	635 N. Hyer Ave. Orlando, FL 32803

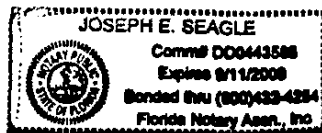
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the sole subscriber of this Association, has executed these Articles of Incorporation, this 3rd day of April, 2007.


Matthew G. DeBoard

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 3rd day of April, 2007, by Matthew G. DeBoard, who is personally known to me or who has produced _____ as identification and did/did not take an oath.


Notary Public
My Commission Expires; 9/11/2009



CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

VINTAGE OAKS HOMEOWNERS ASSOCIATION, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS
PRINCIPAL PLACE OF BUSINESS AT 635 N. HYER AVE., ORLANDO, FLORIDA 32803,
HAS NAMED MATTHEW G. DeBOARD, LOCATED AT 635 N. HYER AVE., ORLANDO,
ORANGE COUNTY, FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS
WITHIN FLORIDA.

VINTAGE OAKS HOMEOWNERS ASSOCIATION, INC.

By:

Matthew G. DeBoard
Matthew G. DeBoard
Its President

DATED:

4/3/2007

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, 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 RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Matthew G. DeBoard
Matthew G. DeBoard, Registered Agent

DATED:

4/3/2007

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR -4 AM 11:50

APPROVED
AND
FILED