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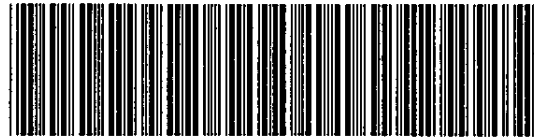
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JUN 15 AM 10:41

APPROVED  
AND  
FILED

W07-27167

B. McKnight JUN 15 2007

**JOHN F. SPROULL, JR.**

**ATTORNEY AT LAW**

**314 ST. JOHNS AVENUE**

**PALATKA, FLORIDA 32177**

**PHONE 386-325-5301**

**FAX 386-325-3049**

June 1, 2006

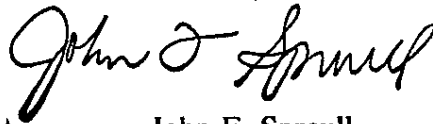
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Francis Crossing Homeowners Association, Inc.

Dear Sirs:

Enclosed please find original and one copy of Articles of Incorporation, together with Designation of Resident Agent. Also enclosed is my check in the amount of \$70.00 for the filing fee. Please return all correspondence to John F. Sproull, 314 St. Johns Avenue, Palatka, FL 32177.

Sincerely,



John F. Sproull

JFS/vm  
Enc.



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

June 7, 2007

JOHN F SPROULL  
314 ST JOHNS AVE  
PALATKA, FL 32177

SUBJECT: FRANCIS CROSSING HOMEOWNERS ASSOCIATION, INC.  
Ref. Number: W07000027167

We have received your document for FRANCIS CROSSING HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different, the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 907A00038910

**ARTICLES OF INCORPORATION**  
**OF**  
**FRANCIS CROSSING HOMEOWNERS**  
**ASSOCIATION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JUN 15 AM 10:42

APPROVED  
AND  
FILED

I, the undersigned natural person competent to contract, acting as incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, hereby adopts the following articles of incorporation:

**ARTICLE I. NAME**

The name of the corporation is **FRANCIS CROSSING HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE II. PURPOSES**

The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and include providing for the maintenance, preservations, administration, and management of FRANCIS CROSSING, a subdivision. The Association shall 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. 42-107-11-455-1 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 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.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year,

the net income of the corporation from all sources other than casualty insurance proceeds and other nonrecurring items exceeds the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liability in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his interest in the common elements.

### **ARTICLE III. MEMBERS**

Each owner unit shall have appurtenant thereto a membership in the corporation, which membership shall be held by the person or entity, or in common by the persons or entities owning such unit, except that no person or entities holding title to a unit as security for performance of an obligation shall acquire the membership appurtenant to such unit by virtue of such title ownership. In no event may any membership be severed from the unit to which it is appurtenant.

Each membership in the corporation shall entitle the holder or holders thereof to exercise that proportion of the total voting power of the corporation corresponding to the proportionate undivided interest in the common elements appurtenant to the unit to which such membership corresponds, as established in the declaration.

### **ARTICLE IV. DURATION**

The period of duration of the corporation is perpetual. Existence shall commence with the filing of these Articles of Incorporation with the Secretary of State, State of Florida, Tallahassee, Florida.

## **ARTICLE V. SUBSCRIBER, PRINCIPAL OFFICE AND REGISTERED AGENT**

The name and address of the subscriber is: Marc G. Spalding, 3400 Crill Ave., Palatka, FL 32177 and the principal office of the corporation is located at 3400 Crill Ave., Palatka, FL 32177 and the registered agent is Marc G. Spalding, 3400 Crill Ave., Palatka, FL 32177.

## **ARTICLE VI. OFFICERS**

The affairs of the corporation are to be managed by a president, vice-president, secretary, and treasurer who will be accountable to the governing board. Officers will be elected annually in the manner set forth in the bylaws. The names of the officers who are to serve until the first election of officers are as follows:

Marc G. Spalding	President
Linda Kaye Spalding	Vice-President
Ben Bates	Secretary and Treasurer

## **ARTICLES VII. DIRECTORS**

The number of persons constituting the first board of directors is three. The names and address of the directors who are to serve until the first annual meeting of the members or until their successors are elected and qualify are:

Marc G. Spalding	3400 Crill Avenue, Palatka, FL 32177
Linda Kaye Spalding	3400 Crill Avenue, Palatka, FL 32177
Ben Bates	3400 Crill Avenue, Palatka, FL 32177

At the first annual meeting, the members shall elect from among the members of the corporation one director for a term of one year each, one director for a term of two years each, and one for a term of three years each.

## **ARTICLE VIII. BYLAWS**

Bylaws regulating operation of the corporation are annexed to the declaration. The

bylaws may be amended by the first board of directors until the first annual meeting of the members. Thereafter, the bylaws shall be amended by the members in the manner set forth in the by-laws.

#### **ARTICLE IX. AMENDMENTS TO ARTICLES**

Amendments to these articles of incorporation may be proposed by any director or by thirty (30%) percent of the members entitled to vote. Amendments may be adopted by the affirmative vote of those members exercising not less than fifty (50%) of the total voting power of the corporation. Additional requirements concerning proposal and adoption of amendments to the articles shall be set forth in the bylaws.

#### **ARTICLE X. POWERS OF CORPORATION**

To promote the health, safety, and welfare of the residents of Francis Crossing, the corporation may:

(1) Exercise all of the powers and perform all of the duties of the association as set forth in the declaration of covenants and restriction and in the bylaws attached thereto, as those documents may from time to time be amended.

(2) Determine, levy, collect and enforce payment by any lawful means of all assessments for common charges, and pay such common charges as the same become due.

(3) Engage the services of a professional corporate management agent and delegate to such agent any of the powers or duties granted to the association of unit owners under the declaration or bylaws other than the power to engage or discharge such agent; the power to adopt, amend, and repeal the provisions hereof, or of the declaration, bylaws, or rules and regulations of Francis Crossing.

(4) Take and hold by lease, gift, purchase, grant, devise or bequest any property, real

or personal, including any unit in Francis Crossing, borrow money and mortgage any such property to finance the acquisition thereof on the vote of 60% of members, and transfer, lease and convey any such property.

(5) Dedicate or otherwise transfer all or any portion of the common areas to any municipality, public agency, authority or utility on the approval of 60% of the members.

(6) Have and exercise any and all rights, privileges and powers which may be held or exercised by corporations not for profit generally under Chapter 617 Florida Statutes, or by associations of unit owners under the condominium act.

#### **ARTICLE XI. DISSOLUTION**

This corporation may be dissolved at any time with the written consent of all of the members thereto. On dissolution, the assets of the corporation shall be dedicated to an appropriate municipality, public agency or authority to be used for the purposes similar to those for which the corporation is organized. In the event such dedication is not accepted, such assets shall be conveyed or assigned to any nonprofit corporation, association, or other organization devoted to purposes similar to those for which this corporation is organized. 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 by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, has set my hand and seal the 30th day of May, 2007, for the purpose of forming this Corporation



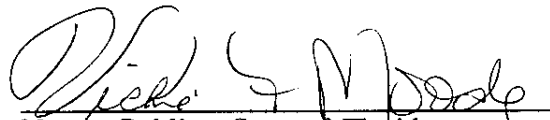
not for profit, under the laws of the State of Florida.

  
MARC G. SPALDING

STATE OF FLORIDA  
COUNTY OF PUTNAM

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized under the laws of the State of Florida to administer oaths and take acknowledgments, MARC G. SPALDING, well known to me to be the person subscribing his name to the attached and foregoing Articles of Incorporation and he acknowledges before me that he subscribed his name to the foregoing certificate for the purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 3rd day of May, 2007.

  
Notary Public - State of Florida  
Vickie F. Moody  
Printed Name  
My Commission Expires: \_\_\_\_\_  
Personally Known \_\_\_\_\_  
ID Produced \_\_\_\_\_

VICKIE F. MOODY  
Notary Public, State of Florida  
My comm. exp. Aug. 3, 2010  
Comm. No. DD 572190

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

IN PURSUANCE of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

FIRST -- That FRANCIS CROSSING HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Town of Palatka, County of Putnam, State of Florida, has named MARC G. SPALDING, 3400 Crill Avenue, Palatka, FL 32177, as its agent to accept service of process within its State.

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

  
Resident Agent

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

07 JUN 15 AM 10:42

APPROVED  
AND  
FILED