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Fisher, Butts, Sechrest & Warner, P.A. (352) 373-5921

Division of Corporations

Page 1 of 1

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FLORIDA PROFIT/NON PROFIT CORPORATION

Silver Oaks Creekside Homeowners Association, Inc.

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H 07000245415 3

ARTICLES OF INCORPORATION
OF
SILVER OAKS CREEKSIDE
HOMEOWNERS ASSOCIATION, INC.

p.2
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07 OCT -3 PM 3:49
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In compliance with the requirements of Chapter 617, *Florida Statutes*, the undersigned, being a resident of the State of Florida who is of full age certifies:

Article I: Corporate Name

The name of the corporation is **Silver Oaks Creekside Homeowners Association, Inc.**, referred to below as the "Association."

Article II: Corporation Not For Profit

The Association is incorporated as a corporation not-for-profit under the provisions of the laws of the State of Florida.

Article III: Principal Place of Business

The initial mailing address of the Association shall be **6903 Atlantic Boulevard, Jacksonville, Florida 32211**. The principal office of the Association shall be located at the mailing address or at any other place as may be subsequently designated by the Board of Directors of the Association.

Article IV: Registered Agent

The name and address of the initial registered agent is **Michael D. Sechrest, Esq.**, whose address is **5200 S.W. 91st Terrace, Suite 101, Gainesville, Alachua County, Florida 32608**, and who is appointed the initial registered agent of the Association and who is authorized to accept service of process within this State.

H 07000245415 3

H 07000245415 3

Article V: Purpose, Powers and Duties of the Association

The Association is not formed for pecuniary gain or profit, direct or indirect, to itself or to its Members, directors or officers. The specific purposes for which it is formed are to provide for maintenance, preservation, and use of the Property as defined in a Declaration of Covenants recorded in the Official Records of Duval County, Florida ("Declaration"), as well as the By-Laws ("By-Laws"), to implement the provisions of the Declaration and subsequent addenda, and from time to time amend the Declaration to further the purposes of the Association. In addition, it shall be a further purpose of the Association to promote the health, safety, common good, general convenience and social welfare of the Owners within the above-described Property and any additions to it as may be brought within the jurisdiction of this Association for this purpose.

The Association shall have the power to:

- (a) exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida that are not in conflict with the terms of the Declaration, these Articles of Incorporation or the Bylaws of the Association;
- (b) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;
- (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 and all other expenses incident to the conduct of the business of the Association, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (d) manage, operate, maintain and repair all of the Common Areas as defined in the Declaration, as well as all other powers as set forth in the declaration referenced here;
- (e) purchase insurance on the Property as defined in the declaration and insurance for the protection of the Association and its Members as;
- (f) reconstruct improvements after casualty and make further improvements on the Property;
- (g) carry out and to enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and Bylaws of the Association, and the rules and regulations adopted pursuant to it;
- (h) employ personnel to perform the services required for proper operation of the Association;

H 07000245415 3

H 07000245415 3

- (i) acquire (by gift, purchase, or otherwise), own, hold, improve, build on, 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;
- (j) borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- (k) adopt and publish rules and regulations governing the use of the Property including the personal conduct of the Members and their guests thereon; and to establish penalties for infractions of such rules and regulations; and
- (l) suspend the voting rights and right to use of the Common Area of any Member during any period in which such Member is in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing; for a period not to exceed sixty (60) days, for infraction of published rules and regulations.

Article VI: Officers and Directors

The daily affairs of the Association shall be administered by a President, a Vice President, a Secretary and a Treasurer and any other officers as may be designated from time to time by the directors. The officers shall be elected or designated by the Board of Directors at its initial meeting and at the first meeting each year following the annual meeting of the Members of the Association. An individual may fill more than one position as officer.

Directors shall be elected or appointed as set forth in the By-Laws and shall have the powers and duties set forth in the By-Laws.

Article VII: Indemnification

Every director and every officer of the Association, and every Member serving the Association at its request, shall be indemnified by the Association against all expenses and liabilities, including attorneys fees, reasonably incurred by or imposed on the person in connection with any proceeding or any settlement of any proceeding to which they may be a party or in which they may become involved by reason of their being or having been a Director or Officer of the Association, or by reason of their having served the Association at its request, whether or not they are a Director or Officer or Member serving the Association at the time the expenses or liabilities are incurred, except when the Director, Officer or Member serving the Association is adjudged guilty of willful misfeasance or malfeasance in the performance of their duties; provided that in the event of a settlement before entry of judgment, the indemnification

H 07000245415 3

H 07000245415 3

shall apply only when the Board of Directors approve the settlement and reimbursement as being in the best interest of the Association. This right of indemnification shall be in addition to and not exclusive of all other rights to which the Director, Officer or Member serving the Association may be entitled.

Article VIII: Dissolution

The Association may be dissolved on written consent signed by Members holding not less than 100% of the total number of votes of the Members. On 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 the dedication is refused acceptance, the assets shall be granted, conveyed and assigned to any nonprofit corporation, Association, trust or organization to be devoted to any similar purposes.

Article IX: Term

The term of Association shall be perpetual or until such a time as the not-for-profit corporation is dissolved pursuant to the By-Laws and Declaration.

Article X: Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. **Notice:**

Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

2. **Vote:**

A resolution for the adoption of an amendment may be proposed by either the Board of Directors or by the Members of the Association. Directors and Members not present in

H 07000245415 3

H 07000245415 3

person or by proxy at the meeting considering the amendment may express their approval, in writing, providing that the approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, the resolutions must be adopted by not less than 67% of the votes of the entire membership of the Association.

3. Limit on amendments:

No amendment shall make any changes in the qualifications for membership, nor in the voting rights of Members, without approval in writing by all Members.

4. Certification:

A copy of each amendment shall be certified by the Secretary of State.

Article XI: Incorporator

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

Ronald H. Chenoweth
6903 Atlantic Boulevard
Jacksonville, Florida 32211

IN WITNESS of the above, for the purpose of forming this corporation under the laws of the State of Florida, I have executed these Articles of Incorporation on this 2 day of October, 2007.



Ronald H. Chenoweth, Incorporator

H 07000245415 3

H 07000245415 3

STATE OF FLORIDA
COUNTY OF TAYLOR

The foregoing instrument was acknowledged before me this 2 day of October, 2007, by Ronald H. Chenoweth, who is personally known to me ✓ or who produced _____ as identification.



NOTARY PUBLIC

Typed or printed name: A. Susan Copeland

Commission number: _____

Commission expires: _____




A. Susan Copeland
My Commission DD0220021
Expires June 18, 2008

**ACCEPTANCE OF REGISTERED AGENT
FOR SILVER OAKS CREEKSIDE
HOMEOWNERS ASSOCIATION, INC.**

HAVING BEEN NAMED as Registered Agent to accept Service of Process for **SILVER OAKS CREEKSIDE HOMEOWNERS ASSOCIATION, INC.**, at the place designated in this document, I hereby agree to act in such capacity; further,

I AGREE TO COMPLY with the provisions of all Statutes relative to the proper and complete performance of my duties as Registered Agent.



Michael D. Sechrest, Esq., Registered Agent
5200 S.W. 91st Terrace, Suite 101
Gainesville, Florida 32608

H 07000245415 3

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