

NO7000011377

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

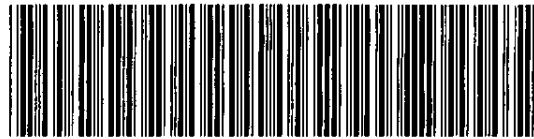
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900112552719

11/26/07--01033--013 \*\*122.50

FILED  
07 NOV 26 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/28/07  
SA

WERSHOW, SCHNEIDER, ARROYO AND TALBERT, P. A.

ATTORNEYS AT LAW

204 SOUTHEAST FIRST STREET

POST OFFICE BOX 1260

GAINESVILLE, FLORIDA 32602

(352) 378-2541

FAX (352) 372-2642

JONATHAN F. WERSHOW

PAMELA A. SCHNEIDER

MARITZA T. ARROYO

ALISON W. TALBERT

JAMES S. WERSHOW  
1912-1985

November 21, 2007

Secretary of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32304

RE: Melrose Springs Homeowners Association,  
Inc.

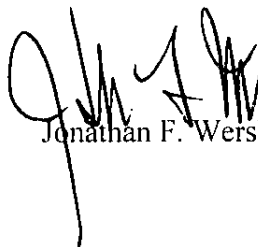
To Whom It May Concern:

Enclosed please find the following:

1. Articles of Organization in duplicate.
2. Certificate of Designation of Registered Agent/Registered Office in duplicate.
3. Check in the amount of \$122.50

Please send the certified copy under seal directly to me. If you have any questions please contact me.

Sincerely,



Jonathan F. Wershow

JFW/apm  
Enclosures

**ARTICLES OF INCORPORATION  
OF  
MELROSE SPRINGS HOMEOWNERS ASSOCIATION, INC.**

**FILED**  
07 NOV 26 PM 11:12  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

In compliance with the requirements of Chapter 617, Florida Statutes (2006), the undersigned, who is a resident of Alachua County, Florida and who is of full age, has this day agreed to form a corporation not for profit and does hereby certify:

**ARTICLE I**

The name of the corporation is **MELROSE SPRINGS HOMEOWNERS ASSOCIATION, INC.**, hereafter called the "Association."

**ARTICLE II**

The initial principal office and mailing address of the Association is located at 4907 N.W. 43rd Street, Suite F, Gainesville, Florida, 32606.

**ARTICLE III**

Jonathan F. Wershow, whose address is 204 S.E. First Street, Gainesville, Florida 32601, is hereby appointed the 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 purpose for which it is formed is to provide for maintenance, management, operation, care, preservation and architectural control of the Lots, Easements and Common Areas within that certain tract of property described as:

The Easement Areas and Common Areas, together with Lots 1 through 22 of MELROSE SPRINGS, as per Plat thereof recorded in Map Book 6, Page 99, of the Public Records of Putnam County, Florida.

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 for this purpose to:

(a) 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 of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Court of Putnam County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) 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;

(c) 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;

(d) borrow money, and with the assent of two-thirds (2/3) 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;

(e) 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.; any dedication, sale, or transfer which directly or indirectly impacts the operation or maintenance of the surface water management system, including but not limited to, all lakes, ditches, canals, retention or detention areas, drainage, other surface water management works and preservation or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the association or the owners in common may be made after approval by the St. Johns River Water Management District. Such approval shall be in the form of a modification to any and all permits issued by St. Johns River Water Management District under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification;

(f) participate in mergers and consolidations with other corporations not for profit organized for the same purpose or annex additional residential property and common area, provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members; any mergers or consolidations which directly or indirectly impact the operation or maintenance of the surface water management system, including but not limited to, all lakes, ditches, canals, retention or detention areas, drainage, other surface water management works and preservation or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the association or the owners in common may be made after approval by the St. Johns River Water Management District. Such approval shall be in the form of a modification to any and all permits issued by the St. Johns River Water Management

District under the lawfully adopted rules of St. Johns River Water Management District in effect at the time of application for such modification;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Corporation Not for Profit Law of the State of Florida may now or hereafter have or exercise;

(h) review plans and specifications of proposed improvements as to whether they comply with the "DECLARATION OF COVENANTS, CONDITIONS AND RESTRICTIONS FOR MELROSE SPRINGS;

(i) maintain, repair, replace, operate, and care for real and personal property, including but not limited to, all lakes, ditches, canals, retention or detention areas, drainage, other surface water management works, and preservation or conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the association or the owners in common in a manner consistent with the permit issued by the St. Johns River Water Management District and the operation and maintenance plan attached thereto, and with local government regulations;

(j) purchase and maintain insurance;

(k) make, amend, impose, and enforce by any lawful means, reasonable rules and regulations for use of the common areas and association property;

(l) contract for services with others;

(m) do and perform anything required by these articles, the bylaws, or the declaration to be done by the owner, but if not done by the owner in a timely manner, at the expense of owner;

(n) do and perform any obligations imposed upon the association by the declaration or by any permit or authorization from any unit of local, regional, state, or the federal government and to enforce by any legal means the provisions of these articles, the bylaws and the declaration.

The foregoing specific duties and responsibilities are not construed in any way as limiting the powers of the association. Rather, the Association will have and exercise all the powers conferred upon associations so formed.

## **ARTICLE V MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest on 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 separate 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 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.

Class B. Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned or intended to be annexed to the properties by Declarant. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (1) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (2) on December 31, 2011, or
- (3) when Declarant desires to turn over control to the Class A members.

The Declarant, prior to relinquishing control of the Association or otherwise allowing control to transfer to the directors of the association, shall provide at least 30 days written notice to the St. Johns River Water Management District that all terms and conditions placed upon the developer by permits or authorizations from the St. Johns River Water Management District have been satisfied in full and that transfer is proposed to occur on a specific date.

## **ARTICLE VII OFFICERS**

The affairs of this Association shall be managed by a President, Vice-President, Secretary, and Treasurer and they shall be elected at the first meeting of the Board of Directors following each annual meeting of the members or as otherwise provided in the By-Laws. Until the first election of officers under the Articles of Incorporation, the following shall serve as officers:

President: Richard P. Pla  
Vice-President: Maria Murnane  
Secretary: Maria Murnane  
Treasurer: Maria Murnane

## **ARTICLE VIII SUBSCRIBERS**

The name and address of the subscriber is: Biltmore Corporation of Gainesville, 4907 N.W. 43rd Street, Suite F, Gainesville, Florida 32606.

## **ARTICLE IX AMENDMENTS**

Amendments of these Articles shall be adopted upon receiving the affirmative vote of a majority of the votes of members entitled to vote thereon, unless any class of members is entitled to vote thereon as a class in which event the proposed amendment shall be adopted upon receiving both the affirmative vote of a majority of the votes of members of each class entitled to vote thereon as a class and the affirmative vote of a majority of the votes of all members entitled to vote thereon.

Amendments to articles or bylaws which directly or indirectly impact operation and maintenance of the surface water management system, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surface water management works, and preservation or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the Association or the owners in common, may be made after approval by the St. Johns River Water Management District. Such approval shall be in the form of a modification to any and all permits issued by the St. Johns River Water Management District under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification. Amendments to the articles or the bylaws which do not impact operation or maintenance of the system may be made without authorization of the St. Johns River Water Management District; however, copies of any such amendments shall be forwarded to the District within 30 days of approval.

## **ARTICLE X BOARD OF DIRECTORS**

The Board of Directors shall be elected as provided for in the By-Laws of the Association. The affairs of this Association shall be managed by a Board of at least three (3) but not more than nine (9) Directors, who need not be members of the Association. The number of Directors may be changed by amendment 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:

Richard P. Pla, 4907 N.W. 43rd Street, Suite F, Gainesville, Florida 32606  
Maria Murnane, 4907 N.W. 43rd Street, Suite F, Gainesville, Florida 32606  
Jonathan F. Wershow, 204 S.E. First Street, Gainesville, Florida 32601

At the first annual meeting of the members, one director shall be elected for a term of one year, one director for a term of two years and one director for a term of three years, and at each annual meeting thereafter the members shall elect one director for a term of three years.

## **ARTICLE XI 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. Prior to dissolution of this Association, all property, interest in property, whether real, personal, or mixed, which is directly or indirectly

related to the surface water management system, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surface water management works, and preservation or conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the Association or the owners in common, will be dedicated to and accepted for maintenance by the appropriate unit of government or otherwise transferred to and accepted for maintenance by an approved entity. Dedication or approval must be authorized by the St. Johns River Water Management District through modification of any and all permits or authorizations issued by the St. Johns River Water Management District. Such modification shall be made under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification. 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.

## **ARTICLE XII DURATION**

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 XIII AMENDMENTS TO BY-LAWS**

The power to make, alter, and rescind By-Laws shall be vested in the members as provided by the By-Laws.

## **ARTICLE XIV SURFACE WATER MANAGEMENT SYSTEM**

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 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.

Any reference in this document to the St. Johns River Water Management District shall also include the local governing agency in issues dealing with the stormwater management facilities.



IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 20<sup>th</sup> day of November, 2007.

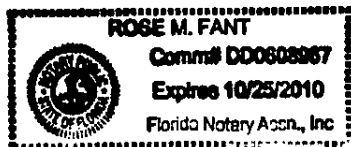
BILTMORE CORPORATION OF GAINESVILLE


By: John M. Pla

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared John M. Pla, as President of Biltmore Corporation of Gainesville, known to me to be the person described in the foregoing instrument, and he acknowledged before me that he executed the same for the purposes therein expressed, that I relied upon the following form of identification of the above named person: personally known.

WITNESS my hand and official seal in the County and State last aforesaid this 20<sup>th</sup> day of November, 2007.



  
Notary Public  
My commission expires: 10/25/2010

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE.

In pursuance of Section 617.0501, Florida Statutes (2006), the following is submitted, in compliance with said Act;

That **MELROSE SPRINGS HOMEOWNERS ASSOCIATION, INC.** desiring to organize under the laws of the State of Florida has named Jonathan F. Wershow, located at 204 S.E. First Street, City of Gainesville, County of Alachua, State of Florida, as its registered agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated 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 keeping open this office.

By:   
Jonathan F. Wershow  
Registered Agent

FILED  
07 NOV 26 AM 11:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA