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☐ PICK-UP

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(Business Entity Name)

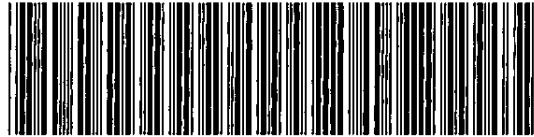
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07 NOV 30 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: FAIROAKS VILLAGE HOMEOWNERS ASSOCIATION, INC.  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00      ☐ \$78.75  
Filing Fee      Filing Fee  
                         & Certificate of Status

<input type="checkbox"/> \$78.75 Filing Fee & Certified Copy	<input checked="" type="checkbox"/> \$87.50 Filing Fee, Certified Copy & Certificate of Status
<b>ADDITIONAL COPY REQUIRED</b>	

FROM: DAVID E. ABELES  
Name (Printed or typed)

5 W. Highbanks Road  
Address

DEBARY, FL 32713  
City, State & Zip

386-668-8511  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 13, 2007

DAVID E. ABELES  
5 W Highbanks Road  
DeBary, FL 32713

SUBJECT: FAIROAKS VILLAGE HOMEOWNERS ASSOCIATION INC.  
Ref. Number: W07000055790

We have received your document for FAIROAKS VILLAGE HOMEOWNERS ASSOCIATION INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

An effective date may be added to the Articles of Incorporation if a 2008 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date. *All Article II Time of filing*

The registered agent and street address must be consistent wherever it appears in your document.

Please return the corrected 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) 245-6933.

Dale White  
Regulatory Specialist II  
New Filing Section

Letter Number: 707A00065590

RECEIVED  
07 NOV 30 AM 8:00  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION**

**OF**

**FAIROAKS VILLAGE HOMEOWNERS ASSOCIATION INC.**  
**(A Florida Not-for-Profit Corporation)**

FILED  
NOV 30 PM 2:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, for the purpose of, forming a corporation under the Florida General Corporation Act hereby adopt the following Articles of Incorporation. In compliance with Chapter 617, F.S., (Not for Profit).

**ARTICLE I – NAME**

The name of the corporation shall be: FAIROAKS VILLAGE HOMEOWNERS  
ASSOCIATION, Inc.

**ARTICLE II – COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

**ARTICLE III – PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation shall be:

488 W. Highbanks Road  
DeBary, FL 32713

**ARTICLE IV - PURPOSE**

The purpose for which the Association is organized is to provide an entity to acquire, improve, maintain and operate the properties described as follows, together with the improvements now or hereafter located thereon, hereinafter the "Property"

**LEGAL DESCRIPTION**

The Plat of "FAIROAKS VILLAGES" according to the Plat thereof recorded on Plat Book\_\_\_\_,  
at Pages\_\_\_\_ - \_\_\_\_\_, of the Public Records of Volusia County, Florida.

## **ARTICLE V - POWERS**

The Association shall the following powers:

5.1 To exercise all common law and statutory powers of a Corporation Not-For-Profit, which are not in conflict with the terms of these Articles.

5.2 To 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 of Covenants, Condition, Restrictions and Easement for the Property (herein the "Declaration") recorded or to be recorded in Public Records of Volusia County, Florida and as same may be amended from time to time.

5.3 To fix, levy, and enforce payment of changes and assessment pursuant to the terms of the Declaration.

5.4 To use the proceeds of the assessment and change in the exercise of its powers and duties.

5.5 To acquire (by gift, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for the public use or otherwise dispose of real personal property in connection with the purposes of the Association.

5.6 To have a lien on individual Units with the property to secure the payment if assessments due and to become due.

5.7 To maintain, repair, replace, and operate the Association property, and property acquired or leased by the Association for use by the Members of the Association ("Members").

5.8 To purchase insurance upon the Property, and insurance for the protection of the Association, its members, and Institutional Mortgagees.

5.9 To reconstruct and repair improvements after casualty, and construct additional improvements on the Property.

5.10 To make and amend reasonable Rules and Regulations governing the Property.

5.11 To make and/or enforce, by legal means, the provisions of the Declaration, these Articles, the Bylaws, and the Rules and Regulations of the Property.

5.12 To contract for the management of any Association properties and to delegate power and duties of the Association.

5.13 To employ personnel to perform the services required to carry out the purposes of the Association.

5.14 To borrow money, and with the assent of a majority of the Members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed for debts incurred.

5.15 With the assent of a majority of the Members, to dedicate, sell or transfer all or any part of the Association Property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the Members.

#### **ARTICLE VI - MEMBERSHIP**

6.1 Every person or entity who is a record Owners of a Unit within the Property shall be a Member of the Association.

6.2 Change of membership will be established by the recording in the Public Records of Volusia County, Florida, a deed or other instrument establish record fee title to a Unit within the Property and by delivery to the Association of a copy of such instrument. The Owner designated by such instrument shall thereby be terminated. In the event that a copy of said instrument is not delivered to the Association, the Owner shall become a Member but shall not be entitles to voting privileges.

6.3 The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to a Unit.

#### **ARTICLE VII -VOTING RIGHTS**

Members shall be entitled to one vote for each Unit owned. When more than one person holds an interest in any Unit, all such persons shall be Members. The vote for such Unit shall be exercised as said Owners determine, but in on event shall more than one vote be cast with respect to any Unit.

#### **ARTICLE VIII – BOARD OF DIRECTORS**

8.1 The affairs of the Association will be managed by a Board consisting of the number of Directors as determined the Bylaws, but not less than three (3) Directors.

8.2 Directors of the Association shall be elected at the annual meeting of the Members, in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the Bylaws.

8.3 The first election of Directors shall not be held until after the Developer has closed the sales of ninety percent of all residences to be built on the property, or until the Developer elects to terminate its control of the Association, whichever shall first occur. The directors named in these Articles shall serve until the first election of Directors, and any vacancy in their number occurring before the first election shall be filled by the remaining Directors.

8.4 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

NAMES	ADDRESSES
C. Richard Brown	488 W. Highbanks Rd. DeBary, FL 32713
Sarah R. Brown	488 W. Highbanks Rd. DeBary, FL 32713
Kimberly K. Swann	332 Third St. Atlantic Bch, FL 32233

#### **ARTICLE IV — OFFICERS**

The Officers as designated in the Bylaws shall administer the affairs of the Association. The Officers shall be elected by the Association and shall serve at the pleasure of the Board. The names and addresses of the Officers who shall serve until the Board designates their successors are as follows:

PRESIDENT	C. Richard Brown 488 W. Highbanks Rd. DeBary, FL 32713
VICE-PRESIDENT	Sarah R. Brown 488 W. Highbanks Rd. DeBary, FL 32713
SECRETARY	Kimberly K. Swann 332 Third St. Atlantic Bch, FL 32233
TREASURER	C. Richard Brown 488 W. Highbanks Rd. DeBary, FL 32713

#### **ARTICLE X— INDEMNIFICATION**

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonable incurred by or imposed upon him/her in connection with any proceeding, or any settlement of any proceeding, to which he/she may be a party, or in which he/she may become involved by reason of his/her being, or having been, a Director or Officer of the Association; whether or not he/she is a Director or Officer at the time such expenses are incurred. However, said indemnification or malfeasance in the performance of his/her duties. In the event of a settlement, the

indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such Directors or Officers may be entitled.

#### **ARTICLE XI – BYLAWS**

The first Bylaws of the Association shall be adopted by the Board and may be altered, amended, or rescinded, by the Board and the Members in the manner prescribed in the Bylaws.

#### **ARTICLE XII – AMENDMENTS**

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

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

B. A resolution for the adoption a proposed amendment may be proposed either by the Board or by the Members of the Association. Directors and Members not present in person or by proxy at the meeting considering the amendment may express their vote in writing; however each vote must be delivered to the Secretary at or prior to the meeting. Approval must be by not less than a majority of the Membership of the Association.

C. Prior to the first meeting of the Members of the Association, the Board of Directors shall have the power to adopt amendments by approval of a majority of the Board.

D. Provided, however, that no amendment shall make any changes in the qualifications for Membership, change the voting rights of members or contravene the terms of the Declaration.

#### **ARTICLE XIII – DURATION**

The Association shall exist perpetually.

#### **ARTICLE XIV- INCORPORATOR**

The name and street address of the incorporator of this corporation is:

C. RICHARD BROWN  
488 W. Highbanks Road  
DeBary, FL 32713

#### **ARTICLE XV - REGISTERED OFFICE/AGENT**

The Registered Office of the Association shall be at 5 W. Highbanks Road, DeBary, Florida 32713, or at such other place as may be subsequently designated by the Board. The name



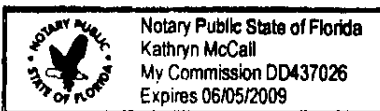
of the Registered Agent of the Association is DAVID E. ABELES, or such other person as may be subsequently designated by the Board. The address of the Registered Agent of the Association is 5 W. Highbanks Road, DeBary, Florida 32713, or such other address as may be subsequently designated by the Board.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 6 day of November, 2007.

  
C. RICHARD BROWN, Incorporator

STATE OF FLORIDA  
COUNTY OF VOLUSIA

THE FOREGOING instrument was acknowledged before me this 6<sup>th</sup> day of November, 2007 by C. RICHARD BROWN, Incorporator, ☒ who is personally known to me or ☐ who produced \_\_\_\_\_ as identification.



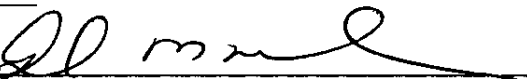
  
NOTARY PUBLIC

IN WITNESS WHEREOF, the undersigned designated registered agent has executed these Articles of Incorporation this 6<sup>th</sup> day of November, 2007.

  
DAVID E. ABELES, Registered Agent

STATE OF FLORIDA  
COUNTY OF VOLUSIA

THE FOREGOING instrument was acknowledged before me this 6<sup>th</sup> day of November, 2007 by DAVID E. ABELES, Registered Agent, ☒ who is personally known to me or ☐ who produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC

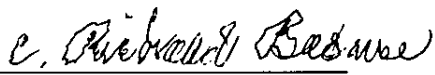


**CERTIFICATE DESIGNATING**  
**REGISTERED AGENT/REGISTERED OFFICE**


Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Fair Oaks Village Homeowners Association, Inc
2. The name and address of the registered agent and office is:

DAVID E. ABELES  
5 W. Highbanks Road  
DeBary, FL 32713

  
C. RICHARD BROWN  
Title: President  
Date: 11/6/07

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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

  
DAVID E. ABELES  
Registered Agent  
Date: 11/6/07  
07 NOV 30 PM 2:56  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA