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FLORIDA PROFIT/NON PROFIT CORPORATION

OAK HILL COMMONS PROPERTY OWNERS ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

OAK HILL COMMONS PROPERTY OWNERS ASSOCIATION, INC.

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned incorporator has executed, adopted and caused to be delivered for filing these Articles of Incorporation for the purpose of forming a corporation not for profit and does hereby certify:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is OAK HILL COMMONS PROPERTY OWNERS ASSOCIATION, INC. ("Association").

ARTICLE II
PRINCIPAL OFFICE OF THE ASSOCIATION

The principal place of business and the mailing address of the Association is located at c/o McGill Property Group, LLC, 125 W. Indiantown Road, Suite 102, Jupiter, Florida 33458.

ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT

Matthew McGill, whose address is 125 W. Indiantown Road, Suite 102, Jupiter, Florida 33458, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof. The Association shall not pay dividends and no part of any income of the Association shall be distributed to its members, directors or officers. The Association shall have all the powers of a non-profit corporation organized under the laws of the State of Florida, including without limitation all powers necessary or convenient to effect any or all purposes for which the Association is organized. The purpose of the Association is to operate, maintain and manage the Stormwater System in a manner consistent with the St. Johns River Water Management District Permit No. 40-069-111230-1 and in accordance with applicable District rules, all in accordance with that certain Declaration of Covenants, Conditions, Easements and Restrictions for Oak Hill Commons Complying with the Requirements of the St. Johns River Water Management District ("Declaration"), as same has been or is to be recorded in the Public Records of Lake County, Florida, and as same may be amended from time to time.

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ARTICLE V
MEMBERSHIP

The qualification for members and the manner of their admission and expulsion shall be as regulated by the bylaws.

ARTICLE VI
BOARD OF DIRECTORS

All of the powers and duties of the Association shall be exercised by the board of directors of the Association, its agents, contractors or employees, subject to the approval by the members only when required. The manner in which the directors are to be elected or appointed shall be as regulated by the bylaws.

ARTICLE VII
OFFICERS

The day-to-day affairs of the Association shall be administered, subject to the direction and authority of the board of directors, by the officers of the Association, which may include a president, vice president, secretary and treasurer and such other officers as permitted by the bylaws. The officers shall be appointed by the board of directors and they shall serve at the pleasure of the board of directors.

ARTICLE VIII
DURATION

The Association shall have perpetual existence unless dissolved according to law. The Association shall commence to exist upon the filing of these Articles with the Florida Department of State.

ARTICLE IX
AMENDMENTS

The Association reserves the right to amend or repeal any provision contained in the Articles.

ARTICLE X
BYLAWS

The bylaws of the Association shall be adopted by the board of directors and may be altered, amended, or rescinded in the manner provided in the bylaws.

ARTICLE XI
INDEMNIFICATION OF OFFICERS AND DIRECTORS

In addition to any rights and duties under applicable law, the Association shall indemnify and hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney fees, incurred in connection with any actions taken or failed to be taken by said directors,

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officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

ARTICLE XII
REQUIRED APPROVALS

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater System, as defined in the Declaration, 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 XIII
INCORPORATOR

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

John R. McGill
c/o Clermont Land Development, LLC
125 W. Indiantown Road, Suite 102
Jupiter, Florida 33458

[SIGNATURES CONTAINED ON FOLLOWING PAGE]

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IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 11th day of January, 2008.


Name: John R. McGill
Incorporator

STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing Articles of Incorporation were acknowledged before me this 11th day of January, 2008, by John R. McGill, who ☒ is personally known to me or ☐ has produced _____ as identification.


NOTARY PUBLIC

Print Name: Terri Kinack
My Commission Expires:



Terri Kinack

Commission #DD358336

Expires: SEP 27, 2008

Bonded Thru

Atlantic Bonding Co., Inc.

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**CERTIFICATE DESIGNATING REGISTERED AGENT FOR
SERVICE OF PROCESS**

Pursuant to Chapters 48 and 617, Florida Statutes, the following is submitted in compliance with said Acts.

OAK HILL COMMONS PROPERTY OWNERS ASSOCIATION, INC., desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 125 W. Indiantown Road, Suite 102, Jupiter, Florida 33458, has named Matthew McGill, located at the above-registered office, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

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 provisions of said Acts relative to keeping open said office.

Registered Agent:

Matthew McGill

Name: Matthew McGill

Dated: January 11, 2008

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