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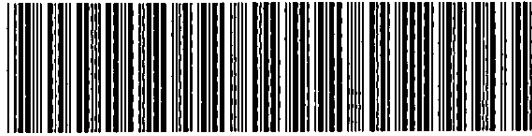
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ANSBACHER
& ASSOCIATES, P.A.

ASSOCIATIONS, REAL ESTATE & CONSTRUCTION LAW

8818 Goodbys Executive Drive, Suite 100, Jacksonville, FL 32217-4605
(904) 737-4600 • fax: (904) 737-4700 • www.ansbacher.net

August 9, 2012

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

VIA UPS 2nd DAY
Tracking # 1ZFF23890299803889

**RE: Articles of Incorporation for
Brierwood Neighborhood Association, Inc.
Our File No. 120121**

Dear Sir/Madam:

Enclosed please find our check in the amount of \$70.00 for filing Articles of Incorporation for Brierwood Neighborhood Association, Inc. Also included are Certificate Designating Registered Agent and Acknowledgment of Registered Agent.

Please stamp the duplicate copy of the above-described instruments and return to us in the enclosed self addressed envelope.

Sincerely, yours,

Dianne W. Cosby
Legal Assistant

\dwc
Enclosures

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ARTICLES OF INCORPORATION

Brierwood Neighborhood Association, Inc.

The undersigned incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes does hereby adopt the following articles of incorporation for such corporation:

ARTICLE I Corporate Name

The name of the corporation (hereinafter called the "Association") is

Brierwood Neighborhood Association, Inc.

ARTICLE II Corporate Office and Mailing Address

The street address of the principal office of the Association will be:

9122 Latimer Road West
Jacksonville, FL. 32257

The mailing address for the Association will be:

c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

ARTICLE III Duration

Existence of the Association shall commence as of filing with the Secretary of State. The Association shall exist in perpetuity.

ARTICLE IV Purpose and Powers of the Association

The Association does not contemplate pecuniary profit to its members, and the specific purposes for which it is formed are to promote civic improvement, recreational activities and social affairs for its members, to disseminate information on the status of local property development and maintenance, to submit recommendations to City, County, and State government officials on matters of interest to members of the Association, and, as permitted by law, to do any other thing that, in the

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opinion of the Board of Directors, will promote the common benefit and enjoyment of the members. The Association shall have and exercise any and all powers, rights, and privileges of a corporation not for profit organized under Chapter 617, Florida Statutes, as it may be amended from time to time.

ARTICLE V
Registered Agent and Street Address of Registered Office

The initial registered agent will be:

Ansbacher & Associates, P.A.

and the registered office for such agent will be at:

8818 Goodbys Executive Drive
Jacksonville, Florida 32217

ARTICLE VI
Incorporator

The name and address of the incorporator is:

James R. Usery
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

ARTICLE VII
Membership

Every person or entity who is an owner or lessee of an undivided interest in a single family residential dwelling located in the neighborhood of the City of Jacksonville, County of Duval, State of Florida commonly known as Brierwood.

ARTICLE VIII
Voting Rights

Every member is entitled to one vote, provided, however, that when more than one person or entity is a member for the same single family residential dwelling, all such persons or entities shall be members, but collectively they will be entitled to only one vote, to be exercised as they determine among themselves. A quorum at all meetings of the members will consist of the number of members holding two percent (2%) of the total number of votes of members in the Association.

Members will only be entitled to vote at annual or special meetings of the Association, for the purpose of the election of Directors, or the amendment of the Articles of Incorporation or bylaws of the Association. A vote of the membership at any other time or for any other purpose will not be binding on the Board of Directors or Officers of the Association.

ARTICLE VIII

Board of Directors

The affairs of this Association will be managed by a Board of Directors of not less than three (3) nor more than nine (9) Directors, who must be members of the Association. The number of Directors may be changed by amendment to the bylaws of the Association. The names and business addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

Steven H. Spickelmier
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Lora L. Lewis
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Elizabeth Yadon
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Russell D. Frack
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

James R. Usery
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Edward J. Sheaffer, Jr.
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Alphonso B. Carter
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

Melissa Trawick
c/o Ansbacher & Associates, P.A.
8818 Goodbys Executive Drive
Jacksonville, Florida 32217

At the first annual meeting the members shall elect two Directors for a term of one year, two Directors for a term of two years, two Directors for a term of three years, and two Directors for a term of four years; at each annual meeting thereafter the members shall elect two Directors for a term of four years.

ARTICLE IX Corporate Officers

The officers shall be a President, Vice President, Secretary and Treasurer, and such other officers as the bylaws of this Association may authorize the Board of Directors to elect from time to time. An officer may hold the office of Secretary or Treasurer and any one other office simultaneously. The President shall serve as Chairman of the Board of Directors. All officers must be members of the Board of Directors. The officers shall be elected annually by majority vote of the Board of Directors and may be removed or replaced at any time by majority vote of the Board of Directors. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as officers:

President
Steven H. Spickelmier

Vice President
Lora L. Lewis

Secretary
Elizabeth Yadon

Treasurer
Russell D. Frack

ARTICLE X Amendment to By-Laws

The bylaws of the Association may be altered, amended or repealed at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative

vote of a majority of the members present, in person, or by proxy. The bylaws of the Association may also be altered, amended, or repealed by a majority vote of the Board of Directors. The initial bylaws of the Association shall be made and adopted by the Board of Directors.

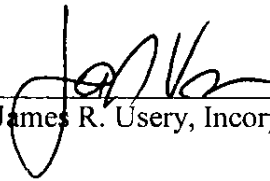
ARTICLE XI
Amendments to the Articles of Incorporation

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles of Incorporation may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the members present, in person, or by proxy. These Articles of Incorporation may also be amended by a majority vote of the Board of Directors.

ARTICLE XII
Dissolution

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than the incident of merger or consolidation, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

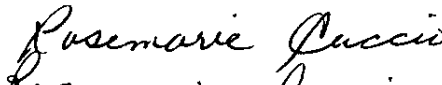
IN WITNESS WHEREOF, the undersigned incorporator of this Corporation has hereunto set his hand and seal this 7 day of August, 2012.



James R. Usery, Incorporator

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 7 day of August, 2012, by James R. Usery who ☒ is personally known to me or ☐ produced _____ as identification.


ROSEMARIE CACCIO
Print Name:
Notary Public, State of Florida
My Commission Expires: 5/26/15

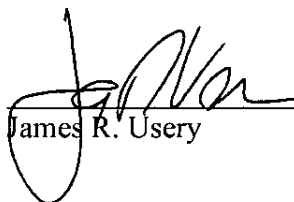


CERTIFICATE

**DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN THIS STATE**

Pursuant to Section 48.091, Florida Statutes, the following is submitted:

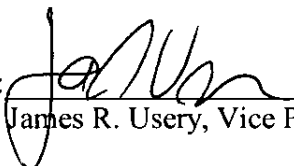
That Brierwood Neighborhood Association, Inc., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation, in the City of Jacksonville, County of Duval, State of Florida, has named Ansbacher & Associates, P.A., a Florida professional association, 8818 Goodbys Executive Drive, Jacksonville, Florida 32217, as its agent to accept service of process within the State of Florida.


James R. Usery

ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned is familiar with and accepts such appointment, and the obligations thereof, and agrees to act in this capacity, and to comply with the provisions of law relating to keeping said office open.

Ansbacher & Associates, P.A.
a Florida professional association

By: 
James R. Usery, Vice President
"Registered Agent"