

Division of Corporations

Page 1 of 1

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Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
THE OASIS CLUB HOMEOWNERS ASSOCIATION, INC.

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Electronic Filing Menu

Corporate Filing Menu

Help

(((H16000157774 3)))

**ARTICLES OF INCORPORATION
OF
THE OASIS CLUB HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE I.
NAME OF CORPORATION**

The name of the corporation is THE OASIS CLUB HOMEOWNERS ASSOCIATION, INC. (the "Association").

**ARTICLE II.
PRINCIPAL OFFICE OF THE ASSOCIATION**

The principal place of business and the mailing address of the Association is located at 332 Pablo Terrace, Ponte Vedra Beach, Florida 32082.

**ARTICLE III.
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Association is 332 Pablo Terrace, Ponte Vedra Beach, Florida 32082, and the name of the initial registered agent at that address is Matthew H. Merritt.

**ARTICLE IV.
DEFINITIONS**

Unless otherwise provided herein to the contrary, all capitalized terms used but not defined in these Articles shall have the same definitions and meanings as those set forth in that certain DECLARATION OF COVENANTS, RESTRICTIONS, RESERVATIONS AND EASEMENTS FOR THE OASIS CLUB recorded or to be recorded in the Official Public Records of St. Johns County, Florida, as the same may from time to time be amended (hereinafter called the "Declaration").

**ARTICLE V.
PURPOSE AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit, and the specific purposes for which it is formed are to provide for the improvement, maintenance, preservation and architectural control of the Lots and Common Area within the Property subject to the Declaration, and to promote the recreation, health, safety, and welfare of the Members (as defined in the Declaration). The Association shall have all the powers of a non-profit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles, the Bylaws, or the Declaration. The Association shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Declaration, any Supplemental Declaration, these Articles and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and the Members and for the maintenance, administration and improvements of the Property and Common Area within its jurisdiction. Unless otherwise specifically prohibited, any and all functions, duties and powers of the Association shall be fully transferable, in whole or in part, to any developer, management agent, governmental unit, community development district, public body, or similar entity.

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**ARTICLE VI.
MEMBERSHIP**

Every person who shall own of record a fee interest or an undivided fee interest in any Lot shall automatically be a Member of the Association, excluding persons who own such interest under a mortgage or other security instrument by means of which title to the Lot is conveyed or encumbered to secure a debt. Such membership shall continue for so long as such ownership shall continue and shall terminate when such Member no longer owns such a fee interest of record. There shall be one (1) membership for each Lot.

**ARTICLE VII.
CLASSES OF MEMBERSHIP; VOTING RIGHTS**

The Association shall have two (2) classes of voting membership as follows, and as more particularly set forth in the Bylaws of the Association:

Class A: Class A Members shall be the Members, with the exception of Declarant (except as otherwise provided in the Bylaws).

Class B: Class B Member shall be Declarant or its designated successor or assign.

The qualifications and rights, including voting rights, of the Members of each class shall be as set forth in the Bylaws of the Association.

**ARTICLE VIII.
BOARD OF DIRECTORS**

The affairs of the Association shall be governed by the Board of Directors which shall consist of three (3) individuals (each a "Director," and collectively, the "Directors"). The number of Directors may be changed from time to time by resolution of the Board of Directors, but may never be less than three (3) and shall always be an odd number. The method of election of the Directors shall be as set forth in the Bylaws of the Association.

The names and addresses of the persons who are to act in the capacity of initial Directors of the Association until the election and qualification of their successors are as follows:

NAME:	ADDRESS:
Matthew H. Merritt	332 Pablo Terrace, Ponte Vedra Beach, Florida 32082
Richard Newton	15 Muscogee Way NW, Atlanta, Georgia 30305-3580
Michael Stauffer	1093 A1A Beach Boulevard #330, St. Augustine Beach, Florida 32080

**ARTICLE IX.
DURATION AND CORPORATE EXISTENCE**

The corporation shall exist perpetually. These Articles shall become effective upon filing as prescribed by law.

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**ARTICLE X.
AMENDMENTS**

Section 1. Member's Amendment. These Articles may be altered, amended or repealed upon the affirmative vote of Members holding a majority of the total votes allocated to the Members pursuant to the Bylaws and subject to the requirements of the Declaration.

Section 2. Declarants Amendments. Notwithstanding anything herein contained to the contrary, to the extent lawful, Declarant may amend these Articles consistent with the provisions of the Declaration allowing certain amendments to be enacted by Declarant alone.

**ARTICLE XI.
BYLAWS**

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

**ARTICLE XII.
INCONSISTENCY**

In the event of any inconsistency between the terms and provisions contained in the Declaration and those contained in these Articles, the terms and provisions of the Declaration shall prevail. In the event of any conflict between these Articles and the provisions of the Association's Bylaws, the Bylaws shall control.

**ARTICLE XIII.
MERGERS AND CONSOLIDATIONS**

Subject to the provisions of the Declaration applicable to the Property and to the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall be approved in the manner provided by Chapter 617, Florida Statutes as the same may be amended from time to time. For purposes of any vote of the Members required pursuant to said statutes, for so long as the Declarant shall own any portion of the Properties, any such merger or consolidation shall require the Declarant's prior approval.

**ARTICLE XIV.
INCORPORATOR**

The name and address of the incorporator is as follows:

Matthew H. Merritt
332 Pablo Terrace
Ponte Vedra Beach, Florida 32082

{Signature page follows}

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IN WITNESS WHEREOF, the undersigned pursuant to the laws of the State of Florida, has executed these Articles of Incorporation as of June 24, 2016.

INCORPORATOR:

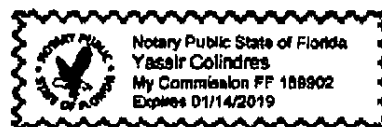
By: [Signature]
 Name: Matthew H. Merritt
 Its: Incorporator

STATE OF FLORIDA }
 } ss:
 COUNTY OF Duval }

The foregoing Articles of Incorporation were acknowledged before me this 24th day of June, 2016, by Matthew H. Merritt, the Incorporator of THE OASIS CLUB HOMEOWNERS ASSOCIATION, INC., a Florida non-profit corporation, on behalf of the corporation, who is personally known to me or provided FL Drivers License as identification.

[NOTARIAL SEAL]

[Signature]
 Print Name Yassir Colindres
 Notary Public
 State of Florida at Large
 My Commission Expires: 01/14/2019




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IN COMPLIANCE WITH SECTION 617.0501, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THE OASIS CLUB HOMEOWNERS ASSOCIATION, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL PLACE OF BUSINESS AT 332 PABLO TERRACE, PONTE VEDRA BEACH, FLORIDA 32082, HAS NAMED MATTHEW H. MERRITT, WHOSE ADDRESS IS 332 PABLO TERRACE, PONTE VEDRA BEACH, FLORIDA 32082, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA. SAID REGISTERED AGENT'S ADDRESS IS THE CORPORATION'S REGISTERED OFFICE.

**THE OASIS CLUB HOMEOWNERS
ASSOCIATION, INC.,** a Florida nonprofit corporation

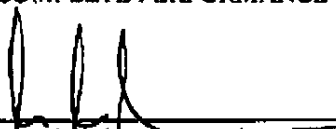
By: 

Name: Matthew H. Merritt

Its: Incorporator

Dated: June 24, 2016

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE NAMED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND 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.



Name: Matthew H. Merritt

Registered Agent

Dated: June 24, 2016

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