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February 3, 1995

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

200001898902  
-02/03/95-01034-012  
\*\*\*\*122.50 \*\*\*\*122.50

RE: BRADY MANOR HOMEOWNERS ASSOCIATION, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the referenced corporation with resident agent designation attached.

Also enclosed is our check in the amount of \$122.50 for the filing fee as follows:

|                              |                        |
|------------------------------|------------------------|
| Filing Fee                   | \$ 35.00               |
| Certified Copy               | 52.50                  |
| Registered Agent Designation | <u>35.00</u>           |
| <b>Total</b>                 | <b><u>\$122.50</u></b> |

Please return the certified copy to us. Thank you for your assistance.

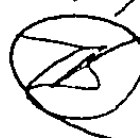
Very truly yours,

*Susan Foster*

P. Susan Foster

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FEB 6 - 5 AM 8:15

/sf  
Enclosures

2/6/95  


ARTICLES OF INCORPORATION

OF

BRADY MANOR HOMEOWNERS ASSOCIATION, INC.  
A CORPORATION NOT-FOR-PROFIT

RECORDED  
55 FEB - 6 AM 8:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, being desirous of forming a corporation not for profit, do hereby associate ourselves into a corporation for the purposes and with the powers herein specified and do hereby agree to the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be:

BRADY MANOR HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as the "Association").

ARTICLE II. PURPOSE

The purposes and object of the Association shall be to work for the preservation, improvement and beautification of BRADY MANOR WAY, a residential development, (hereinafter "the Development") to be established upon that certain real property in DUVAL County, Florida, as described in that certain Declaration of Covenants, Conditions and Restrictions for BRADY MANOR WAY, which shall be recorded in the current public records, DUVAL County, Florida.

The Association does not contemplate pecuniary gain or profit to the members thereof and shall undertake and perform all acts and duties incident to the management, preservation and control of the common areas of the Development in accordance with the terms, provisions, and conditions of these Articles of Incorporation, the By-Laws of the Association and the Declaration.

ARTICLE III. POWERS

The Association shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the laws of the State of Florida and the Declaration as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in length.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association.

#### ARTICLE IV. QUALIFICATION OF MEMBERS

The qualifications of members, manner of their admission to and termination of membership shall be as follows:

A. The owners of all Lots in the Development are eligible to be members of the Association, and no other persons or entities shall be entitled to membership.

B. A person can become a Member by the acquisition of a vested present interest in the fee title to a Lot in the Development. The membership of any person or entity shall be automatically terminated upon his being divested of his title or interest in such Lot. Further, membership is dependent upon the owner paying the dues as enacted by the Association.

C. Except as an appurtenance to his Lot, no Member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and the By-Laws hereof.

#### ARTICLE V. VOTING

On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each lot in the Development. Such vote may be exercised or cast by the owner or owners in such manner as may be provided in the By-Laws of this Association. Any item up for consideration and vote shall require for approval the vote of 2/3 of the total membership.

#### ARTICLE VI. TERM OF EXISTENCE

Existence of this Association shall commence with the filing of these Articles with the Secretary of State, Tallahassee, Florida. The Association shall have perpetual existence.

#### ARTICLE VII. OFFICE

The principal office of the Association shall be 12361 Brady Manor Way, Jacksonville, Florida 32223, or such other place as the Board of Directors may designate. The address of the registered office and the name of the initial Registered Agent are: Hal Taylor, 12361 Brady Manor Way, Jacksonville, Florida 32223.

ARTICLE VIII. BOARD OF DIRECTORS

A. The business affairs of this Association shall be managed by the Board of Directors. The number of members of the Board of Directors shall be four including the President of the Association.

B. Subject to the Declaration, the Board of Directors shall be elected by the Members of the Association from among the membership at the annual membership meeting.

The names and residence addresses of the persons who are to serve as the initial Board of Directors until their successors are chosen, are as follows:

| <u>Director</u>       | <u>Address</u>                                       |
|-----------------------|--|
| Hal Taylor            | 12361 Brady Manor Way<br>Jacksonville, Florida 32223 |
| Mark Hoffman          | 12314 Brady Manor Way<br>Jacksonville, Florida 32223 |
| Tom Tankersley        | 12338 Brady Manor Way<br>Jacksonville, Florida 32223 |
| Jeff Briar, President | 12313 Brady Manor Way<br>Jacksonville, Florida 32223 |

ARTICLE IX. OFFICERS

A. The officers of the Association shall be a President, Secretary and Treasurer who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directors of the Board of Directors.

B. The persons who are to serve as officers of the Association until their successors are chosen are:

| <u>Officer</u> | <u>Name</u>   | <u>Address</u>                                       |
|----------------|---------------|--|
| President      | Jeff Briar    | 12313 Brady Manor Way<br>Jacksonville, Florida 32223 |
| Secretary      | Eric Peterson | 12337 Brady Manor Way<br>Jacksonville, Florida 32223 |
| Treasurer      | Fritz Koenig  | 12349 Brady Manor Way<br>Jacksonville, Florida 32223 |

C. The officers shall be elected by the members of the Association at their annual meeting. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held. The annual meeting shall be held in January. Other meetings of the Association shall be held at least quarterly. Any three (3) members can call a meeting by notifying the President.

#### ARTICLE X. BY-LAWS

A. The members shall adopt by a majority vote the original By-Laws of the Association.

B. The By-Laws may be amended in accordance with the procedures set forth in the By-Laws.

#### ARTICLE XI. AMENDMENT OF ARTICLES

A. These Articles of Incorporation may be amended as follows:

1. Amendments shall be proposed by a majority of the Board of Directors.
2. The President, or acting Chief Executive Officer of the Association in the absence of the President, shall thereupon call a special meeting of the Members of the Association for a date not sooner than twenty (20) days nor later than sixty (60) days from the date on which the Board of Directors approve the amendment proposal. Each Member shall be given written notice of such meeting stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed or presented personally to each Member not less than ten (10) days nor more than thirty (30) days before the date set for such meeting. Such notice shall be deemed properly given when deposited in the United States mail, addressed to the Member at his post office address as it appears on the records of the Association. At such meeting, the amendment or amendments proposed must be approved by an affirmative vote of at least a majority of the members. If so approved, a certified copy of the said amendment or amendments shall be filed in the Office of the Secretary of State of the State of Florida and recorded in the public records of Duval County, Florida.



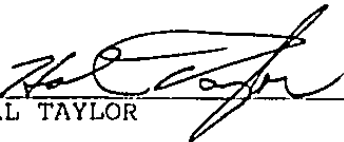
CERTIFICATE NAMING AGENT UPON WHOM DUE PROCESS  
MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted:

That BRADY MANOR HOMEOWNERS ASSOCIATION, INC., a corporation duly organized and existing under the laws of the State of Florida, with its principal office, as indicated in the articles of incorporation at City of Jacksonville, County of Duval, State of Florida, has named Hal Taylor, located at 12361 Brady Manor Way, Jacksonville, Florida 32223, as its agent to accept service of process within this state.

Having been named to accept service of process for 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 Florida Statute relative to keeping open said office.

REGISTERED AGENT

  
HAL TAYLOR

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
55 FEB -6 AM 8:15

STATE OF FLORIDA  
COUNTY OF DUVAL

Sworn to and subscribed before me this 2 day of Feb, 1995, by Hal Taylor who is personally known to me or has produced as identification.

  
Notary Public, State of Florida



SUSAN T. CRANE  
NOTARY COMMISSION # CC345715 EXPIRES  
February 18, 1998  
BONDED THREE THOUSAND DOLLARS