

W95000001406

Carl Clayton
6421 Easy Goer Circle
Sarasota, FL 34240

New Filings Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

March 7, 1995

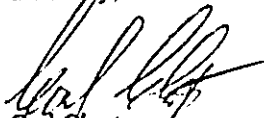
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-03/13/95--01072--002
*****70.00 *****70.00

Dear Sir:

Enclosed please find the original Articles Of Incorporation for Oakley Homeowner's Association, Inc. Also enclosed is a check for \$70.00 payable to Secretary of State for the filing fee.

Once the document is filed, please return to me at the above address.

Sincerely,


Carl Clayton

FILED
95 MAR 23 PM 1:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA

695A 00013219 REGISTERED MAR 7 1995
v. section 2, 4, 2
789, 703, 2295, 706, 671
W95-5565



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1995

CARL CLAYTON
6421 EASY GOER CIRCLE
SARASOTA, FL 34240

SUBJECT: OAKLEY HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: W95000005565

We have received your document for OAKLEY HOMEOWNER'S ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article V, SECTION 2 states there will be 4 director(s), whereas 2 is/are listed.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return 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 (904) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 295A00011182

ARTICLES OF INCORPORATION
OF
OAKLEY HOMEOWNER'S ASSOCIATION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following.

ARTICLE I

NAME

The name of the Corporation shall be Oakley Homeowner's Association, Inc.

ARTICLE II

PURPOSES

Section 1. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations under section 501 (c)(3) of the Internal Revenue Code of 1986, corresponding provisions of any subsequent federal tax laws.

Section 2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director or Officer of the Corporation or any Member of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Director or Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 4. The corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 5. The Corporation shall not retain any excess business holdings as defined in Section (e) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 6. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 7. The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 8. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170 (d)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

Section 9. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE III TERMS OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IV MEMBERS

The Corporation shall have Members. The membership of the Corporation shall constitute all persons hereinafter named as Subscribers, as Directors, and such other persons who, from time to time hereafter, meet such criteria for membership,

qualification and manner of admission as shall be determined by the Board of Directors and provided for in the Bylaws of the Corporation

ARTICLE V
BOARD OF DIRECTORS

Section 1. The business affairs of the Corporation shall be managed by the Board of Directors.

Section 2. The corporation shall have four (4) members of the Board initially. The number of Directors may be changed from time to time as provided by the Bylaws, but their number may never be less than three (3).

Section 3. Only persons who are Members of the Corporation shall be eligible to serve on the Board of Directors.

Section 4. The names and addresses of the initial Board of Directors who are to serve as Directors until the first meeting of the membership is as follows:

Carl Clayton
6421 Easy Goer Circle
Sarasota, FL 34240

Evon Clayton
6421 Easy Goer Circle
Sarasota, FL 34240

J. David Cassilly
6958 Griffin Boulevard South West
Fort Myers, FL 33908

Lynn F. Cassilly
6958 Griffin Boulevard South West
Fort Myers, FL 33908

Section 5. Members of the Board of Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
OFFICERS

Section 1. The officers of the Corporation shall be a President, Vice President, a Secretary, a Treasurer, and such number of additional Vice Presidents or other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the Corporation until the first meeting of the Board of Directors are:

President:	Carl Clayton 6421 Easy Goer Circle Sarasota, FL 34240
Vice President:	Evon Clayton 6421 Easy Goer Circle Sarasota, FL 34240
Secretary:	J. David Cassilly 6958 Griffin Boulevard South West Fort Myers, FL 33908
Assistant Secretary:	Lynn F. Cassilly 6958 Griffin Boulevard South West Fort Myers, FL 33908
Treasurer:	Carl Clayton 6421 Easy Goer Circle Sarasota, FL 34240

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided by the Bylaws.

Section 4. The officers shall have such duties, responsibilities and powers as provided by the Bylaws.

ARTICLE VII BYLAWS

The membership shall adopt Bylaws for the Corporation at the first meeting of the membership of the Corporation after the approval of these Articles of Incorporation by the Secretary of State. Additional Bylaws of alternatives or recession of the first Bylaws shall be enacted by the Members or Directors.

ARTICLE VIII CONDUCT OF AFFAIRS

The conduct of the affairs of the Corporation shall be limited by the various provisions of the Bylaws including but not limited to the following matters: provisions establishing classes of membership and limiting voting rights to one or more of such classes; and provisions creating, dividing, limiting and regulating the powers of the Corporation, the Directors and the Members.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the Corporation is 6421 Easy Goer Circle, Sarasota, Florida 34240, and the name of the initial registered agent of the Corporation located at that address is Carl Clayton.

ARTICLE X
SUBSCRIBERS

The subscribers to these Articles of Incorporation are:

Carl Clayton
6421 Easy Goer Circle
Sarasota, FL 34240

J. David Cassilly
6958 Griffin Boulevard South West
Fort Myers, FL 33908

ARTICLE XI
AMENDMENT OF ARTICLES OF INCORPORATION


These Articles of Incorporation may be amended by the Members and the Directors. Such amendment shall be proposed and adopted by a vote of the Directors and Members of the Corporation.

THESE ARTICLES are subscribed to by:

J. DAVID CASSILLY, INC.

By: 
J. David Cassilly, President

CARL CLAYTON

By: 
Carl Clayton

STATE OF FLORIDA)
COUNTY OF LEE)

Subscribed and sworn to before me by J. David Cassilly, President and Secretary of J. David Cassilly, Inc., who is personally known to me and who did take an oath this
.. 7 .. day of MARCH, 1995.

Shirley J. Lawrence
Notary Public

My commission Expires: Notary Public, State of Florida
My Commission Expires April 14, 1995
Bonded Thru Troy Pain - Insurance Inc.

(SEAL)

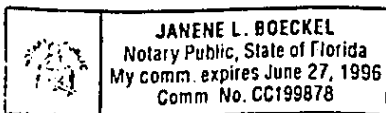
STATE OF FLORIDA)
COUNTY OF SARASOTA)

Subscribed and sworn to before me by Carl Clayton, who is personally know to me and did take an oath this 10th day of March, 1995.

Janene L. Boeckel
Notary Public

My Commission Expires:

(SEAL)



ACCEPTANCE OF REGISTERED AGENT

I hereby accept to act as Initial Registered Agent of OAKLEY HOMEOWNER'S ASSOCIATION, INC., as stated in these Articles of Incorporation



Carl Clayton, President

FILED
95 MAR 23 PM 1:34
SECRETARY OF STATE
TALLAHASSEE FLORIDA