

H9500002433

ENTERED ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
400 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: FLORIDA WOODLAND GROUP, INC.
412 NE 16TH AVE-S-130
PO BOX 1776
GAINESVILLE FL 32601-
CONTACT: VICKI WRIGHT
PHONE: (904) 334-1976
FAX: (904) 376-6851

(((H95000005651)))
DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION
NAME: RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION,
FAX AUDIT NUMBER: H95000005651
DATE REQUESTED: 05/19/1995
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1095-10703

FILED
95 MAY 22 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA WOODLAND GROUP, INC.

412 N.E. 16th Avenue
P.O. Box 1776
Gainesville, FL 32602

FACSIMILE NUMBER: (904) 376-6851

FACSIMILE COVER LETTER

TO: Division of Corporations FROM: Katherine Upham
(904) 922-4000 **FLORIDA WOODLAND GROUP, INC.**

RE: Electronic Filing of Running Springs Bluff Property Owners' Association, Inc.

COMMENTS: Pursuant to your instructions, following are the revised Articles for the above referenced corporation, as well as a copy of your letter of May 19, 1995. If you need anything additional, please let me know as soon as possible. Thank you.

DATE SENT: 5/22/95

TIME SENT: 9:00 am

NUMBER OF PAGES: -9-

WITH COVER PAGE: -10-

IF YOU DO NOT RECEIVE ALL THE PAGES INDICATED ABOVE, PLEASE GIVE US A CALL AS SOON AS POSSIBLE:

LOCAL: (904) 334-1976
IN FLORIDA: 1 (800) 342-8600
OUTSIDE FLORIDA: 1 (800) 874-4602

THANK YOU



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 19, 1995

FLORIDA WOODLAND GROUP, INC.
GAINESVILLE, FL

SUBJECT: RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION, INCC.
REF: W95000010703

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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) 487-6931.

Steven Godfrey
Corporate Specialist

FAX Aud. #: H95000005651
Letter Number: 295000025867

Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

**ARTICLES OF INCORPORATION
OF**

RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION, INC.

A Corporation Not for Profit

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I
NAME**

The name of this corporation is **RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION, INC.** The corporation's principal office address is 412 N.E. 16th Avenue, Gainesville, Florida, 32601. The mailing address is the same, as is the registered office address.

**ARTICLE II
DURATION**

The period of duration is perpetual.

**ARTICLE III
PURPOSE**

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

**ARTICLE IV
MEMBERSHIP**

Every person who from time to time holds the record fee simple title, or any undivided fee simple interest therein, to a lot that is subject to assessment by this Association pursuant to the provision of the Declaration recorded in O.R. Book 534, pages 196-201, in the official records of Suwannee County, Florida, (or amendments therounder), is a member of this Association, including contract purchasers, but excluding all other persons who hold any interest in any lot merely as security for the performance of an obligation. An owner of more than one lot is entitled to one membership for each lot owned. Membership is appurtenant to and may not be separate from ownership of the lot that is subject to the provisions of the Declaration nor may membership be transferred other than by transfer of title to such lot.

**ARTICLE V
Voting Rights**

Members, including the Declarants, are entitled to one vote for each lot owned. If more than one person owns an interest in any lot, all such persons are members; but there may be only one vote cast for such lot. Such vote may be exercised as the owners determine among themselves; but no split vote is permitted. Prior to any meeting at

which a vote is to be taken, each co-owner must file the name of the voting co-owner with the Secretary of the Association to be entitled to vote at such meeting, unless such co-owners have filed a general voting authority with the Secretary applicable to all votes until rescinded. The voting right pertaining to a lot will be suspended so long as any assessments on that lot remain delinquent. Annual meetings of the members can be called at the discretion of the Board of Directors or at the request of members entitled to cast ten percent (10%) of the total Association votes. Special meetings of the members can be called by the Board of Directors.

ARTICLE VI
Board of Directors

This Association's affairs are managed by a Board of Directors initially composed of three Directors, who need not be Association members. The number of Directors from time to time may be changed by amendment to this Association's Bylaws, but at all times must be an odd number of not less than three nor more than seven. The term of office for each Director shall expire at the adjournment of the annual meeting at which the Director's successor is selected. Any Director may succeed himself in office. All Directors are elected by secret written ballot at annual meetings called as provided in the Declaration. Each member may cast as many votes for each vacancy as such member has under the provisions of Article V of these Articles; and the person receiving the largest number of votes cast by both classes of membership for each vacancy is elected. Cumulative voting is not permitted. Vacancies occurring between annual meetings can be filled by majority vote of the remaining directors.

The names and addresses of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
LISA S. CHAPMAN	412 NE 16th Avenue Gainesville, FL 32601
BOB SHEFFIELD	Post Office Box 1776 Perry, FL 32347
JANET L. MILLER	412 NE 16th Avenue Gainesville, FL 32601

The names and addresses of the initial officers of the Association are:

<u>NAME</u>	<u>ADDRESS</u>
LISA S. CHAPMAN President	412 NE 16th Avenue Gainesville, FL 32601
BOB SHEFFIELD Vice President	Post Office Box 1776 Perry, FL 32347

JANET L. MILLER
Secretary-Treasurer

412 NE 16th Avenue
Gainesville, FL 32601

The initial officers of the Association shall serve until the first election held under the Articles of Incorporation.

ARTICLE VII
Subscribers

The name and address of the Subscriber of the Association is:

NAME

ADDRESS

LISA S. CHAPMAN

412 NE 16th Avenue
Gainesville, FL 32601

ARTICLE VIII
Dissolution

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the approval of two-thirds (2/3) of the members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If such dedication is refused, such assets must be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes, but in no event may any assets inure to the benefit of any member or other private individual. Dissolution of the Association without acceptance of the common areas for maintenance by a public agency will not relieve the members from responsibility of paying assessments as provided in the Declaration.

ARTICLE IX
Amendments

Amendments to these Articles shall be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, except that each such amendment must have the approval of two-thirds (2/3) of the members.

ARTICLE X
Voting Requirements

Section 1. **Percentage Requirements.** Unless the context expressly requires only the approval of those members present and voting, any provision of these Articles, the Declaration, any supplemental Declaration or the Bylaws that requires the approval of a specified percentage of membership requires the approval of those members entitled to cast the requisite percentage of the total votes eligible to be cast by the members.

Section 2. Two-Thirds Approval. Any of the following Extraordinary Action must be approved by two-thirds (2/3) of the members (i) any mortgaging of this Association's property; (ii) any merger or consolidation of this Association; (iii) any dissolution of this Association as provided in Article VIII of these Articles; and (iv) amending these Articles of Incorporation as provided in Article IX.

Section 3. Notice and Quorum Requirements. Written notice of any meeting at which an Extraordinary Action enumerated in this Article will be taken must be mailed by first class mail to all owners, or all affected owners, as the case may be, not less than thirty (30) days, nor more than sixty (60) days, in advance of such meeting. The presence of members or proxies entitled to cast at least one-third (1/3) of the votes constitutes a quorum.

Section 4. Written Notice. Any action that may be taken at any membership meeting, including an Extraordinary Action enumerated in this Article, may be taken without a meeting, without prior notice and without a vote if: (i) written consent, setting forth the action so taken, is signed by those owners entitled to exercise not less than the minimum numbers of votes necessary to authorize to take such action at a meeting; and (ii) within ten (10) days after obtaining such written consent, notice thereof is given to those members who have not so consented in writing.

Section 5. Certification. An instrument signed by any executive officer of this Association, and attested by this Association's Secretary under the Association's seal, is conclusive that any required approval has been obtained in the manner provided in this Article as to persons without actual knowledge to the contrary.

ARTICLE XI Interpretation

Express reference is made hereby to the terms and provisions of the Declaration referred to Article IV where necessary to interpret, construe and clarify the provisions of these Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the Incorporators/Subscribers intend its provisions to be consistent with the provisions of the Declaration, and all Supplemental Declarations, and to be interpreted, construed and applied with those of the Declaration, and any applicable Supplemental Declaration, to avoid inconsistencies or conflicting results. In the event of conflict, the terms of the Declaration, as amended, shall govern.

IN WITNESS WHEREOF, the undersigned Incorporators/Subscribers have executed these Articles of Incorporation, this 19th day of May, 1995.

Lisa S. Chapman
LISA S. CHAPMAN, President

ATTEST:

Janet L. Miller
JANET L. MILLER, Secretary

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME personally appeared LISA S. CHAPMAN, and JANET L. MILLER, as President and Secretary, respectively, of RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION, INC., to me well known and known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that they executed such instrument.

WITNESS my hand and official seal this 19th day of May, 1995.

(SEAL)

Katherine H. Upshaw
Notary Public, State of Florida.
My Commission Expires:

KATHERINE H. UPSHAW
NOTARY PUBLIC, STATE OF FLORIDA
COMM. EXP. DECEMBER 30, 1998
#CO249330

**CERTIFICATE DESIGNATING AGENT
UPON WHOM PROCESS MAY BE SERVED AND
THE PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA**

In pursuance of Section 48.091 and Section 607.034(3), Florida Statutes, the following is submitted in compliance with said sections:

RUNNING SPRINGS BLUFF PROPERTY OWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at the City of Gainesville, County of Alachua, State of Florida, has named LISA S. CHAPMAN as its registered agent to accept service of process within this state, who is located at the following registered office: 412 N.E. 16th Avenue, Gainesville, Florida 32601.

ACKNOWLEDGMENT AND ACCEPTANCE:

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and agree to act in such capacity. I agree to comply with the provisions of said sections relative to keeping open the registered office.

Lisa S. Chapman
LISA S. CHAPMAN
Registered Agent

FILED
95 MAY 22 AM 11:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA