

N/97000006600

EDWARD E. HEDSTROM  
ATTORNEY AT LAW

P.O. Box 1354  
601 St. Johns Avenue  
Palatka, Florida 32178

Telephone (904) 328-6778  
Fax (904) 329-1133  
e-mail: EEH@HSLaw.com

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 20 PM 12:14

November 18, 1997

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, Florida 32301

900002352559--6  
-11/20/97--01013--013  
\*\*\*122.50 \*\*\*122.50

IN RE: Southern Pines Homeowner's Association of Palatka, Inc.  
( a corporation not for profit)

Gentlemen:

Enclosed please find the Articles of Incorporation for *Southern Pine Homeowner's Association of Palatka, Inc.*, together with a check in the amount of \$122.50 for filing. Please send me a certified copy at your earliest convenience.

Sincerely yours,



Edward E. Hedstrom

EEH/cw

enclosure

7

D. BROWN NOV 24 1997

**ARTICLES OF INCORPORATION**

**OF**

**SOUTHERN PINES HOMEOWNER'S ASSOCIATION OF PALATKA, INC.  
(a corporation not for profit)**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 20 PM 12:14

We, the undersigned natural persons of legal age, acting as incorporators of a corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I: NAME**

The name of this corporation (called the Association) is: SOUTHERN PINES HOMEOWNER'S ASSOCIATION OF PALATKA, INC.

**ARTICLE II: NON-PROFIT STATUS**

The Association is a non-profit corporation organized under Chapter 617 of the Florida Statutes.

**ARTICLE III: DURATION**

Its duration is perpetual.

**ARTICLE IV: PURPOSE**

The specific primary purpose for which the Association is formed is to provide for the maintenance and upkeep of that certain road known as "Rachel Road" that lies within the SW 1/4 of the SW 1/4 of Section 15-10-26, Putnam County, Florida.

In furtherance of such purpose, the Association shall have power to:

(a) Borrow money and, subject to the consent by vote or written instrument of three-fourths of the voting members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(b) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the voting members. No such dedication or transfer shall be effective unless an instrument has been signed by three-fourths of the voting members, agreeing to such dedication, sale, or transfer;

(c) Have and exercise any and all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

(d) The association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the association shall be financed by assessments on members as provided in the declaration, and no part of any net earnings shall inure to the benefit of any member.

#### **ARTICLE V: PRINCIPAL and INITIAL OFFICE**

The street address of the principal office and the initial registered office of the Association is: 601 St. Johns Avenue, Palatka, Florida 32177 and the name of its initial registered agent at said address is: EDWARD E. HEDSTROM.

#### **ARTICLE VI: MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot or tract of property having a legally recorded easement for ingress and egress over Rachel Road as defined above, including contract sellers, but excluding persons holding title merely as security for performance of any obligation, shall be a member of the association.

#### **ARTICLE VII: CLASSES OF MEMBERSHIP**

There shall be two (2) classes of membership:

(1) Voting members. Voting members shall be those who (1) actually own and reside on, or (2) who is in the process of constructing a single-family residence on a lot or tract of property having a legally recorded easement for ingress and egress over Rachel Road as defined above. Each lot or tract of property shall be entitled to one (1) vote.

(2) Non-voting members. Non-voting members shall be those persons who own a lot or tract of property having a legally recorded easement for ingress and egress over Rachel Road as defined above, but who do not reside on said property.

#### **ARTICLE VIII: BOARD OF DIRECTORS**

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially and may be increased from time to time by the by-laws, but shall never be less than three (3).

Section 2. The Board of Directors shall be voting members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as initial Directors for the ensuing year, or until the first meeting of the corporation, are:

NAME

ADDRESS

Sherry F. Moore

116 Rachel Road  
Palatka, Florida 32177

Elaine Fillman

106 Patricia Place  
Palatka, Florida 32177

Jack Fillman

112 Rachel Road  
Palatka, Florida 32177

**ARTICLE IX: INCORPORATORS and INITIAL MEMBERS**

The names and addresses of the incorporators and the initial voting members of this corporation who currently own and reside on residential property adjacent to Rachel Road as defined above are:

NAME

ADDRESS

Michael O. Moore and Sherry F. Moore

116 Rachel Road  
Palatka, Florida 32177

Richard A. Clark and Elaine S. Clark

120 Rachel Road  
Palatka, Florida 32177

Brent Fillman and Elaine Fillman

106 Patricia Place  
Palatka, Florida 32177

Jack Fillman and Patricia Fillman

112 Rachel Road  
Palatka, Florida 32177

Nicholas John and Brenda John

122 Rachel Road  
Palatka, Florida 32177

James McMehen and Barbara McMehen

115 Rachel Road  
Palatka, Florida 32177

**ARTICLE X: BY-LAWS**

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary.

Section 2. Upon proper notice, the by-laws may be amended, altered or rescinded by a majority vote of those members of the Association present at any regular meeting or any special meeting called for that purpose.

#### **ARTICLE XI: AMENDMENTS**

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

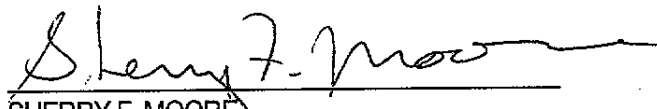
Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

#### **ARTICLE XII: DISSOLUTION**

On dissolution, 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 nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

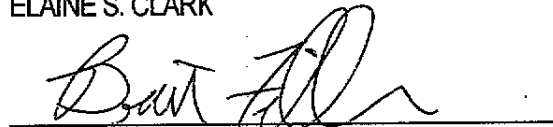
IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 18th day of November, 1997, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

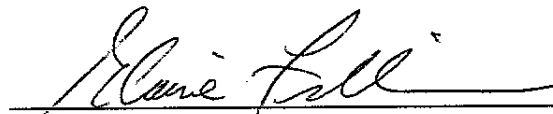
  
MICHAEL O. MOORE

  
SHERRY F. MOORE

  
RICHARD A. CLARK

  
ELAINE S. CLARK

  
BRENT FILLMAN

  
ELAINE FILLMAN

Jack Fillman  
JACK FILLMAN

Patricia Fillman  
PATRICIA FILLMAN

Nicholas John  
NICHOLAS JOHN

Brenda John  
BRENDA JOHN

James C. McMeHEN  
JAMES McMEHEN

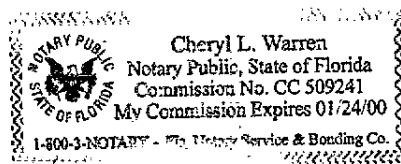
Barbara McMeHEN  
BARBARA McMEHEN

STATE OF FLORIDA  
COUNTY OF PUTNAM

BEFORE ME, the undersigned authority, personally appeared MICHAEL O. MOORE, SHERRY F. MOORE, RICHARD A. CLARK, ELAINE S. CLARK, BRENT FILLMAN, ELAINE FILLMAN, JACK FILLMAN, PATRICIA FILLMAN, NICHOLAS JOHN, BRENDA JOHN, JAMES McMEHEN, and BARBARA McMEHEN to me known to be the persons who executed the foregoing Articles of Incorporation and they acknowledged to and before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18 day of November, 1997.

Cheryl L. Warren  
Notary Public  
My Commission Expires:



**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**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 NOV 20 PM 12:14

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

**SOUTHERN PINES HOMEOWNER'S ASSOCIATION OF PALATKA, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Certificate of Incorporation, at Palatka, County of Putnam and State of Florida, has named EDWARD E. HEDSTROM as its registered agent to accept service of process within this state, who is located at: 601 St. Johns Avenue, Palatka, Florida 32177.

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.



EDWARD E. HEDSTROM, Registered Agent