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Articles

1.) Horton Place Owners Association Inc
(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS

P. Hall

JUN -5 1998

5

RECEIVED
98 JUN -5 AM 11:00
DIVISION OF CORPORATION
FILED
98 JUN -5 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
HORTON PLACE OWNERS ASSOCIATION INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This is a not-for-profit corporation organized pursuant to the Florida Corporation Not for Profit Law set forth in Chapter 617 of the Florida Statutes, as amended.

ARTICLE I - NAME

The name of this Corporation is:

Horton Place Owners Association Inc.

ARTICLE II - INITIAL PRINCIPAL OFFICE

The initial principal office of this Corporation is:

310 College Drive
Orange Park, FL 32065

ARTICLE III - DURATION

This Corporation is to commence its corporate existence on the date of filing by the Secretary of the State of Florida. This Corporation shall exist perpetually.

ARTICLE IV - PURPOSE

A. This Corporation is formed pursuant to Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, and shall operate in such a manner as will qualify it as a tax exempt organization thereunder.

B. This Corporation is organized solely and exclusively for the purpose of providing an entity for the ownership, operation and maintenance of the common area of a professional office development more commonly known as HORTON PLACE located in Clay County, Florida.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent and the street address of the initial registered agent of this Corporation is:

James Eric Linton
170-H College Drive
Orange Park, FL 32065

ARTICLE VI - MEMBERSHIP

The qualifications for members and the manner of their admission shall be regulated by the Bylaws of the Corporation, as amended from time to time.

ARTICLE VII - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the Corporation and their manner of election shall be as designated in the Bylaws of the Corporation.

B. The names and addresses of the initial members of the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James Eric Linton	1613 Nolan Road Middleburg, FL 32068
Keith R. Ward	2741 Navajo Road Orange Park, FL 32065
Sharon L. May	5591 Dianthus Street Green Cove Springs, FL 32043

ARTICLE VIII - EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

B. No part of the activities of the Corporation shall include the publishing or distribution of statements or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office.

C. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended.

D. Notwithstanding any other provision of these Articles, this Corporation shall not, except to a de minimis degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation

ARTICLE IX - AMENDMENT

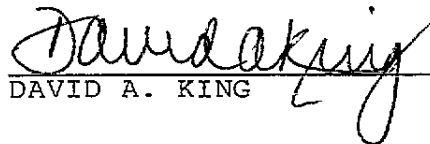
These Articles of Incorporation may be repealed, altered or amended, and new provisions adopted, by a simple majority vote (greater than 50%) of the members directors present at any regular meeting of the members directors or at any special meeting of the members directors called for that purpose at which a quorum is present. These Articles of Incorporation may be amended by the members directors without a meeting as provided for in the Bylaws.

ARTICLE X - INCORPORATOR

The name and address of the person signing these Articles is:

David A. King
Attorney at Law
1416 Kingsley Avenue
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 3rd day of June, 1998.



DAVID A. KING

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

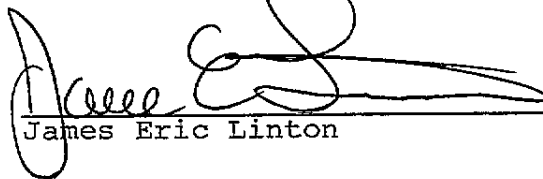
Pursuant to Section 48.091 and 617.0501, Florida Statutes, the following is submitted:

Horton Place Owners Association Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the State of Florida, has named as its agent to accept service of process within this State:

James Eric Linton
170-H College Drive
Orange Park, FL 32065

ACKNOWLEDGEMENT:

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act.


James Eric Linton