

# N98000003649

Gardner ET AL

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98 JUN 22 PM 4:20

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Requestor's Name

1300 Phoenicewood Dr

Address

385-0070

City/State/Zip

Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Woodberry Homeowners Association  
(Corporation Name) (Document #)
2. DAN  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in    ☐ Pick up time \_\_\_\_\_    ☐ Certified Copy  
☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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-06/17/98--01002--016  
\*\*\*122.50 \*\*\*122.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 JUN 22 1998  
 P. Hall  
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 13880

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

June 17, 1998

GARDNER SHELFER ET AL  
1300 THOMASWOOD DRIVE  
TALLAHASSEE, FL

SUBJECT: WOODBERRY HOMEOWNERS ASSOCIATION, INC.  
Ref. Number: W98000013880

We have received your document for WOODBERRY HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list at least one incorporator with a complete business street address.

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.

The registered agent must have a Florida street address. A post office box is not acceptable.

Please include the exhibit(s) referred to in your document.

Please return the original and one copy of 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 (850) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 098A00033554

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98 JUN 22 PM 2:32  
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**ARTICLES OF INCORPORATION  
OF  
WOODBERRY HOMEOWNERS ASSOCIATION, INC.**

FILED  
98 JUN 22 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation (hereinafter called the Association) is **WOODBERRY HOMEOWNERS ASSOCIATION, INC.**

**ARTICLE II**

The owners of property in **WOODBERRY SUBDIVISION** and such other owners of property as may later be annexed into the subdivision known as **WOODBERRY** shall be members of this Association. The legal description of the property currently composing **WOODBERRY** is described in Exhibit "A" attached hereto.

The specific primary purpose for which the Association is formed is to provide for maintenance of any common areas within the subdivision. Generally, the Association's purpose is to promote the health, safety, and welfare of the residents within the subdivision.

In furtherance of the specific and general purposes, the Association shall have power to:

(a) Perform all of the duties and obligations of the Association as set forth in restrictive covenants applicable to the subdivision;

(b) Affix, levy and collect and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the applicable restrictive covenants; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of, real and personal property in connection with the affairs of the Association;

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional residential property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of two-thirds (2/3) of the votes of the Association;

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

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the restrictive covenants, and no part of any net earnings of the Association will inure to the benefit of any member.

### **ARTICLE III**

Every person or entity who is a record owner of a fee or undivided fee interest in any unit which is within the property described in Exhibit "A", but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a unit.

### **ARTICLE IV**

The period of duration of the Association shall be perpetual.

### **ARTICLE V**

The address of the principal office of the Association, and the name of the registered agent at such address, is:

Frank W. Williams  
642 W.Brevard Street  
Tallahassee, Florida 32304

### **ARTICLE VI**

The affairs of the Association shall be managed by a board of directors, a president and vice president, who shall at all times be members of the board of directors, and a secretary and treasurer. Such officers shall be elected at the first meeting of the board of directors following each annual meeting of members. The method of election of the directors shall be as stated in the Bylaws.

The names of the officers who are to serve until the first election are:

<b>Frank W. Williams</b>	<b>-</b>	<b>President</b>
<b>Ralph Williams</b>	<b>-</b>	<b>Vice-President</b>
<b>Patrick H. Williams</b>	<b>-</b>	<b>Secretary/Treasurer</b>

## **ARTICLE VII**

The number of persons constituting the first board of directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as directors until the first election are:

FRANK W. WILLIAMS     ~     PRESIDENT

RALPH WILLIAMS         \_     VICE PRESIDENT

PATRICK H. WILLIAMS \_     SECRETARY/TREASURER

## **ARTICLE VIII**

The Bylaws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of each class of members existing at the time of and present at such meeting, except that the initial Bylaws of the Association shall be made and adopted by the directors.

## **ARTICLE IX**

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds (2/3) of each class of members existing at the time of, and present at such meeting.

## **ARTICLE X**

The Association shall have two (2) classes of voting members as follows:

Class A - Class A members shall be all owners of property within the subdivision with the exception of Declarant, and shall be entitled to one (1) vote for each unit owned as defined in the restrictive covenants. When more than one (1) person holds an interest in any unit, all such persons shall be members. The vote or votes for such unit shall be exercised as such members may determine among themselves.

Class B - The Class B member shall be the Declarant, as such term is defined in the Declaration of Restrictive Covenants of **WOODBERRY**, who shall be entitled to two (2) votes for each unit within the subdivision owned by Declarant to be constructed as shown on the approved preliminary plat of the property.

## **ARTICLE XI**

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 non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

## **ARTICLE XII**

Notwithstanding any other provision of these Articles to the contrary, so long as Class B membership exists, the following actions shall require the prior approval of the Federal Housing Authority and the Veterans Administration: annexation of any additional

property, mergers or consolidations, mortgaging of common areas, dedication of common areas to public use, dissolution, or amendment of the Articles of Incorporation.

EXECUTED this 30<sup>th</sup> day of March, 1998.

**INCORPORATOR:**

**FLORIDA DEVELOPERS, INC.**

642 W. Brevard St.  
Tallahassee, FL 32304

By: [Signature]

Frank W. Williams

**Its President**

**GARDNER, SHELFER, DUGGAR  
& BIST, P.A.**

1300 Thomaswood Drive  
Tallahassee, FL 32312  
(850) 385-0070  
Attorneys for Association

**STATE OF FLORIDA,  
COUNTY OF LEON.**

**BEFORE ME**, the undersigned authority, personally appeared Frank W. Williams, in his capacity as President of FLORIDA DEVELOPERS, INC., who, first being duly sworn by me, and to me well known to be the individual described in the foregoing Articles of Incorporation, acknowledged to and before me that he executed the same for the purposes expressed therein on behalf of the corporation.

**WITNESS** my hand and official seal on this 30<sup>th</sup> day of March, 1998.

[Signature: Cynthia Y. Taylor]  
**NOTARY PUBLIC**

My Commission Expires:



Cynthia Y. Taylor  
MY COMMISSION # CC628222 EXPIRES  
March 17, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.



THAT PART OF THE EAST HALF (E1/2) OF SECTION SIXTEEN (16), TOWNSHIP ONE (1) NORTH, RANGE ONE (1) EAST, LEON COUNTY, FLORIDA, MORE PARTICULARLY DESCRIBED AS FOLLOWS: BEGINNING AT A CONCRETE MONUMENT LOCATED 1570.00 FEET WEST AND 3100.00 FEET SOUTH FROM THE NORTHEAST CORNER OF SAID SECTION (16), AND RUN THENCE WEST 600 (588.62) FEET TO A CONCRETE MONUMENT; THENCE RUN NORTH (N 00°05'51" W), 700 (698.62) FEET TO A MARKER (CONCRETE MONUMENT); THENCE RUN SOUTH (S 00°43'42" W) 700 (696.55) FEET TO THE POINT OF BEGINNING, CONTAINING TEN (9.5) ACRES, MORE OR LESS.

EXHIBIT "A"

FILED  
98 JUN 22 PM 4:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the corporation ("Association") is **WOODBERRY HOMEOWNERS ASSOCIATION, INC.**

2. The name and address of the Registered Agent and principal office is:

Frank W. Williams  
642 W. Brevard Street  
Tallahassee, Florida 32304

DATED this 30<sup>th</sup> day of March, 1998.

**WOODBERRY HOMEOWNERS  
ASSOCIATION, INC.**

By:   
**FRANK W. WILLIAMS**  
**Its President**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

