

N98000005859

September 29, 1998

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

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-10/02/98--01062--009
*****70.00 *****70.00

Re: Homeowners Association of Windsong, Inc.
A corporation not for profit

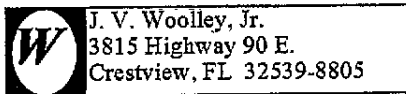
Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation for Homeowners Association of Windson, Inc. , A corporation not for profit, together with our check in the amount of \$70.00 for this filing.

Thank you.

Very truly yours,

J. V. Woolley, Jr.
J. V. Woolley, Jr.



FILED
98 OCT -2 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/14/98
MM

**ARTICLES OF INCORPORATION
OF
HOMEOWNERS ASSOCIATION OF WINDSONG, INC.
(A corporation not for profit)**

FILED
98 OCT -2 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, J. V. WOOLLEY, JR. and wife, ROSALYN WOOLLEY, MICHAEL J. ANDERS, BRUCE HAGEDORN and wife, MIA HAGEDORN, RALPH H. MULLINS and wife, DONNA D. MULLINS, 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 is Homeowners Association of Windsong, Inc.

ARTICLE II. PURPOSES.

The general nature of the objects and purposes of this corporation is to
Provide for maintenance, preservation and upkeep of streets and any other proper-
ties or assets of the association; to insure compliance with recorded restrictions;
And to provide for collection of funds and dues for such operations, within the
Certain tract of property described as follows:

The Southwest $\frac{1}{4}$ of the Northwest $\frac{1}{4}$; and the Northwest $\frac{1}{4}$ of the
Southwest $\frac{1}{4}$; and that part of the Southwest $\frac{1}{4}$ of the Southwest $\frac{1}{4}$, described as
Follows,

Commence at the Southwest corner of Section 17, T3N, R22W, thence run
North along the west section line of said section 222.31 feet; for a point of beginning,
Thence departing section line, run N 89 degrees 57 minutes 48 seconds east 1107.26
Feet, thence northeast to a point on the quarter section line that is 274.49 feet north
Of the Southeast corner of the Southwest Quarter of the Southwest Quarter, thence
Run North along the quarter section line 1060 feet more or less to the Northeast
Corner of the SW $\frac{1}{4}$ of the SW $\frac{1}{4}$, thence run N 89 degrees, 42 minutes, 30 seconds

West along the north line of the SW ¼ of the SW ¼ 1296 feet more or less to the Northwest corner of SW ¼ of SW ¼, thence run South 01 degrees, 00 minutes 58 seconds east 1113.49 feet more or less to the point of beginning, all being in Section 17, Township 3 North, Range 22 West, Okaloosa County, Florida.

And to promote the health, safety, and welfare of the property owners within The above described property, and any additions thereto as may be brought within The jurisdiction of this Association by annexation, as provided by Article X herein, And for this purpose to:

a. Exercise all the powers and privileges and to perform all of the duties and Obligations that the Association has set forth in that certain Declarations of Covenants and Restrictions, hereinafter called the "Declaration", applicable to the Property and recorded in the Office of the Clerk of Circuit Court of Okaloosa County, Florida and as the same may be amended from time to time as therein Provided, said "Declaration" is set forth at length in Appendix "A" attached to And incorporated as part of this document.

b. Levy, collect and enforce payment by any lawful means, annual dues and Any charges or assessments pursuant to the terms of the "Declaration", the By-Laws and this charter, to pay all expenses in connection therewith and all office And other expenses incident to the conduct of the business of the Association, Including all licenses, taxes or governmental charges levied or imposed against the Property of the Association, and to pay for the annual corporation renewal to the Florida Department of State, Division of Corporations;

c. Acquire (by gift or otherwise), own, hold, improve, build upon, operate,

**Maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose
Of real or personal property in connection with the affairs of the Association;**

**d. Borrow money, with the assent of two-thirds of the voting members,
Mortgage, pledge, deed in trust, or hypothecate any and all of it's real or personal
Property as security for money borrowed or debts incurred; and**

**e. Have and to exercise any and all powers, rights and privileges which a
Corporation organized under the Non-profit Corporation Law of the State of
Florida may now or hereafter have or exercise.**

ARTICLE III. Membership.

**The Association shall have only one class of membership which shall consist
Of every party who owns land in the above described tract of land, known as
"WINDSONG" an unrecorded subdivision. Every person or entity who is an
Owner of record of a fee, or an undivided fee interest in this tract (WINDSONG),
including contract sellers, shall be members in the Association. Ownership of any
parcel, lot or tract fronting or abutting Brookwood Lane, Brian Way, or any other
streets that may be later created in this tract, may not be separated from
membership in the Association. In other words, membership in the Association
shall be mandatory for all owners who acquire an interest in any property in this
subdivision (WINDSONG) and such membership shall be automatic with owner-
ship. The foregoing is not intended to include persons or entities who hold an
interest merely as security for the performance of an obligation, such as a
mortgagee. Membership shall flow with ownership and shall enure and be binding
upon future owners, heirs, and assigns. No owner shall have more than one**

membership. Ownership of property in the tract shall be the sole requirement for membership. The Association may extend membership privileges to any owner of a parcel of land adjacent to WINDSONG and who desires to use the streets of the Association for access to their lands. Once an adjacent owner signs agreement to be A member, such membership shall then become binding upon all future owners of His/her lot or parcel, and the owner agrees to include such stipulation in any deed Or conveyance to future purchasers. Once membership is obtained, it cannot be Separated from any lot, even if sold to a subsequent owner.

The Association may set reasonable fees for use of streets by anyone who Routinely use the streets for ingress and egress but do not belong to the Association. Since streets are private streets, use may be limited to members of the Association Only, if so desired.

ARTICLE IV. Voting Rights.

The Association shall have only one class of voting membership. This shall Consist of all owners of record of any lot or parcel fronting on or adjacent to any of The streets in the subdivision, and any other owners of adjacent property who Voluntarily join the Association and are referred to as "Owners", except J. V. Woolley, Jr. and Rosalyn R. Woolley, hereafter referred to as the "Developers". An Owner of any lot in "WINDSONG" shall be entitled to one vote for each lot owned. Size of lot, or amount of acreage shall not be considered. When more than one Person holds an interest in any lot, all such persons shall be members. The vote for Such lot shall be exercised as they determine, but in no event shall more than one Vote be cast by the owners for each lot. (Note: Where an individual purchases two

Parcels, be it one acre or five acres, each parcel shall be considered a separate lot. Where an individual purchases one parcel, be it one or more acres even as many as Ten acres, and does not split the parcel, it shall count as only one lot. Each parcel Cut out of the larger tract and deeded to another party, or a residence built upon it, Each parcel shall become a single lot.) . The Developers shall be entitled to one vote For each acre owned in the entire tract, but shall not pay annual dues.

ARTICLE V. Board of Directors.

The affairs of this corporation shall be managed by a Board of three Directors, who are members of the Association. The initial Board of Directors shall Serve until the election of Directors at the first annual meeting. The number of Directors who manage the affairs of the corporation subsequent to the first annual Meeting shall be set for the in the By-Laws of this corporation, but shall never be Less than three. The names and addresses of those who are to act in the capacity of Directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
J. V. Woolley, Jr.	3815 Hwy 90 East, Crestview, FL 32539
Rosalyn R. Woolley	3815 Hwy 90 East, Crestview, FL 32539
Morris M. Woolley, Sr.	5355 Opportunity Dr., Crestview, FL 32539

(As long as Developers own property in this tract, at least one shall be entitled to remain as a Director, unless voluntarily giving up that right.)

ARTICLE VI. Officers.

Section I: The officers of this corporation shall be a President, Vice-President, and a Secretary/Treasurer, and such other officers as may be Provided in the By-Laws.

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

<u>OFFICE</u>	<u>NAME</u>
President	J. V. Woolley, Jr.
Vice-President	Morris M. Woolley, Sr.
Secretary/Treasurer	Rosalyn R. Woolley

Section III: The officers shall be elected at the annual meeting of the (Members) as provided by the By-Laws.

ARTICLE VII. Duration.

The corporation shall exist perpetually.

ARTICLE VIII. By-Laws.

The By-Laws of the Association shall initially be adopted by the Board of Directors. Thereafter, the By-Laws may be amended, altered or rescinded by 60 Percent vote of the entire membership.

ARTICLE IX. Amendment of Articles.

Amendment of these articles shall require the assent of sixty (60) percent of The entire membership.

ARTICLE X. Annexation.

The corporation may, at any time, annex additional residential or Recreational properties and common areas to the property described in Article II And so add to its membership under provisions in Article III. Any such annexation shall then become subject to the By-Laws of the Association. Such annexation shall require the approval of 60 percent of the members.

ARTICLE XI. Mergers and Consolidation.

To the extent permitted by law, the corporation may participate in mergers And consolidations with other non-profit corporations organized for the same Purpose, provided that such mergers or consolidations will have the assent of 60 Percent of the entire voting membership of the Association.

ARTICLE XII. Authority to Dedicate.

The corporation shall have the power to dedicate, sell or transfer all or any Part of the common areas to any public agency or authority for such purposes and subject to such condition as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by members entitled to cast 60 percent of the votes of the Association, agreeing to such dedication, sale or transfer. (The corporation may grant easements for utility companies to install public utilities without a vote of the general membership. Further, the Association shall grant a non-exclusive, perpetual, right of ingress And egress, in a form that is recordable, to each purchaser at time of conveyance Of deed or other instrument of ownership.)

ARTICLE XIII. Dissolution.

The corporation may be dissolved with the assent given in writing by no less Than sixty percent of the entire voting membership of the Association. Upon Dissolution of the corporation, the assets, the real and personal property of the Corporation, shall be dedicated to an appropriate public agency to be devoted To purposes as nearly as practicable to the same as those to which they were Required to be dedicated by the corporation. In the event that such dedication or Acceptance is refused, such assets shall be granted, conveyed, assigned to any Non-profit corporation, association, trust, or other organization qualified for Exemption under 501©(3) of the Internal Revenue code to be devoted to purposes And uses that would most nearly reflect the purposes and uses to which they were Required to be dedicated by the corporation.

In the event the officers, directors, and members fail to file annual reports With the Division of Corporations, Department of State, State of Florida, the Corporation will expire and no longer be effective. Without a homeowners Association to maintain streets, property in the subdivision cannot be sold without Violating county land development ordinances. Furthermore, lending agencies Often refuse to lend on property that has as its primary access private streets that Do not have some entity to assume responsibility therefor.

In the event that the corporation is allowed to expire without some other Entity assuming responsibility for the streets, the final action of the Board shall

In the event that the corporation is allowed to expire without some other Entity assuming responsibility for the streets, the final action of the Board shall Be to petition the Board of County Commissioners to form a Municipal Service Benefit Unit (MSBU) to collect taxes or other assessments for the purpose of road Maintenance. Either the corporation must be kept alive, or a MSBU must be Provided for the benefit of all landowners in WINDSONG. If it becomes Necessary to file such petition with the Board of County Commissioners, all owners Hereby agree to such petition without a further vote of the membership.

ARTICLE XIV. Subscribers.

The name and residence of the subscribers of these articles are:

NAME

ADDRESS

J. V. Woolley, Jr. , 3815 Hwy 90 East, Crestview, Florida 32539

Rosalyn R. Woolley, 3815 Hwy 90 East, Crestview, Florida 32539

Michael J. Anders, 3245 Earl Kennedy Rd., Crestview, Florida 32539

Bruce Hagedorn, 386 Hospital Drive, Crestview, Florida 32539

Mia Hagedorn, 386 Hospital Drive, Crestview, Florida 32539

Ralph H. Mullins, 6350 Hwy 393, Crestview, Florida 32539

Donna D. Mullins, 6350 Hwy 393, Crestview, Florida 32539

ARTICLE XV. Initial Registered Office and Agent

The street address of the initial registered office of the corporation is

3815 Highway 90 East, Crestview, Florida 32539 and the name of the initial registered agent of this corporation at that address is J. V. Woolley, Jr.

The address of the principal office is the same as the registered office.

IN WITNESS WHEREOF for the purposes of forming this corporation
Under the laws of the State of Florida, We, the undersigned, constitute the
Incorporators of this Association, have executed these Articles of Incorporation
This 24th day of September, 1998.

WITNESSES:

Theresia R. Woolley
Theresia R. Woolley
David A. Russell
DAVID A. RUSSELL

J. V. Woolley, Jr.
J. V. Woolley, Jr.
Rosalyn R. Woolley
Rosalyn R. Woolley

STATE OF FLORIDA

COUNTY OF OKALOOSA

Before me, the undersigned authority, an officer in and for the State of
Florida, appeared J. V. Woolley, Jr., and wife, Rosalyn R. Woolley, who are
Personally known to me and who said that he/she read the foregoing and that
He/she has executed the same for the purposes stated therein.

Sworn to and subscribed before me this 24th day of September, 1998.

David A. Russell

Notary Public

My commission expires:



DAVID A. RUSSELL
COMMISSION # CC 437797
EXPIRES FEB 22, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

WITNESSES: Gail Westbury
Karen L. Gast

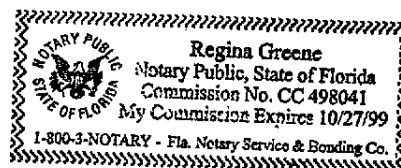
Michael Anders
Michael Anders

STATE OF: FLORIDA
COUNTY OF: OKALOOSA

Before me, the undersigned authority, an officer in and for the State of Florida,
appeared Michael Anders, who said that
he/she has read the foregoing and that he/she has executed the same for the purpose
stated therein.

Sworn to and subscribed before the this 16 day of Sept. 1998.

Regina Greene
Notary Public
My commission expires _____



WITNESSES:

Donnette L. Vinzant
Donnette L. Vinzant

Sean West
Sean West

STATE OF: FLORIDA
COUNTY OF: OKALOOSA

Before me, the undersigned authority, an officer in and for the State of Florida,
appeared Bruce Hagedorn and Mia Hagedorn who said that
he/she has read the foregoing and that he/she has executed the same for the purpose
stated therein.

Sworn to and subscribed before the this 12th day of September 1998.

 Donnette L. Vinzant
Commission # CC 680253
Expires Sep. 14, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

Donnette L. Vinzant
Notary Public
My commission expires 9/14/2001

Mia Hagedorn
MIA HAGEDORN
Bruce Hagedorn
BRUCE HAGEDORN

Mark E. Walker
WITNESSES: Mark E. Walker
Renee Beleznav
Renee Beleznav
STATE OF: FLORIDA
COUNTY OF: OKALOOSA

Ralph H. Mullins
Ralph H. Mullins

Before me, the undersigned authority, an officer in and for the State of Florida,

appeared RALPH H. MULLINS, who said that

he she has read the foregoing and that he she has executed the same for the purpose
stated therein.

Sworn to and subscribed before the this 17th day of SEPTEMBER 1998.

Mark E. Walker
Notary Public
My commission expires _____



MARK E. WALKER
COMMISSION # CC767476
EXPIRES AUG 28, 2002
BONDED THROUGH
ADVANTAGE NOTARY

ACCEPTANCE OF REGISTERED AGENT

I, J. V. WOOLLEY, JR., do hereby accept the Initial Registered Office and Agent for
HOMEOWNERS ASSOCIATION OF WINDSONG, INC., (A corporation not for profit).

Dated this 29th day of September, 1998.

J. V. Woolley Jr.
J. V. WOOLLEY, JR.

STATE OF FLORIDA
COUNTY OF OKALOOSA

Before me, the undersigned authority, an officer in and for the State of Florida,
Appeared J. V. WOOLLEY, JR., who is personally known to me and who said that he read
The foregoing and that he has executed the same for the purposed stated therein.

Sworn to and subscribed before me this 29th day of September, 1998.

Kathleen B. Wilhelm
NOTARY PUBLIC

Kathleen B. Wilhelm

Print name

My commission expires:



Kathleen B. Wilhelm
MY COMMISSION # CC610759 EXPIRES
April 25, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
98 OCT -2 PM 12:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA