

N 9800000 6933

2935 Doctors' Lake Drive  
Orange Park, FL 32073  
Nov 10, 1998

Department of State  
Corporations Division  
409 E. Gaines Street  
Tallahassee, FL 32301

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-12/04/98-01056--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir or Madam:

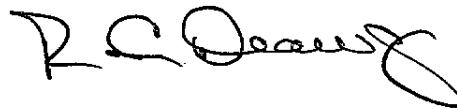
Please accept for incorporation as a not-for-profit corporation the enclosed articles of incorporation for Ocean Villa Owners' Association of Crescent Beach, Inc.

Enclosed also is a check for the following fees:

Filing Fee.....	\$35.00
Registered Agent Designation .....	\$35.00
TOTAL.....	\$70.00

If there are any problems with this, please let me know immediately. Thank you very much.

Sincerely,



R. Lee Drawdy

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION  
FOR

*Ocean Villa Owners' Association of Crescent Beach, Inc.*

A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned subscriber to these Articles of Incorporation, an individual, hereby forms a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the corporation is the OCEAN VILLA OWNERS' ASSOCIATION OF CRESCENT BEACH, INC., hereinafter referred to as the "Association." The street address of the Association is c/o R. Lee Drawdy, 2935 Doctors' Lake Drive, Orange Park, FL 32073.

ARTICLE II  
REGISTERED AGENT

The initial Registered Agent of the Association is R. Lee Drawdy. The street address of the Registered Agent is 2935 Doctors' Lake Drive, Orange Park, FL 32073.

ARTICLE III  
PURPOSES

The Association does not contemplate pecuniary gain or profit to its members. The Association's specific purposes are to provide for the maintenance and preservation of the property to be known as Ocean Villa (the "Property") in accordance with the Declaration of Charter, Easements, Covenants and Restrictions, recorded or to be recorded in the public records of St. Johns County, Florida (the "Declaration") for the mutual advantage and benefit of the members of the Association, who shall be owners of townhouses within the Property. To promote the health, safety and welfare of the owners of townhouses, the Association shall have and exercise the following authority and powers:

- (a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, which is hereby incorporated by reference, as it may be amended from time to time.
- (b) To acquire, by gift, purchase 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.
- (c) To borrow money and to mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.
- (d) To participate in mergers and consolidations with other nonprofit corporations organized for similar purposes.

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TALLAHASSEE, FLORIDA

#### ARTICLE IV MEMBERSHIP

Every person or entity who is a record owner of a townhouse within the Property shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot.

#### ARTICLE V VOTING RIGHTS

Voting rights are assigned in accordance with the provisions of the Declaration.

#### ARTICLE VI BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors, who do not need to be members of the Association. The Board of Directors shall be selected as provided in the Declaration and Bylaws.

#### ARTICLE VII TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida.

#### ARTICLE VIII DISSOLUTION

The Association may be dissolved as provided in the Declaration. Upon dissolution, the assets of the Association may be distributed to its members.

#### ARTICLE IX OFFICERS

Subject to the direction of the Board, the affairs of this Association shall be administered by its officers, as designated in the Bylaws of this Association. Said officers shall be elected annually by the Board in accordance with the Bylaws.

#### ARTICLE X BYLAWS

The Bylaws of this Association shall be adopted by the first Board and recorded among the public records of St. Johns County, Florida. The Bylaws may be altered, amended, modified or repealed by (a) a majority of the Directors, or (b) assent in writing of members representing a majority of the voting interests. Any such modification shall be effective upon recording in the public records of St. Johns County.

#### ARTICLE XI AMENDMENTS

This Association reserves the right to amend or repeal any of the provisions contained in these Articles by approval in writing of a majority of the membership.

ARTICLE XII  
SUPREMACY

These Articles and the Bylaws are subject to the Declaration and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Articles shall govern.

ARTICLE XIII  
INDEMNIFICATION

This Association shall indemnify and hold harmless any and all of its present or former directors, officers, employees or agents, to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative, and any appeal thereof, to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not affect any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

ARTICLE XIV  
INCORPORATOR

The incorporator of the corporation is R. Lee Drawdy, 2935 Doctors' Lake Drive, Orange Park, FL 32073.

IN WITNESS WHEREOF, the incorporator has cause these Articles of Incorporation to be executed this 10<sup>th</sup> day of November, 1998.

WITNESSES:

[Signature]  
Print: Leslie Carter

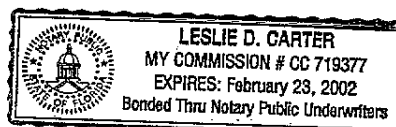
[Signature]  
R. Lee Drawdy

[Signature]  
Print: Lisa M. Gullickson

STATE OF Florida  
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 10th day of Nov, 1998, by R. Lee Drawdy. He is personally known to me or has produced personally known as identification and did take an oath.

[Signature]  
Notary Public, State of Florida at Large  
Serial Number:

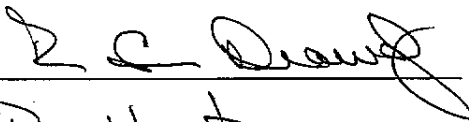


REGISTERED AGENT CERTIFICATE

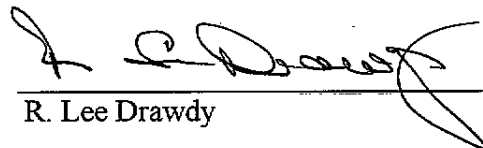
OCEAN VILLA OWNERS' ASSOCIATION OF CRESCENT BEACH, INC. a corporation duly organized under the laws of the state of Florida with its principle office, as indicated in the Articles of Incorporation c/o R. Lee Drawdy, 2935 Doctors' Lake Drive, Orange Park, FL 32073, in Clay County, Florida, has named R. Lee Drawdy its agent to accept service of process within this state. The street address of the Registered Agent is 2935 Doctors' Lake Drive, Orange Park, FL 32073

OCEAN VILLA OWNERS' ASSOCIATION OF  
CRESCENT BEACH, INC.

Date: 11-10-98

By:   
Its President

Having been named 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 I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

  
R. Lee Drawdy  
Date: 11-10-98

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