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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 141627 80768A

AUTHORIZATION :

Patricia Pijet

COST LIMIT : \$ 70.00

ORDER DATE : February 19, 1999

ORDER TIME : 3:25 PM

ORDER NO. : 141627-005

CUSTOMER NO: 80768A

CUSTOMER: Edwin D. Davis, II, Esq
EDWIN D. DAVIS II, ESQ
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900 Big Tree Road

400002781534-15

Daytona Beach, FL 32119

DOMESTIC FILING

NAME: WESTSIDE NOVA LOT OWNERS'
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

gf 2/23/99

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ARTICLES OF INCORPORATION

WESTSIDE NOVA LOT OWNERS' ASSOCIATION, INC.

(a corporation not-for-profit under the
laws of the State of Florida)

We, the undersigned, hereby associate ourselves into a corporation not-for-profit under the laws of the State of Florida, for the purposes herein stated.

ARTICLE I

NAME

The name of the corporation shall be Westside Nova Lot Owners' Association, Inc., hereinafter referred to as the "Association".

ARTICLE II

PURPOSE

2.1 This Association is organized to provide a legal entity through which the owners of the lots in Westside Nova Commercial Park, as per map or plat thereof recorded or to be recorded in the Public Records of Volusia County, Florida, shall provide for certain centralized services, regulation and control as hereinafter set forth and as provided in the Declaration of Covenants and Restrictions recorded or to be recorded as to said Subdivision, and any resubdivision of portions thereof, and to provide an entity to carry out and accomplish the purposes described in said Declaration of Covenants and Restrictions as from time to time amended or supplemented.

2.2 The Association, being conducted as a non-profit corporation for the benefit of its members, shall make no distribution of income to its members, directors, or officers.

ARTICLE III

POWERS

3.1 The Association shall have all of the powers of a corporation not-for-profit under the laws of the State of Florida, except as may be otherwise provided in these Articles.

3.2 The Association shall have and exercise all of the powers granted to it by the

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Declaration of Covenants and Restrictions now or hereinafter of record affecting the use of real property described as Westside Nova Commercial Park and all of the powers reasonably necessary to accomplish the responsibilities, duties, powers and purposes conferred upon the Association by the Declaration as amended and supplemented from time to time including, but not limited to, the following:

- a. To make and establish reasonable rules and regulations governing the use of common area and exercise the other powers granted in the Declaration of Covenants and Restrictions;
- b. To make and collect assessments against members of the Association to defray the costs of the exercise of its powers and duties;
- c. To purchase insurance upon the common area and any other areas for which the Association is responsible for maintenance;
- d. To enforce by legal means the land use restrictions, these Articles of Incorporation, the By-Laws of the Association, and the regulations for the use of any property which is subject to regulation or control by the Association;
- e. To maintain, repair, replace, operate and manage the Association's property, including the right to reconstruct improvements after casualty and to make and construct additional improvements upon the Association's property;
- f. To employ personnel and engage such professional assistance as may be necessary to perform the services required for the proper operation of the Association and of the properties; and,
- g. To exercise, undertake, and accomplish all of the rights, duties, and obligations which may be granted to or imposed upon the Association pursuant to the Declaration of Covenants and Restrictions as from time to time amended or supplemented.

3.3 The Association shall be responsible for the maintenance and upkeep of stormwater drainage system and retention areas located in the Subdivision.

3.4 The Association shall have a lien on each lot to secure all sums of money assessed against the owner and which lien shall also secure all costs and expenses which may be incurred by the Association in enforcing such liens. The Association may enforce such lien in any manner provided by law, including foreclosure thereof. such liens shall, however, be subordinate to any first mortgage.

3.5 All funds and the title to all properties acquired by the Association, and their proceeds, shall be held for the benefit of the members of the Association in accordance with the provisions of the Declaration of Covenants and Restrictions, these Articles of Incorporation, and the By-Laws.

ARTICLE IV

MEMBERS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

4.1 The members of the Association shall consist of every person or entity who is or becomes a record owner of a fee simple estate or life estate in a lot or lots in the Westside Nova Commercial Park, subsequent to when the Declaration of Covenants and Restrictions are recorded in the Public Records of Volusia County, Florida, providing for such membership. A membership shall continue for so long as such ownership shall exist.

4.2 Immediately upon the divestment of a member's ownership interest in a lot, regardless of the means by which such ownership may be divested, such owner's membership shall terminate. Any successor owner shall be entitled to membership after providing written notice to the Association of such ownership interest. At the request of the Association, the successor owner shall provide the Association with a certified copy of the instrument evidencing his ownership interest.

4.3 The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to his lot. The funds and assets of the Association belong solely to the Association subject to the limitation that the same may be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration of Covenants and Restrictions, and in the By-Laws which may be hereafter adopted.

4.4 On all matters on which the membership shall be entitled to vote, there shall be only one vote for each lot in the Subdivision. Votes may be exercised or cast by the owner or owners of each lot in such manner as is provided in the Declaration of Covenants and Restrictions and in the By-Laws.

4.5 The annual meeting of the membership shall be held on the second Monday in January of each year.

ARTICLE V

PRINCIPAL OFFICE AND DESIGNATION OF REGISTERED AGENT

The principal office of the Association shall be located at 1005 Main Street, Daytona Beach,

Florida, or such other places may from time to time be designated by the Board of Directors. The initial registered office of the corporation is 1005 Main Street, Daytona Beach, Florida, and the initial registered agent of the Association at that office shall be Baroch Srer. The Board of Directors may from time to time change the registered agent by designation filed in the office of the Secretary of State.

ARTICLE VI

DIRECTORS

6.1 The affairs of the Association will be managed by a Board consisting of three directors.

6.2 Directors of the Association shall be elected at the annual meeting of the members in the manner provided by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws. The directors named herein shall serve until such first election and vacancies occurring before such election shall be filled by the remaining directors.

6.3 The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed are as follows:

Baroch Srer
1005 Main Street
Daytona Beach, FL 32118

J. David Rusler
1700 Nova Road
Holly Hill, FL 32117

Billy L. Watson
6 Bridge Town Road
Hilton Head, SC 29938

6.4 The Board of Directors shall elect a president, a secretary, a treasurer, and as many vice-presidents as the Board of Directors shall determine to be necessary. The same person may hold two offices, the duties of which are not incompatible; provided that the office of president and vice-president shall not be held by the same person, nor shall the president be also the secretary or an assistant secretary.

ARTICLE VII

OFFICERS

7.1 The affairs of the Association shall be administered by the officers elected by the Board of Directors. the president shall be elected from among the membership of the Board of Directors, but no other officers need be a director.

7.2 The officers shall be elected each year by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the initial officers are designated by the Board of Directors as follows:

Baroch Srer, President, Treasurer
1005 Main Street
Daytona Beach, FL 32118

J. David Rusler, Vice President, Secretary
1700 Nova Road
Holly Hill, FL 32117

ARTICLE VIII

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performing of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all rights to which such director or officer may be entitled.

ARTICLE IX

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may

be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE X

TERM

The term and duration of the Association shall be perpetual.

ARTICLE XI

AMENDMENTS

Amendments of these Articles shall be adopted in the following manner:

11.1 An amendment may be proposed by the Board of Directors by a majority vote or by a majority of the members, whether meeting as members or by instrument in writing signed by them.

11.2 Any proposed amendment shall be transmitted to the president who shall call a special meeting of the members on a day no sooner than ten days and no later than thirty days after receipt by him of the proposed amendment, and the secretary shall give to each member a written notice thereof stating the time and place of the meeting and reciting the proposed amendment in reasonably detailed form which notice shall be mailed to or presented personally to each member not less than ten days and not more than thirty days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his post office address as it appears on the record of the Association, and the postage thereon prepaid. Any member may, by written notice signed by such member, waive such notice and such waiver then filed in the records of the Association, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. In order to become effective, the proposed amendment or amendments must be approved by the affirmative vote by a majority of the total votes in the Association.

A copy of each statement, after it has become effective, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon a registration of such amendment or amendments with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Volusia County, Florida.

11.3 No amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing of all members and the joinder of all record owners of mortgages upon the lots. No amendment shall be made that is in conflict with the

law or the Declaration of Covenants and Restrictions governing the use of the land, as from time to time amended and supplemented.

No amendment to these Articles of Incorporation which shall abridge, amend, or alter the rights of the Developer or a successor Developer may be adopted or become effective without prior written consent of said Developer or such successor.

ARTICLE XII

SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation is as follows:

Baroch Sror, President
13-15 Novahh, Inc.
1005 Main Street
Daytona Beach, FL 32118

IN WITNESS WHEREOF, the subscriber has affixed his signature this 12th day of February, 1999.


BAROCH SROR, President
13-15 Novahh, Inc.

STATE OF FLORIDA
COUNTY OF VOLUSIA

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BE IT REMEMBERED that on this 12th day of February, 1999, personally appeared before me, a Notary Public of the State of Florida, BAROCH SROR, as President of 13-15 Novahh, Inc., well known to be the subscriber of the foregoing Articles of Incorporation of Westside Nova Lot Owners' Association, Inc., and known to me personally to be such and acknowledged the said certificate to be his act and deed and that the facts therein are truly set forth, and that he has associated himself with the other parties to the foregoing certificate for the purposes of becoming a corporation not-for-profit under the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at South Daytona, County and State last aforesaid, on the day and year first above written.



Lura J Butler
My Commission CC573524
Expires Aug. 17, 2000

Lura J. Butler

Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned having been named to accept service of process for WESTSIDE NOVA LOT OWNERS' ASSOCIATION, INC. at the place designated in Article V of the Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open said office.

A stylized, cursive signature of Baroch Sror, consisting of a large, sweeping loop followed by a horizontal line.

BAROCH SROR