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PATRICE BOYES, ESQ.

March 5, 1999

Land Use & Environmental Law
Administrative Law
Real Estate
General Civil

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002797551--4
-03/08/99--01095--012
****122.50 *****78.75

To the party concerned:

Please file the enclosed Articles of Incorporation, which have been duly executed by the Incorporators of Alachua Community Association. Enclosed is a check for \$122.50 to cover the filing fee.

The certified copy of the Articles of Incorporation should be returned to me at the address in the letterhead.

Thank you for your prompt attention to this matter.

Sincerely,

Patrice Boyes

Patrice Boyes, Esq.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
ALACHUA COMMUNITY ASSOCIATION, Inc.**

Notice is hereby given that the undersigned incorporators, all being of full age, have associated themselves together for the purposes of forming a corporation not for profit, without capital stock, under the provisions of Chapter 607 and 617, Florida Statutes, and we do hereby accept all of the rights, privileges, benefits and obligations conferred and imposed by such law, and we do hereby make, subscribe, acknowledge and file these Articles of Incorporation.

**ARTICLE I
NAME AND ADDRESS OF CORPORATION'S PRINCIPAL OFFICE**

The name of the Corporation shall be: Alachua Community Association, **Inc.**

The address of the Corporation's principal office is: 13331 NW 173rd Street, Alachua, Florida 32615.

**ARTICLE II
DURATION**

The date of corporate existence will commence on the date of filing these Articles of Incorporation by the Office of the Secretary of State of the State of Florida, and the Corporation will have perpetual existence thereafter.

**ARTICLE III
PURPOSE**

The object and purpose of the Corporation shall be to raise, receive and maintain a fund or funds of real property or personal property, or both, and to distribute and administer the fund or funds, including any income or interest generated therefrom, exclusively for the purpose of promoting the common good and the general welfare of the community.

**ARTICLE IV
POWERS**

The Corporation will have power to:

- a) Perpetual succession by its corporate name;
- b) Sue and be sued, complain and defend in its corporate name in all actions or proceedings;
- c) Have a seal and to use it by impressing, affixing or in any other manner reproducing it;

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- d) Purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- e) Sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets; and
- f) Make contracts and guaranties and incur liabilities, borrow money, issue its own notes, bonds and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises and income.
- g) Elect or appoint officers and agents of the Corporation and define their duties and fix their compensation;
- h) Make and alter By-Laws, not inconsistent with these Articles of Incorporation and the laws of Florida, for the administration and regulation of the affairs of the Corporation;
- i) Make donations for the public welfare or for charitable, scientific or educational purposes;
- j) Be a promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise;
- k) Have and exercise all powers necessary or convenient to effect its purpose

ARTICLE V MANAGEMENT

Section 1. The affairs of the Corporation shall be managed by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than (11) persons. Directors shall be members of the Corporation and shall be elected at the annual meeting of members, as provided in the By-Laws. Vacancies shall be filled in accordance with the By-Laws.

The subscribers identified in Article X shall constitute the initial Board of Directors until their successors are elected at the first annual meeting of the members of the Corporation.

Section 2. The officers of the Corporation shall be a President, a Secretary, and a Treasurer, and such other officers as may be provided for in the By-Laws. These officers shall be elected at the annual meeting of members of the Corporation in accordance with the By-Laws. Any person may hold more than one office provided the duties thereof can be consistently performed by the same person.

ARTICLE VI
INITIAL OFFICERS

The names of the officers who are to manage all of the affairs of the Corporation until the first annual meeting are:

President: Lynn Horton
Secretary: Richard Sherer
Treasurer: Richard Sherer

ARTICLE VII
BY-LAWS AND AMENDMENTS TO THE ARTICLES OF INCORPORATION

By-laws of the Corporation shall be made, altered or rescinded by a majority vote of the voting membership present at any regular meeting, or by a majority vote of the Board of Directors. Oral notification of adoption of by-laws and amendments to the Articles of Incorporation is expressly authorized by these Articles.

The Articles of Incorporation of this Corporation shall be amended or additional provisions added or adopted by a two-thirds vote of the members of the Board of Directors present at any meeting thereof.

Amendments to the Articles of Incorporation may be proposed by any member of this Corporation. Such proposed amendments shall be submitted to the Board of Directors in writing. The Board of Directors shall consider the proposed amendment and submit a recommendation regarding adoption, or otherwise of the amendment to the members of the Corporation, who shall take action at a regular or special meeting of the Corporation as described herein.

ARTICLE VIII
MEETINGS

There shall be an annual meeting of the members of the Corporation. Regular and special meetings may be called as provided in the By-laws of the Corporation.

ARTICLE IX
GENERAL

All income and assets of the Corporation, above necessary expenses, shall be administered solely and exclusively for the Corporate purpose selected by the Board of Directors.

This Corporation shall have no capital stock and shall pay no dividends to its incorporators, directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, directors, officers or incorporators, provided that the Corporation may pay compensation in a reasonable amount to its members, directors, and officers for services rendered and may confer benefits upon its members in conformity with its purposes.

ARTICLE X
SUBSCRIBERS

The names of the subscribers to this Corporation are as follows:

Lynn Horton
Richard Sherer
Susan Murray

ARTICLE XI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of the Corporation is 602 South Main Street, Gainesville, Florida; and the initial registered agent is Patrice Boyes, Esquire, at that address.

ARTICLE XII
INDEMNIFICATION

The Corporation shall indemnify any officer, director or employee of the Corporation or any former officer, director or employee of the Corporation, to the full extent permitted by Florida law.

ARTICLE XIII
PROHIBITED ACTIVITIES

The Corporation shall not conduct any activities not permitted to be carried on by organizations exempt under Section 501(c)(4) of the Internal Revenue Code of 1954, as amended, and its regulations as they now exist or as they may hereafter be amended.

ARTICLE XIV
DEDICATION OF ASSETS

The Corporation dedicates all assets which it may acquire to the purposes set forth in Article II hereof.

ARTICLE XV
DISSOLUTION

In the event that the Corporation shall dissolve or otherwise terminate its corporate existence, subject to the provisions of Chapters 607 and 617, Florida Statutes, the Corporation shall distribute all its existing assets to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of

1954, or corresponding sections of any prior or future law, or to the Federal Government or to a State or local government for exclusively public purpose.

WHEREFORE, the undersigned have executed these Articles of Incorporation on this 5th day of March, 1999.

Lynn R. Horton
Lynn Horton

Richard Sherer
Richard Sherer

Susan Murray
Susan Murray

STATEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated herein, I hereby accept to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 5th day of March, 1999.

Patrice Boyes
Patrice Boyes, Esq.

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99 MAR -8 PM 12:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, personally appeared Lynn Horton who being personally known to me and who did not take an oath, deposes and says that she is an Incorporator of these Articles of Incorporation and as such Incorporator verified that all statements and information contained herein are true and correct.

DATED this 5th day of March, 1999.

 PATRICE F BOYES
My Commission CC513247
Expires Dec. 30, 1999

Patrice Boyes
NOTARY PUBLIC
My Commission Expires:



PATRICE F BOYES
My Commission CC513247
Expires Dec. 30, 1999

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, personally appeared Richard Sherer who being personally known to me and who did not take an oath, deposes and says that he is an Incorporator of these Articles of Incorporation and as such Incorporator verified that all statements and information contained herein are true and correct.

DATED this 5th day of March, 1999.



PATRICE F BOYES
My Commission CC513247
Expires Dec. 30, 1999

Patrice Boyes
NOTARY PUBLIC
My Commission Expires:



PATRICE F BOYES
My Commission CC513247
Expires Dec. 30, 1999

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, personally appeared Susan Murray who being personally known to me and who did not take an oath, deposes and says that she is an Incorporator of these Articles of Incorporation and as such Incorporator verified that all statements and information contained herein are true and correct.

DATED this 5th day of March, 1999.



PATRICE F BOYES
My Commission CC513247
Expires Dec. 30, 1999

Patrice Boyes
NOTARY PUBLIC
My Commission Expires: