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TRANSMITTAL LETTER

FILED  
99 MAR 10 AM 8:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

300002800353- - 8  
-03/10/99--01028--004  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT: MISSION OAKS OWNERS' ASSOCIATION, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: ALFRED HARVEY  
Name (Printed or typed)

10324 SUMMIT SQ. DRIVE  
Address

LEESBURG FL. 34788  
City, State & Zip

(352) 343-0183  
Daytime Telephone number

F. CHESSEB

MAR 16 1999

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
MISSION OAKS OWNERS' ASSOCIATION, INC.

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The undersigned, by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1.

NAME

The name of this corporation shall be MISSION OAKS OWNERS' ASSOCIATION, INC., and, for convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE 11.

Purpose

1. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, for the management, maintenance and operation of MISSION OAKS, A CONDOMINIUM, which is a condominium to be developed in Phases, to be located in Volusia County, Florida. Phase 1 shall be completed no later than December 2000, with additional phases to be constructed, at the option of the Developer at a later date.

2. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE 111.

Powers

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles or the Florida Condominium Act as it exists at the time of incorporation.

2. The Association shall have all of the powers and duties set forth in the Florida Condominium Act, and all powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration as presently drafted and as it may be amended from time to time, including but not limited to, the following:

a. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the Condominium.

b. To use the proceeds of assessments in the exercising of its power and duties.

c. To maintain, repair, replace and operate the Condominium Property.

d. To purchase insurance upon the Condominium Property and insurance for the protection of the Association and its members as unit owners.

e. To reconstruct improvements after casualty and further improvement of the property.

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f. To make and amend reasonable regulations respecting the use of the property in the Condominium.

g. To approve or disapprove the improvements to be placed upon the condominium units provided by the Declaration of Condominium and the By-Laws of the Association.

h. To enforce by legal means the provisions of the Condominium Act; the Declaration of Condominium for MISSION OAKS, A CONDOMINIUM; These Articles; the By-Laws of the Association; and the regulations for use of the property in the Condominium.

i. To contract for the management and maintenance of the Condominium and to authorize the management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules, and maintenance of the common elements. The Association shall, however, retain at all times the powers and duties granted them by the Condominium Act, including, but not limited to, the making of budgets and assessments, promulgation of rules and execution of contracts on behalf of the Association.

j. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

k. To employ personnel to perform the services required for proper operation of the Condominium.

3. The Association shall have the power to purchase a unit or units in the Condominium and to hold, lease, mortgage and convey the same.

4. All fund and the titles to all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

#### ARTICLE 1V.

##### Members

1. The members of the Association shall consist of all of the record owners of units in MISSION OAKS, A CONDOMINIUM, as it may exist from time to time and, in the event of termination of the Condominium, shall consist of those who are members at the time of such termination and their successors and assigns.

2. Change of membership in the Association shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a unit in MISSION OAKS, A CONDOMINIUM, and the delivery of a certified copy of such instrument to the Association. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owners is terminated.

3. The share 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 unit.

4. The owner of each unit shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

#### ARTICLE V.

##### Directors

1. The affairs of the Association will be managed by a board consisting of the number of directors fixed in the By-Laws, but not less than three (3) directors. Directors need not be members of the Association.

2. The directors of the Association shall be elected at the annual meeting of the members in the manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

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

Alfred C. Harvey	Mission Oaks 1811 Rota Street New Smyrna Beach, Fl. 32168
Charles Williams, Jr.	130 Riverside Drive Ormond Beach, Fl. 32176
Barbara Christensen	10324 Summit Square Drive Leesburg, Fl. 34788

#### ARTICLE V1.

##### Officers

The affairs of the Association shall be administered by a president, one or more vice-presidents, a secretary, a treasurer and by an assistant secretary. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President	Alfred C. Harvey
Vice-President	Charles Williams, Jr.
Secretary/Treasurer and Assistant Secretary	Barbara Christensen

#### ARTICLE V11.

##### 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 or any settlement of any proceeding to which he may be a party or in 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 performance of this 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 interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE V111.

By-Laws

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors or the membership in the manner provided by the By-Laws.

ARTICLE 1X.

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as hereinafter provided, approval of the proposed amendment must be either by:
  - a. Not less than sixty percent (60 %) of the entire membership of the Board of Directors and not less than sixty percent (60%) of the Association; or
  - b. Not less than seventy-five percent (75%) of all of the votes of the entire membership of the association; or
  - c. Until the first election of the Board of Directors, only by all of the Directors of the Association.
3. No amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 111.3 of Article 111 hereof, without approval in writing by all members and the joinder of all record owners of mortgages upon the Condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.
4. A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Volusia County, Florida.

ARTICLE X.

Term

The term of the Association shall be perpetual.

ARTICLE X1.

Subscribers

Alfred C. Harvey

Mission Oaks  
1811 Rota Street  
New Smyrna Beach, Fl. 32168

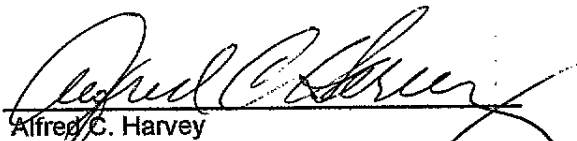
Charles Williams, Jr.

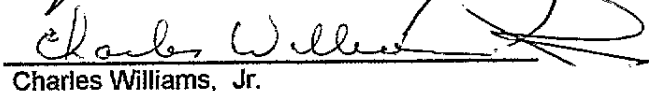
130 Riverside Drive  
Ormond Beach, Fl. 32176

Barbara Christensen

10324 Summit Square Drive  
Leesburg, Fl. 34788

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this  
26<sup>th</sup> day of February, 1999.

  
Alfred C. Harvey

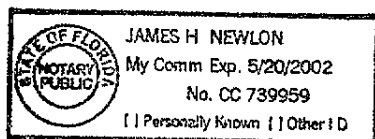
  
Charles Williams, Jr.

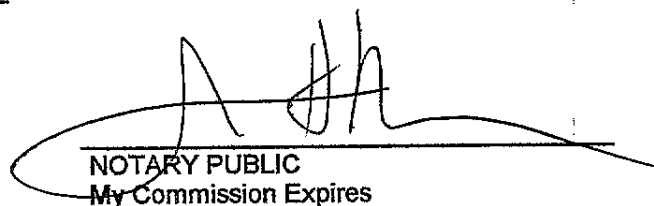
  
Barbara Christensen

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, a notary public in and for the State of Florida at Large, personally appeared Alfred C. Harvey, Charles Williams, Jr., and Barbara Christensen, known to me and known to be the persons who made and subscribed the foregoing Articles of Incorporation and they acknowledge before me that they made, subscribed and executed said Articles of Incorporation for the uses and purposes therein expressed.

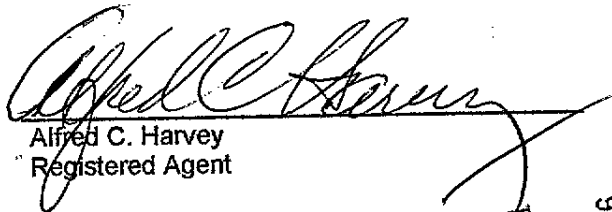
Witness my signature and official seal at Lake Mary, Seminole County, Florida this  
26<sup>th</sup> day of February, 1999.



  
NOTARY PUBLIC  
My Commission Expires

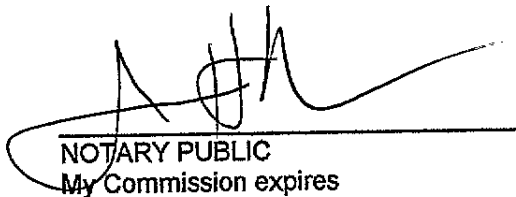
CERTIFICATE OF REGISTERED AGENT

Having been named to accept service of process for MISSION OAKS OWNER'S ASSOCIATION, INC., at Mission Oaks, 1811 Rota Street, New Smyrna Beach, Florida 32168, as the place designated in these Articles of Incorporation and to otherwise act as registered agent for said corporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

  
Alfred C. Harvey  
Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Sworn to and Subscribed before me  
this 26<sup>th</sup> day of February, 1999

  
NOTARY PUBLIC  
My Commission expires

