

N99 0000003924

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Bewlah Land Drainage Association  
Inc.

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-06/25/99--01043--015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

FILED  
1999 JUN 25 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☒ Art of Inc. File Cert  
☐ LTD Partnership File  
☐ Foreign Corp. File  
☐ L.C. File  
☐ Fictitious Name File  
☐ Trade/Service Mark  
☐ Merger File  
☐ Art. of Amend. File  
☐ RA Resignation  
☐ Dissolution / Withdrawal  
☐ Annual Report / Reinstatement  
☒ Cert. Copy  
☐ Photo Copy  
☐ Certificate of Good Standing  
☐ Certificate of Status  
☐ Certificate of Fictitious Name  
☐ Corp Record Search  
☐ Officer Search  
☐ Fictitious Search  
☐ Fictitious Owner Search  
☐ Vehicle Search  
☐ Driving Record  
☐ UCC 1 or 3 File  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ Courier

RECEIVED  
99 JUN 25 AM 11:05

Crystal Duggen GAVE

AUTHORIZATION BY PHONE TO  
CORRECT No. of directors & delete director's names

DATE 06-30-99

DOC. EXAM. Randall Purinton

Signature

Requested by: CD 6-25-99 11:00  
Name Date Time

Walk-In Will Pick Up

FILED

1999 JUN 25 PM 1:23

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BEULAH LAND DRAINAGE ASSOCIATION, INC.  
a Florida Non-Profit Corporation**

By these Articles of Incorporation, the undersigned Subscriber forms a corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions ("these Articles"):

**ARTICLE I**

**NAME**

The name of the corporation shall be **BEULAH LAND DRAINAGE ASSOCIATION, INC.** For convenience, the corporation shall be referred to in this instrument as the "Association."

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal office of the Association is located at 2321 N.W. 41st Street, Suite A-2, Gainesville, Florida 32606.

**ARTICLE III**

**REGISTERED OFFICE AND AGENT**

THOMAS C. SPAIN, whose address is 2321 N.W. 41st Street, Suite A-2, Gainesville, Florida 32606, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

**ARTICLE IV**

**EXISTENCE AND DURATION**

The corporation shall exist perpetually unless and until dissolved according to law. Corporate existence of the Association shall commence upon the filing of these Articles with the Florida Department of State.

## **ARTICLE V**

### **PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to carry out the responsibilities set forth in the Declaration of Covenants, Conditions and Restrictions for Beulah Land Drainage Association (the "Declaration") filed or to be filed in the Public Records of Alachua County, Florida.

The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants, Conditions and Restrictions for Beulah Land Drainage Association, Inc., and all subsequent amendments thereto, which relate to the surface water or stormwater management system(s).

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system(s).

## **ARTICLE VI**

### **MEMBERSHIP**

Any person who is entitled to be a Member pursuant to the Declaration recorded or to be recorded in the Public Records of Alachua County, Florida shall be a Member of this Association.

## **ARTICLE VII**

### **VOTING RIGHTS**

Voting rights shall be as provided for in the Declaration recorded or to be recorded in the Public Records of Alachua County, Florida.

## **ARTICLE VIII**

### **BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of not less than three, nor more than five (5) directors who need not be Members of the Association. The initial Board shall be comprised of three directors. The number of directors may be changed by amendment of the Bylaws of the Association.

The initial Board of Directors set forth herein shall serve as provided in the Bylaws.

## **ARTICLE IX**

### **OFFICERS**

From the Board of Directors shall be elected annually the following officers who shall serve for terms of one (1) year each: President, Vice President and Secretary/Treasurer. The names and addresses of the initial officers of the corporation shall be:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Thomas C. Spain	2321 N.W. 41st St., A-2 Gainesville, FL 32606
Vice President	Susan B. Spain	2321 N.W. 41st St., A-2 Gainesville, FL 32606
Sec/Treasurer	J. Alvin Huggins	2321 N.W. 41st St., A-2 Gainesville, FL 32606

## **ARTICLE X**

### **INDEMNIFICATION**

**10.1** 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/her in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he/she may be a party or in which he/she may become involved by reason of being or having been a director or officer of the Association, or having served at the Association's request as a director or officer of any other corporation, whether or not he/she is a director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such director or officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Association 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 other rights to which such director or officer may be entitled.

**10.2** Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested directors upon receipt of an undertaking by or on behalf of the director or officer to repay such amount if it shall ultimately be determined that he/she is not to be indemnified by the Association as authorized by these Articles of Incorporation.

**10.3** The Association shall have the power to purchase at its expense and maintain insurance on behalf of any person who is or was a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of another association, against any liability asserted against him and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Association would have the power to indemnify him/her against such liability under the provisions of these Articles.

## **ARTICLE XI**

### **TERMINATION, DISSOLUTION OR LIQUIDATION OF ASSOCIATION**

The Association may be dissolved with the assent given in writing and signed by both Members. Prior to termination, dissolution or liquidation of the Association, all property, interest in property, whether real, personal, or mixed, which is directly or indirectly related to the surfacewater management system, including but without limitation, all lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation

or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the Association or the Owners in common, will be dedicated to and accepted for maintenance by the appropriate unit of government or otherwise transferred to and accepted for maintenance by an approved entity which would comply with section 40C-42.027, Florida Administrative Code. Dedication or approval must be authorized and approved by the St. Johns River Water Management District through modification of any and all permits or authorizations issued by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. Such modification shall be made under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification. Any such termination, dissolution or liquidation is contingent upon the successor in ownership being able to satisfy any requirements of the St. Johns River Water Management District so as to not affect any existing permits.

## **ARTICLE XII**

### **BYLAWS**

The Bylaws of the corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

## **ARTICLE XIII**

### **AMENDMENTS**

Amendments to these Articles of Incorporation shall be made in the following manner:

**13.1 Resolution.** The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Members, which may be either the annual or a special meeting.

**13.2 Notice.** Within the time and in the manner provided in the Bylaws for the giving of notice of meetings of Members, written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Member of record entitled to vote thereon. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

**13.3 Vote.** At such meeting, a vote of the Members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the Members entitled to vote thereon. No amendment requiring FHA or VA approval shall become effective until such approval is obtained.

**13.4 Multiple Amendments.** Any number of amendments may be submitted to the Members and voted upon by them at one meeting.

**13.5 Agreement.** If all of the directors and all of the Members eligible to vote sign a written statement manifesting their intention that an amendment to these Articles be adopted, then the amendment shall thereby adopted as though subsections 12.1 through 12.3 had been satisfied.

**13.6 Action Without Directors.** The Members may amend these Articles without an act of the directors at a meeting for which notice of the changes to be made is given.

**13.7 Limitations.** No amendment shall make any changes in the qualifications for Members nor the voting rights of Members without approval in writing by all Members. No amendment shall be made that is in conflict with the Declaration. No amendment shall be inconsistent with the requirements of any governmental body having jurisdiction, and any amendments which directly or indirectly impact operation and maintenance of the surfacewater management system shall require the approval of the St. Johns River Water Management District. As long as the Declarant shall own any of the Property, no Declarant-related amendment shall be made to the Declaration, or to the Articles or the Bylaws of the Association unless such amendment is first approved in writing by the Declarant. Any amendment shall be deemed to be Declarant-related if it does any of the following:

- a. Directly or indirectly by its provisions or in practical application relates to the Declarant in a manner different from the manner in which it relates to other Owners;
- b. Modifies the definitions provided for by Article I of the Declaration in a manner which alters the Declarant's rights or status;
- c. Modifies or repeals any provision of Article IV of the Declaration;
- d. Alters the character and rights or membership as provided for by Article V of the Declaration or affects or modifies in any manner whatsoever the rights of the Declarant as a Member of the Association;
- e. Alters any previously recorded or written agreement with any public or quasi-public agencies, utility company, political subdivision, public authorities or other similar agencies or bodies with respect to zoning, streets, roads, sidewalks, drives, easements or facilities;
- f. Denies the right of the Declarant to convey Common Property to the Association;

g. Modifies the basis or manner of assessment as applicable to the Declarant or any lands owned by the Declarant; and

h. Alters or repeals any of the Declarant's rights or any provision applicable to the Declarant's right as provided for by any such provisions of the Declaration.

**13.8 Filing.** A copy of each amendment shall be certified by the Secretary of State of the State of Florida.

**13.9 Water Management District Requirements.** Amendments to these Articles or Bylaws which directly or indirectly impact operation and maintenance of the surfacewater management system, including but without limitation, al lakes, ditches, canals, retention or detention areas, drainage, other surfacewater management works, and preservation or conservation areas, wetlands and wetland mitigation areas which are owned or controlled by the Association or the Owners in common, may be made only after approval by the St. Johns River Water Management District and/or local government jurisdiction. Such approval shall be in the form of a modification to any and all permits issued by the St. Johns River Water Management District under the lawfully adopted rules of the St. Johns River Water Management District in effect at the time of application for such modification. Amendments to the Articles or the Bylaws which do not impact operation or maintenance of the system may be made without authorization of the St. Johns River Water Management District; however, copies of any such amendments shall be forwarded to the District within thirty (30) days of approval.

## ARTICLE XIV

### NAMES AND ADDRESSES OF INCORPORATOR

The names and addresses of the Incorporator to these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Thomas C. Spain	2321 N.W. 41st St., A-2 Gainesville, FL 32606

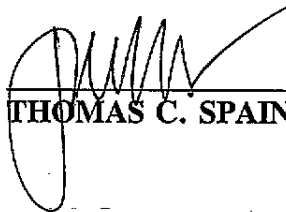


## ARTICLE XV

### NON-STOCK CORPORATION

The Association is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Association; provided, however, that membership in the Association may be evidenced by a certificate of membership which shall contain a statement that the Association is a corporation not for profit.


IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the Incorporator of this Association, have executed these Articles of Incorporation this 24th day of June, 1999.

  
THOMAS C. SPAIN

STATE OF FLORIDA  
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared THOMAS C. SPAIN, to me well known to be the subscriber described in the foregoing Articles of Incorporation, and they acknowledged the execution of the said Articles of Incorporation for the purposes therein expressed, and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid on this 24th day of June, 1999.

  
Notary Public State of Florida  
My Commission Expires:

(Seal)



**CERTIFICATE OF DESIGNATION**  
**OF REGISTERED AGENT/REGISTERED OFFICE**

Having been named to accept service of process for the above stated corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


  
\_\_\_\_\_  
**THOMAS C. SPAIN, Registered Agent**

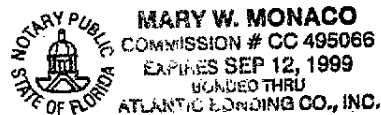
STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 24th day of June, 1999 by THOMAS C. SPAIN, who is personally known to me and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid on this 24th day of June, 1999.

(Seal)

  
\_\_\_\_\_  
Notary Public State of Florida  
My Commission Expires:



CLERK  
TALLAHASSEE, FLORIDA  
1999 JUN 25 PM 1:23  
FILED