

# N01000007375

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October 16, 2001

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MATRIMONIAL LAWYERS  
PRACTICING AS A PROFESSIONAL ASSOCIATION

TRANSMITTAL LETTER

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

SUBJECT: Melissa Oaks Homeowners Association, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$70.00 for filing fee.

If you have any questions, please contact me.

Sincerely,

Jo-Lyn Palmer  
Legal Assistant to  
Bruce I. Wiener

RECEIVED  
01 OCT 16 PM 4:05  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
01 OCT 16 AM 9:00  
FILED

enclosures

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

gj 10/17

**ARTICLES OF INCORPORATION**

**OF**

**MELISSA OAKS HOMEOWNERS ASSOCIATION, INC.**

**FILED**  
OCT 16 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is **MELISSA OAKS HOMEOWNERS ASSOCIATION, INC.** (hereafter "the Association"). The initial principal place of business will be 1437 Vieux Carre, Tallahassee, Florida 32308 and mailing address of the Association shall be Terry Nelson, P.O. Box 13671, Tallahassee, FL 32317.

**ARTICLE II**

The owners of lots in **MELISSA OAKS** (hereafter the "Subdivision") in Santa Rosa County, Florida, shall be members of the Association as provided in the Declaration of Restrictive Covenants, Conditions, Restrictions and Easements pertaining to it.

The specific primary purposes for which the Association is formed are to provide for maintenance of the Common Area of the Subdivision. Generally, the Association's purpose is to promote the health, safety, and welfare of the residents within the Subdivision.

In furtherance of the specific and general purposes, the Association shall have power to:

- (a) Perform all of the duties and obligations of the Association as set forth in the restrictive covenants applicable to the Subdivision;
- (b) Affix, levy and collect and enforce payment by any lawful means of, all charges and assessments pursuant to, the terms of the applicable restrictive covenants; and pay all expenses in

connection therewith, and all office and other expenses incidental to the conduct of the business of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of, real and personal property in connection with the affairs of the Association;

(d) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; or annex additional residential property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument as specified in the restrictive covenants;

(e) Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the restrictive covenants, and no part of any net earnings of the Association will inure to the benefit of any member.

### **ARTICLE III**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is within the Subdivision, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot.

**ARTICLE IV**

The period of duration of the Association shall be perpetual.

**ARTICLE V**

The name and address of the initial Registered Agent are:

Terry Nelson  
1437 Vieux Carrie  
Tallahassee, Florida 32308

**ARTICLE VI**

The affairs of the Association shall be managed by a Board of Directors, a President and Vice President [both of whom shall at all times be members of the Board of Directors], and a Secretary and Treasurer. The officers shall be elected at the first meeting of the Board of Directors following each annual meeting of members.

The names of the officers who are to serve until the first election are:

<u>President:</u>	Terry C. Nelson
<u>Vice-President:</u>	Terry C. Nelson
<u>Secretary:</u>	Terry C. Nelson
<u>Treasurer:</u>	Ann P. Edwards

**ARTICLE VII**

The number of persons constituting the first Board of Directors of the Association shall be three (3), and the names and addresses of the persons who shall serve as Directors until the first election are:

Terry C. Nelson:	P.O. Box 13671, Tallahassee, Florida 32317
Terry C. Nelson, Jr:	P.O. Box 13671, Tallahassee, Florida 32317
Ann P. Edwards	P.O. box 13671, Tallahassee, Florida 32317

The Board of Directors shall have the number of Directors specified in the By-Laws, and

shall always have at least one (1).

#### **ARTICLE VIII**

Subject to the rights of the Declarant expressed in the Declaration, the Bylaws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of the members existing at the time of, and present at, such meeting except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

#### **ARTICLE IX**

Subject to the rights of the Declarant expressed in the Declaration, amendments to these Articles of Incorporation may be proposed by any member of the Association and these Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the members existing at the time of, and present at, such meeting.

#### **ARTICLE X**

The Association shall have a single class of voting members. The members shall be all owners of lots within the Subdivision and shall be entitled to one (1) vote for each Lot owned, as provided and conditioned in the restrictive covenants. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such lot shall be exercised as such members may determine among themselves.

#### **ARTICLE XI**

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the

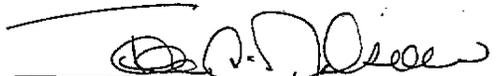
event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization organized and operated for such similar purposes.

**ARTICLE XII**

The name and street address of the incorporator to these Articles of Incorporation is:

Terry C. Nelson: 1437 Vieux Carre, Tallahassee, Florida 32308

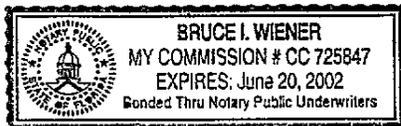
EXECUTED by the incorporators on this 12<sup>th</sup> day of October, 2001.

  
TERRY C. NELSON

STATE OF FLORIDA,  
COUNTY OF LEON.

BEFORE ME, the undersigned authority, personally appeared Terry C. Nelson who, first being duly sworn by me, and to me well known to be the individual described in the foregoing Articles of Incorporation, acknowledged to and before me that he executed the same for the purposes expressed therein.

WITNESS my hand and official seal on this 12<sup>th</sup> day of October, 2001.



  
NOTARY PUBLIC

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

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned

corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered Agent, in the State of Florida:

1. The name of the corporation is:

**MELISSA OAKS HOMEOWNERS ASSOCIATION, INC.**

2. The name and address of the Registered Agent and principal office are:

Terry C. Nelson: 1437 Vieux Carre, Tallahassee, Florida 32308

**FILED**  
01 OCT 16 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DATED this 12<sup>th</sup> day of October, 2001.

MELISSA OAKS HOMEOWNERS  
ASSOCIATION, INC.

By:   
Terry C. Nelson, its President

**HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.**

  
Terry C. Nelson

Dated: October 12, 2001