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State of Florida



Department of State

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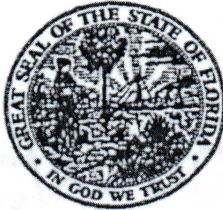
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DAVE LANG
CLERK CIRCUIT COURT
LEON COUNTY, FLORIDA

I certify the attached is a true and correct copy of the Articles of Incorporation of TWIN LAKES HOMEOWNERS ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on March 22, 1982, as shown by the records of this office.

The document number of this corporation is 762528.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capitol, this the
Sixteenth day of November, 1995



CR2EO22 (2-95)

Sandra B. Northam

Sandra B. Northam
Secretary of State

OR 1886PG0083

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ARTICLES OF INCORPORATION

TWIN LAKES HOMESHIRE ASSOCIATION, INC.

ARTICLE I.

NAME

The name of this corporation is TWIN LAKES HOMESHIRE ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II.

Statement of Corporate Nature

This is a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not-for-Profit law set forth in Part 1 of Chapter 617 of Florida Statutes.

ARTICLE III.

General and Specific Purposes

A. The specific and primary purpose for which this corporation is formed is to provide for maintenance, preservation and architectural control of the individual lots and common lands within that certain tract of property known as Twin Lakes Subdivision, and more particularly shown and described in the public records of Leon County, Florida, at O.R. Book 1021, page 314, and to promote the health, safety and welfare of the residents of that subdivision by the use and distribution of its funds solely, completely and totally for the purpose of the

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preservation and maintenance of the common lands, including any improvements and their benefit to the individual lot owners within that subdivision.

B. The general purpose for which this corporation is formed is to operate exclusively for the benefit of the individual lot owners of Twin Lakes Subdivision.

C. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

D. It shall be entitled to exercise all powers and privileges and to perform all the duties and obligations of the Association as set forth in those certain Declaration of Restrictive Covenants recorded in the Public Records of Leon County, Florida, at O.R. Book 1021, page 314, hereinafter called the "Declaration," applicable to the property and as the same may be amended from time to time as therein provided.

E. It shall have the authority to fix, levy, collect and enforce payment by any lawful means, as authorized either herein, by its by-laws or in the Declaration, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith

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and all office and/or other expenses incident to the conduct of the affairs and purposes of the Association, including all insurance licenses, taxes or governmental charges levied or imposed against the property of the Association;

F. Shall have the authority to dedicate or grant to any public agency or authority or utility company for purposes of utility easement, rights-of-way or easements across common land, subject to such conditions as may be agreed to by the members.

G. In order for the Association to sell or transfer any of its common lands other than for purposes of granting utility easements as set out above, the affirmative approval of such specific transfer must be by a two-thirds vote of each class of voting members entitled to vote, unless such conveyance or transfer was done prior to the conveyance of the common lands to this corporation.

H. It shall be entitled to participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex and bring within its control and power additional residential property if and only if that property is contiguous with Twin Lakes Subdivision and only upon the approval of such annexation or merger by two-thirds of each class of voting members.

3.

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ARTICLE IV.

Term

This corporation shall have a perpetual existence.

ARTICLE V.

Membership

A. Every person or entity who is a record owner of an undivided fee interest in any individual lot lying within Twin Lakes, including persons who are purchasing lots under contracts for deed, or long-term escrow agreements, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any individual lot which is subject to assessment by the Association.

B. The Association shall have three classes of membership; two shall have voting rights:

1. There shall be three (3) classes of membership. Class A shall be the individual lot owners and there shall be as many memberships of Class A category as there are individual lots upon the completion of the project; Class B membership shall be the membership of the declarant hereunder; Class C membership shall be the membership of the mortgagees on each individual lot and there shall be no more votes than there are individual lot mortgagees or equitable lien holders if the individual

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lots are sold under "Contract for Deed." Class C membership shall have the right to vote only on material changes or amendments to the covenants.

2. Class B membership shall be the only voting membership until the occurrence of the earlier of any of the following:

(a) One hundred twenty (120) days after 75% of the individual lots in the project have been conveyed to individual lot owners;

or

(b) Three years following conveyance of the first individual lot to an individual lot owner; or

(c) Upon the occurrence of either condition above, Class B membership shall cease to exist and shall have no voting rights.

3. Upon the occurrence of condition (a) above, the declarant hereunder shall have one Class A membership for each unsold individual lot.

4. Upon the occurrence of condition (b) above, the declarant shall have one Class A vote per unsold lot; the number of sold individual lots shall be multiplied by a factor which shall produce a number of Class A votes which is greater than the number of unsold individual lots.

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ARTICLE VI.

Subscribers - Directors

The names and residence addresses of the subscribers of this corporation are as follows:

<u>Name</u>	<u>Residence Address</u>
C. B. Mitchell, III	P. O. Box 12261 Tallahassee, Florida 32308
Nurton G. Davy	P. O. Box 12261 Tallahassee, Florida 32308
Broward Davis	2414 Mahan Drive, P.O. Box 12367 Tallahassee, Florida 32308

ARTICLE VII.

Location of Principal Office and
Identification of Registered Agent

A. The county in the State of Florida where the principal office for the transaction of business in this corporation is to be located is the County of Leon.

B. The name and address of this corporation's registered agent is Edwin A. Green, II or C. David Fonvielle, 1017 Thomasville Road, Tallahassee, Florida 32303.

ARTICLE VIII.

Management of Corporate Affairs

A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of this corporation shall be three (3). Provided, however, that such number may be changed by by-laws duly adopted by the members.

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The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at the first annual meeting. The initial Directors of this corporation shall be the same as the subscribers as set forth above. At the first annual meeting, election of new Directors shall be held and one Director shall be elected for a term of one year, one Director shall be elected for a term of two years and one Director shall be elected for a term of three years; at each annual meeting thereafter, the members shall elect one Director to fill the position of the Director whose term expired or expires that year for a new term of three years and each new Director elected subsequently shall serve for a term of three years.

D. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings for the Board and any such action by written consent shall have the same force and effect as if taken by the unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law which relates to actions so taken shall state that the action was taken by unanimous written consent of the Board of Directors

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without a meeting and that the Articles of Incorporation of this corporation authorizes the Directors to so act. Such a statement shall be prima facie evidence of such authority.

C. Corporate Officers. The corporation shall have the following officers: President, Vice-President, and Secretary-Treasurer or Secretary and Treasurer, and such officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers.

<u>Officer</u>	<u>Residence Address</u>
C. B. Mitchell, III President/Treasurer	Post Office Box 12261 Tallahassee, Florida 32308
Barton G. Davy Vice-President	Post Office Box 12261 Tallahassee, Florida 32308
Broward Davis Vice-President/ Secretary	Post Office Box 12367 Tallahassee, Florida 32308

D. The Secretary of this corporation shall be an individual lot owner living within Twin Lakes upon that person's individual lot.

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ARTICLE IX.

By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation Not-For-Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, by-laws of this corporation may be made, altered, rescinded, added to, or new by-laws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefore in the By-Laws.

ARTICLE X.

Dedication of Assets

The property of this corporation is irrevocably dedicated to the use, benefit, health, welfare and well-being of the individual lot owners within Twin Lakes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XI.

Distribution of Assets

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and

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operated exclusively for similar or like purposes or charitable or religious or educational purposes authorized which has been established or which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XII.

Amendment of Articles

Amendment of these Articles shall require the affirmative vote of 75% of the voting members.

ARTICLE XIII.

FHA or VA Approval

So long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Lands, dedication of Common Lands, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purposes of forming this Florida not-for-profit corporation under the laws of the State of Florida, we, the undersigned, constituting the initial subscribers of this Association, have executed these Articles of Incorporation this 16TH day of MARCH, 1982.

OR 1886 PG 0093

C. B. Mitchell III
C. B. MITCHELL, III

Durton G. Davy
DURTON G. DAVY

Broward Davis
BROWARD DAVIS

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME, the undersigned authority, this day personally appeared, C.B. MITCHELL, III, DURTON G. DAVY, and BROWARD DAVIS, known to me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same for the purposes therein mentioned.

WITNESS my hand and official seal at Tallahassee, Florida,
this 16th day of March, 1982.

David M. Brin
Notary Public

My Commission Expires: Nov 15, 1982

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CERTIFICATE OF DESIGNATING REGISTERED
AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Section 48.091 and
607.034, the following is submitted:

Twin Lakes Homeowners Association, Inc., desiring to
organize as a corporation under the laws of the State of
Florida, has designated 1017 Thomasville Road, Tallahassee,
Florida 32303, as its initial registered office and has named
Edwin A. Green, II or C. David Fonvielle, of 1017 Thomasville
Road, Tallahassee, Florida, as its initial Registered Agent.

C. B. Mitchell, III
C. B. MITCHELL, III, Incorporator

Murton G. Davy
MURTON G. DAVY, Incorporator

Broward Davis
BROWARD DAVIS, Incorporator

Having been named Registered Agent for the above-stated
corporation, at the designated registered office, the under-
signed hereby accept appointment, and agree to comply with the
provisions of Florida Statutes §48.091, relative to keeping
open said office.

Edwin A. Green, II
Edwin A. Green, II

C. David Fonvielle
C. David Fonvielle