

**ARTICLES OF INCORPORATION**  
**OF**  
**THE OAKTRAILS AT MEADOWRIDGE IV & V**  
**HOMEOWNERS' ASSOCIATION, INC.**  
**A NON-PROFIT CORPORATION**

FILED STATE  
SECRETARY OF CORPORATIONS  
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In compliance with Chapter 617 of the Florida Statutes, (1994), as amended, the undersigned, all of whom are if full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

The name of this corporation shall be THE OAKTRAILS AT MEADOWRIDGE IV & V HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association".

**ARTICLE II: DURATION**

This Association shall have perpetual existence commencing upon the filing of these Articles with the Secretary of State of the State of Florida.

**ARTICLE III: PURPOSE**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the purposes for which it is formed are to provide for the maintenance and preservation of lots and common area within The Oaktrails at Meadowridge Phase IV-A as described in the Plat thereof as recorded in Plat Book 44, Pages 80-82, inclusive, Public Records of Brevard County, Florida and for such other properties as may be brought within the jurisdiction of the Association, including but not limited to the following specific purposes:

(a) Promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association;

(b) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called "Declaration", applicable to the property and recorded in Official Records Book 3995, Page 0183, Public Records of Brevard County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(c) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(d) In addition to the other matters as specified in the Declaration, 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. The assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements.

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

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes as set forth in the By-Laws provided that any such merger, consolidation or annexation shall have the assent of the members of the Association by a vote of a majority of a quorum of the members of the Association present in person or by proxy at a meeting called for that purpose;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

(h) 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 No. 4-009-0113M8E requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

#### ARTICLE IV: INCORPORATORS

The names and post office addresses of each incorporator to these Articles of Incorporation are as follows, to-wit:

Joseph J. Gardner  
P.O. Box 1748  
Winter Park, FL 32790-1748

Robert Gardner  
P.O. Box 1748  
Winter Park, FL 32790-1748

John H. Evans, Esquire  
1702 S. Washington Avenue  
Titusville, FL 32780

#### **ARTICLE V: VOTING RIGHTS & MEMBERSHIP**

Every person or entity who is a record owner of a fee interest in any unit or projected unit which is subject by covenants of record to assessment by the Association, including contract sellers, 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 unit or projected unit which is subject to assessment by the Association.

#### **ARTICLE VI: NOTICE AND QUORUM FOR MEETINGS OF THE ASSOCIATION**

Meetings of the Association shall be called by written notice sent to all members not less than fourteen (14) days nor more than thirty (30) days prior to the meeting, and the notice shall set forth the purpose of the meeting. Presence at the meeting of members or of proxies entitled to cast fifty percent (50%) of all votes of the membership shall constitute a quorum.

#### **ARTICLE VII: BOARD OF DIRECTORS**

The Board of Directors of this Association shall consist of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association but shall never be less than three (3). The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Joseph J. Gardner  
P.O. Box 1748  
Winter Park, FL 32790-1748

Robert Gardner  
P.O. Box 1748  
Winter Park, FL 32790-1748

John H. Evans, Esquire  
1702 S. Washington Avenue  
Titusville, FL 32780

At the first annual meeting the members shall elect three (3) directors to serve for a term of one (1) year each. The Developer, CONDEV CORPORATION, may retain control of the Board of Directors until such time as ninety percent (90%) of the Lots in THE OAKTRAILS AT

MEADOWRIDGE PHASE IV-A and ninety percent (90%) of the Lots in future phases are conveyed to third parties.

#### **ARTICLE VIII: OFFICERS**

The affairs of this Association shall be managed by the officers which shall consist of a President, Vice-President, Secretary and Treasurer. The officers shall be elected at the annual meeting of the Board of Directors and they shall serve for a term of one (1) year each. The names and addresses of the persons who are to act in the capacity of officers until the selection of their successors are:

President: Joseph J. Gardner  
and Treasurer: P.O. Box 1748  
Winter Park, FL 32790-1748

Vice President: Robert Gardner  
P.O. Box 1748  
Winter Park, FL 32790-1748

Secretary: John H. Evans, Esquire  
1702 S. Washington Avenue  
Titusville, FL 32780

#### **ARTICLE IX: BY-LAWS**

The By-Laws of the Association shall be adopted, altered, amended or rescinded at a regular or special meeting of the members of the Association, by a vote of a majority of members present in person or by proxy.

#### **ARTICLE X: AMENDMENT**

Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership.

#### **ARTICLE XI: INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial registered office of this Association is 2479 Aloma Ave., Winter Park, Florida 32792 and the name of the initial registered agent of this Association at that address is Joseph J. Gardner. The registered office is also the principal office.

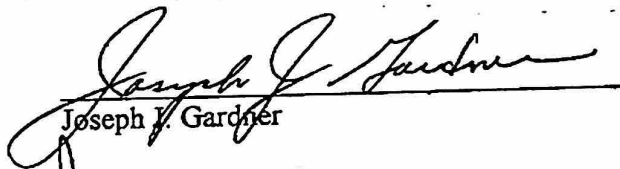
#### **ARTICLE XII: DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger

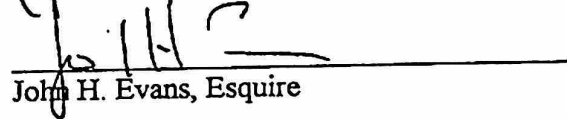
or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused the assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40-C42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of Florida, we the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 11<sup>th</sup> day of January, 1999.

  
\_\_\_\_\_  
Joseph J. Gardner

  
\_\_\_\_\_  
Robert Gardner

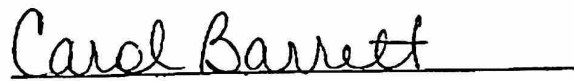
  
\_\_\_\_\_  
John H. Evans, Esquire

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above appeared JOSEPH J. GARDNER, personally known to me to be the incorporator described in and who executed the foregoing ARTICLES OF INCORPORATION OF THE OAKTRAILS AT MEADOWRIDGE IV & V HOMEOWNERS' ASSOCIATION, INC. and he acknowledged that he subscribed the said instrument for uses and purposes set forth therein.

WITNESS my hand and official seal this 11<sup>th</sup> day of January, 1999.

[SEAL]

  
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Notary Public



CAROL A. BARRETT  
COMMISSION # CC 691508  
EXPIRES OCT 26, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.