

ARTICLES OF INCORPORATION



State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of CHICKASAW OAKS PHASE THREE HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on October 3, 1984, as shown by the records of this office.

The charter number of this corporation is N05457.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
5th day of October, 1984.



GE-FI-101

George Firestone
Secretary of State

FILED

ARTICLES OF INCORPORATION 1984 OCT -3 PM 1:05

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHICKASAW OAKS PHASE THREE HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is:

CHICKASAW OAKS PHASE THREE HOMEOWNERS ASSOCIATION, INC.
hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at
851 Trafalgar Court, Suite 208, Maitland, Florida
32751

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

CHICKASAW OAKS PHASE THREE, as per plat thereof
recorded in Plat Book 13, Page 101-2, Public
Records of Orange County, Florida,

and to 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 for this purpose to:

(a) 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 the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court, Orange 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;

(b) 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;

(c) 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 and personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency.

authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(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.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot 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 Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant,

and shall be entitled to one vote for each Lot owned. 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 they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) on January 1, 1988

ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors shall consist of not less than three (3) nor more than seven (7) 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. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors

are:	C. Phillip Wallis	851 Trafalgar Court, Suite 208, Maitland, Florida 32751
	Jeân Trinder	851 Trafalgar Court, Suite 208 Maitland, Florida 32751
	Paul Steven Yacynych	851 Trafalgar Court, Suite 208 Maitland, Florida 32751

The members shall elect the Directors for staggered terms, provided that no term shall be in excess of three years. At the first annual meeting, the members shall elect one Director for a term of one year, one Director for a term of two years, and one Director for a term of

three years, provided that if the number of Directors to serve shall be increased, each additional Director shall be elected to a term of one, two or three years and none of the additional Directors shall be elected for the same term of three years. At such annual meeting thereafter the members shall elect a new Director for the term of each Director whose term is then expiring.

The By-Laws of the Association shall be adopted by the Board of Directors.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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 acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

OFFICERS

The affairs of the Association shall be managed by the President, Vice President and Secretary/Treasurer. These officers shall serve for a term of three years. The names of the officers who are to serve until the first election or appointment are:

President C. Phillip Wallis
Vice President Jean Trinder
Secretary/Treasurer Paul Steven Yacynych

ARTICLE XI

AMENDMENT

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership. Amendments may be proposed by any member of the Association.

ARTICLE XII

SUBSCRIPTION

The names and addresses of the subscribers hereto are... as follows:

<u>Name</u>	<u>Address</u>
C. Phillip Wallis	851 Trafalgar Court, Suite 208 Maitland, Florida 32751
Jean Trinder	851 Trafalgar Court, Suite 208 Maitland, Florida 32751
Paul Steven Yacynych	851 Trafalgar Court, Suite 208 Maitland, Florida 32751

ARTICLE XIII

As 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 Area, dissolution and amendment of these Articles.

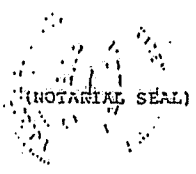
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation, this 24th day of September, 1984.

C. Phillip Wallis (SEAL)
C. Phillip Wallis
Jean Trinder (SEAL)
Jean Trinder
Paul Steven Yacynych (SEAL)
Paul Steven Yacynych

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared C. Philip Wallis, Jean Trinder and Paul Steven Yacynych known to me and known by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 24th day of September, 1984.



Karim P. Pyma
Notary Public
My commission expires:

Notary Public, State of Florida at Large
My Commission Expires July 6, 1985



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That CHICKASAW OAKS PHASE THREE HOMEOWNERS ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Maitland County Orange of Orange, State of Florida has named C. PHILLIP WALLIS located at 851 Trafalgar Court, Suite 208 (Street address and number of building, Post Office Box address not acceptable) City of Maitland, County of Orange State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By C. Phillip Wallis
(Resident Agent)