

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of THE HOMEOWNERS ASSOCIATION OF THE HAMMOCKS, INC., a corporation organized under the laws of the State of Florida, filed on December 12, 1986, as shown by the records of this office.

The document number of this corporation is N18247.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Nineteenth day of January, 2001



CR2EO22 (1-99)

Katherine Harris

Katherine Harris
Secretary of State

ARTICLES OF INCORPORATION
OF
THE HOMEOWNERS ASSOCIATION OF THE HAMMOCKS, INC.
(A Florida Not For Profit Corporation)

ARTICLE I

NAME

The name of the corporation shall be The Homeowners Association of the Hammocks, Inc.

ARTICLE II

PURPOSE

The purposes for which this corporation is organized are:

- (a) To manage the Association of lot owners established by the Declaration of Covenants and Restrictions, The Hammocks Subdivision.
- (b) To enforce the Declaration of Covenants and Restrictions pertaining to The Hammocks Subdivision.
- (c) To carry out all duties placed upon it by the aforesaid Declaration, and in connection therewith, the corporation shall have all corporate powers permitted under said Declaration and under Florida law.
- (d) The corporation shall have a lien on all lots in the subdivision to secure the payment of all charges and assessments and the performance of all covenants under the terms of the said Articles of Incorporation, the By-Laws and the Declaration of Covenants and Restriction, The Hammocks Subdivision.

ARTICLE III

MEMBERSHIP

Every entity, including Wayneco, Inc., a Florida corporation, the Developer of the subdivision, who is or becomes a record owner of any lot or dwelling unit included in The Hammocks Subdivision, Port Orange, Florida, as those terms are defined in the Declaration of Covenants and Restrictions (Declaration) to be executed by Wayneco, Inc., and recorded in the Public Records of Volusia County, Florida, shall automatically become a member of the Association.

Membership is limited solely to those entities possessing a fee simple ownership interest and shall not be extended to any entities who hold an interest in real property merely as security for the performance of an obligation. Membership shall terminate automatically when an entity no longer owns any fee simple ownership interest in property in real property in The Hammocks Subdivision.

When a member is other than a natural person, the membership privilege shall be exercised by only one (1) individual being the one designated by the entity to cast its vote as hereinafter provided.

ARTICLE IV VOTING RIGHTS

The Association shall have two classes of membership:

Class A. Class A members shall be all owners, other than the Declarant (as defined in the Declaration), and shall be entitled to one vote for each lot owned. When more than one person holds an interest in a lot, all such persons shall be members, however, only one person shall be entitled to vote. All of the owners shall designate one of the owners to vote for such lot. Such designation shall be in writing and shall be filed with the Association. When a lot is owned by a corporation, partnership or any other entity, the entity shall designate one individual to vote for the lot. In the case of a corporation, the individual designated shall be an officer of the corporation, and in the case of a partnership, the individual designated shall be a general partner. Such designation shall be in writing and shall be filed with the Association. In the event no written designation is filed with the Association as required herein, no attempted vote shall be counted on any matter voted on by the Association. In no event shall more than one vote be cast for any lot.

Class B. The Class B member(s) shall be the Declarant, 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 upon the happening of either of the following events, whichever shall first occur.

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

(b) three years following the date of conveyance of the first lot or dwelling unit by Declarant.

ARTICLE V

SUBSCRIBERS

The name and residence address of each subscriber to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
1. Robert W. Richmond	P.O. Box 1685 Beckley, WV 25801
2. Dean Richmond	1020 Madoline Avenue Port Orange, FL 32019
3. Fred D. Clark	Suite 612, Peoples Bldg. Charleston, WV 25301

ARTICLE VI

MANAGEMENT

The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than five (5) persons.

The initial Board of Directors shall consist of three (3) persons, who need not be members entitled to vote in the Association and who shall be appointed by Declarant. The initial Board of Directors named in these Articles shall serve until Class B membership is converted to Class A membership and their successors are duly elected as provided below. Until such conversion, any vacancies occurring in the initial Board of Directors appointed by Declarant may be filled by Declarant without notice to other owners. Following the first election of the Board of Directors by all of the lot owners, vacancies occurring between annual meetings of the membership shall be filled by the remaining Directors.

At such time as Class B membership is converted to Class A membership, as provided in Article IV above, or at such earlier time as Declarant may determine, the number of persons on the Board of Directors shall automatically be increased to five (5) persons. In such event, the entire Board of Directors shall be elected by vote of the entire membership at a special meeting called for that purpose.

The Directors shall be elected by the voting membership at the annual meetings of the membership in the manner provided in the By-Laws. The Directors may be removed and vacancies in the Board filled in the manner provided in the By-Laws.

Directors shall be elected by the voting members in accordance with the By-Laws at the regular annual meeting of the membership of the corporation to be held between December 1 and December 15 of each year as determined by the Board of Directors.

All officers shall be elected by the Board of Directors in accordance with the By-Laws at the annual meeting of the Board of Directors to be held immediately following the annual meeting of the membership. The Board of Directors shall elect or appoint at the times and in the manner set forth in the By-Laws a President, Vice President, Secretary, Treasurer, and such other officers as it may deem desirable.

ARTICLE VII

BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3). The names and addresses of the persons who are to serve as Directors until their successors are chosen are:

<u>Name</u>	<u>Address</u>
1. Robert W. Richmond	P.O. Box 1685 Beckley, WV 25801
2. Dean Richmond	1020 Madeline Avenue Port Orange, FL 32019
3. Fred D. Clark	Suite 612, Peoples Bldg. Charleston, WV 25301

ARTICLE VIII

FIRST OFFICERS

The names of the officers who are to serve until the first election or appointment under these Articles of Incorporation are:

<u>Name</u>	<u>Office</u>
Robert W. Richmond	President
Dean Richmond	Vice-President
Fred D. Clark	Secretary/Treasurer

ARTICLE IX

BY-LAWS

The initial By-Laws of this corporation may be adopted by the subscribers hereto and may be altered, amended or revised by recording such modification in the Public Records of Volusia County, Florida, signed by all of the subscribers to these Articles of Incorporation who are the initial Board of Directors or their successors as provided herein. In the event said subscribers shall no longer be directors, then alteration, amendment or revision shall be by the vote of a majority of the unit owners present in person or by proxy at any annual meeting or at a special meeting called for that purpose and such alteration, amendment or revision shall be approved in writing by all owners and holders of all mortgages or liens on any units.

ARTICLE X

AMENDMENT OF ARTICLES OF INCORPORATION

All of the subscribers to these Articles of Incorporation or their successors, as all of the members of the corporation, may amend the Articles of Incorporation provided that at such time as said subscribers no longer are directors, then these Articles of Incorporation may be amended by the vote of a majority of the unit owners present in person or by proxy at any annual meeting or at a special meeting called for that purpose and provided such alteration, amendment, or revision has been approved in writing by all owners and holders of all mortgages or liens on any units.

ARTICLE XI

DISSOLUTION

The Association may be dissolved only with the consent in writing by the owners and holders of all mortgages or liens on any lots and by 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 XII

SEVERABILITY

Invalidation of any of these Articles or portions thereof by judgment, court order, or operation of law shall in no way affect other provisions, which shall remain in full force and effect.

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ARTICLE XIII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1020 Madeline Avenue, Port Orange, Florida, and the name of the initial registered agent of this corporation is Eric V. Gill, Attorney at Law, 4393 Ridgewood Avenue, Suite 5, Port Orange, Florida, 32019.

ARTICLE XIV

INDEMNIFICATION

The Association shall indemnify any officer, director or committee member or any former officer, director or committee member to the full extent permitted by law.

WE, THE UNDERSIGNED, being each and all of the original subscribers to these Articles of Incorporation, do hereby make, subscribe, acknowledge and file these Articles, and have hereunto set our hands and seals this 4th day of NOVEMBER, 1986.

Robert W. Richmond (SEAL)
Robert W. Richmond

Dean Richmond (SEAL)
Dean Richmond

Fred D. Clark (SEAL)
Fred D. Clark

FILED
DEC 12 PM
SECRETARY OF STATE
TALLAHASSEE FL

STATE OF FLORIDA;
COUNTY OF VOLUSIA, To-Wit:

I HEREBY CERTIFY that before me this day, personally appeared Robert W. Richmond, Dean Richmond, and Fred D. Clark, to me known and shown to me to be the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State named above this 4 day of Nov, 1986.

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES DEC 18 1986
BONDED THRU GENERAL INVESTMENT

Shelley H. G...

NOTARY PUBLIC

My Commission Expires:

The undersigned, having been named to accept service of process for the above-stated corporation, at the place designated in Article XIII of the Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of Section 49.091, Florida Statutes, relative to keeping open said office.

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES DEC 18 1986
BONDED THRU GENERAL INVESTMENT

Eric V. Gill

ERIC V. GILL

4393 Ridgewood Ave, Suite 5
Port Orange, FL 32019