

ARTICLES OF INCORPORATION  
of

THE WILLOWS HOMEOWNERS ASSOCIATION, INC.

We, the undersigned, acting as incorporators of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following articles of incorporation for such corporation.

ARTICLE I

Name

The name of the corporation is THE WILLOWS HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II

Purpose and Powers of the Association

This 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 Townhouse Lots and Common Area within that certain tract of property described as:

Lots 13 to 28 inclusive in Fairview Place, a subdivision in the City of Clermont, Florida, according to the plat thereof recorded in Plat Book 9, page 6, Public Records of Lake County, Florida, LESS the South 105 feet of said Lots 18 through 23 inclusive.

ALSO:

That part of Lots 13 and 14 in Block "V" in the City of Clermont, Florida, according to the plat of the Township of Clermont recorded in Plat Book 3, page 5, Public Records of Lake County, Florida, bounded and described as follows: Begin at the intersection of the North line of the right of way of Minnehaha Avenue with the West line of the right of way of Carrie Street as shown upon the Plat of Fairview Place recorded in Plat Book 9, page 6, Public Records of Lake County, Florida; thence run North along the West line of the right of way of Carrie Street 400 feet to the South line of the right of way of Hill Street; thence run West along the South line of the right of way of Hill Street 270 feet, more or less, to the East line of the right of way of Disston Avenue; thence run South along the East line of the right of way of Disston Avenue 260 feet to a point 140 feet North of the North line of the right of way of Minnehaha Avenue; thence run East 150 feet; thence run South 140 feet to a point on the North line of the right of way of Minnehaha Avenue; thence run East along the North line of the right of way of Minnehaha Avenue 120 feet, more or less, to the point of beginning. LESS the South 105 feet of the East 120 feet of aforesaid Lot 14, Block "V" City of Clermont.

AND

Begin at the South line of Hill Street and the East line of Disston Avenue, thence run North to the North line of Hill Street, thence run East to the West line of Strickling Street and the North line of Hill Street, thence South to South line of Hill Street, thence West to point of beginning.

AND

Begin at the West line of Carrie Street and the North line of Minnehaha Avenue, thence run East to the East line of Carrie Street; thence run North to the South line of Hill Street; thence run West to the South line of Hill Street and the West line of

Carrie Street; thence run South to point of beginning. LESS the South 105 feet thereof.

AND

Begin at the West line of Strickling Street and the North line of Minnehaha Avenue; thence run North along West line of Strickling Street to the North line of Hill Street; thence run East 30 feet to the centerline of Strickling Street; thence South to the North line of Minnehaha Avenue; thence West 30 feet to the point of beginning, all in Lake 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 Official Public Records of Lake 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 or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of the voting members 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 the voting members of each class of members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit 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 the voting members of each class of members;

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

### ARTICLE III

#### Membership

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

### ARTICLE IV

#### 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 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 December 31, 1988.

#### ARTICLE V

##### Board of Directors

The affairs of this Association shall be managed by a Board of seven (7) Directors, who need to be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and address of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Derow Poynter	993 W. Lakeshore Drive, Clermont, FL 32711
Reva J. Poynter	993 W. Lakeshore Drive, Clermont, FL 32711
Robert D. Thompson	1927 Brantley Circle, Clermont, FL 32711
Susan L. Thompson	1927 Brantley Circle, Clermont, FL 32711
Walter Poynter	295 E. Highway 50, Clermont, FL 32711
Kitty D. Poynter	295 E. Highway 50, Clermont, FL 32711
Dennis L. Horton	12 Elderberry Court, Clermont, FL 32711

At the first annual meeting the members shall elect three (3) directors for a term of one (1) year, two (2) directors for a term of two (2) years and two (2) directors for a term of three (3) years; and at each annual meeting thereafter the members shall elect for a term of three (3) years the number of directors whose terms have expired that year.

#### ARTICLE VI

##### Initial Registered Office and Registered Agent

(a) The address of this Association's initial registered office in the State of Florida is 900 W. Highway 50, Clermont,

Florida 32711.

(b) The name of this Association's initial registered agent at the above address is Dennis L. Horton.

#### ARTICLE VII

##### Officers

The initial officers of the Association shall be a president, vice president, secretary and treasurer. Such officers shall be elected or appointed 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 or appointment are:

President -- Walter Poynter

Vice President -- Derow Poynter

Secretary/Treasurer -- Robert D. Thompson

#### ARTICLE VIII

##### Incorporators

The name and residence address of each incorporator is:

<u>Name</u>	<u>Address</u>
Walter Poynter	295 E. Highway 50, Clermont, FL 32711
Deroy Poynter	993 W. Lakeshore Dr., Clermont, FL 32711
Robert D. Thompson	1927 Brantley Circle, Clermont, FL 32711

#### ARTICLE IX

##### Bylaws

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 by a vote of a majority of a quorum of voting members present in person or by proxy, except that the initial bylaws of the Association shall be made and adopted by the Board of Directors.

#### ARTICLE X

##### Dissolution

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

#### ARTICLE XI

##### Duration

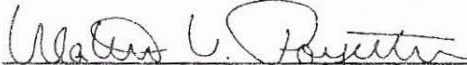
The corporation shall exist perpetually.

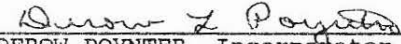
#### ARTICLE XII


##### Amendments

Amendments to these articles of incorporation may be proposed by any member of the Association. 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 three-fourths (3/4) of the members eligible to vote.

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 30th day of ~~April~~, 1987.  
June

  
WALTER POYNTER, Incorporator


  
DEROW POYNTER, Incorporator

  
ROBERT D. THOMPSON, Incorporator

STATE OF FLORIDA  
COUNTY OF LAKE

I HEREBY CERTIFY that on this day, before me, and officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared WALTER POYNTER, DEROW POYNTER and ROBERT D. THOMPSON, well known to me and they acknowledged due execution of the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 30 day of ~~April~~, 1987.  
June

  
Notary Public  
My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXPIRES: MAY 20, 1991.  
BONDED THRU NOTARY PUBLIC UNDERWRITERS.