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VOLUNTA COUNTY
ARTICLES OF INCORPORATION
FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HALIFAX PLANTATION PHASE I HOMEOWNER'S ASSOCIATION, INC.

(A Non-Profit Florida Corporation)

ARTICLE I

NAME - LOCATION

The name of this corporation is Halifax Plantation Phase I Homeowner's Association, Inc., a non-profit corporation, sometimes hereinafter called the "Association". The address of the corporation is 2990 South Atlantic Avenue, Daytona Beach Shores, Florida, and the legal description of the land upon which Halifax Plantation Phase I Subdivision is planned to be developed is contained in Exhibit "A" attached hereto.

ARTICLE II

PURPOSE

The general nature of the business to be transacted is as follows:

(a) To manage the Association of lot owners established by the Declaration of Covenants and Restrictions, Halifax Plantation Phase I.

(b) To enforce the Declaration of Covenants and Restrictions pertaining to Halifax Plantation Phase I.

(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 and specifically the power, with consent of a majority of the members, to merge or consolidate with other homeowner's associations in the Halifax Plantation community.

(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 these Articles of Incorporation, the By-Laws and the Declaration of Covenants and Restrictions, Halifax Plantation Phase I.

(e) No part of the income of this corporation shall be distributed to its members, directors or officers.

ARTICLE III

MEMBERSHIP

Every person or entity who is or becomes a record owner of any lot in Committed Property as that term is defined in the Declaration of Covenants and Restrictions

EXHIBIT D

to

Declaration of Covenants and Restrictions

(Declaration) executed by Halifax Plantation, Inc., developer of the subdivision, and referred to herein as "Declarant", and recorded in the Public Records of Volusia County, Florida, shall be a member of the Association. Declarant, the Developer, shall also be a member of the Association as long as it owns any lots in the Committed Property. Membership is solely for those having a fee simple ownership interest and is not intended to and shall not include any persons or entities who hold an interest in real property merely as security for the performance of an obligation. All memberships in the Association shall be automatic and mandatory and shall terminate automatically when a member becomes divested of a fee simple ownership interest in property in the subdivision.

When a corporation or partnership is the owner of a lot, 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

Initially there shall be 63 votes in the Association, one for each lot in the property committed to the terms of the Declaration. If additional property is committed to the Declaration, the number of votes shall increase, as each additional property is committed, by the number of lots in the additional Committed Property. The Association shall have two classes of voting membership:

Class A. Class A members shall be 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 shall be entitled to vote. All of the owners shall designate one of the owners to vote for the lot. Such designation shall be in writing and shall be filed with the Association. When a lot is owned by a corporation, partnership or other business entity, the entity shall designate one individual to vote for the lot. In the case of a corporation, the one designated shall be an officer of the corporation, and in the case of a partnership, the one designated shall be a partner. Such designation shall be in writing and shall be filed with 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 based on a maximum of 299 votes, or

(b) five years following the date of conveyance of the first lot by Declarant.

(c) In the event the Declarant shall sign a "Statement" as provided in Section 2.2 of the Declaration, declaring that the property described therein

is no longer Uncommitted Property, then the ^{BOOK}maximum number of votes shall be the total number of lots in the ^{PAGE}Committed Property. _{VOLUSTA COUNTY}

ARTICLE V

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI

SUBSCRIBERS

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

<u>Name</u>	<u>Address</u>
Edward R. Clark	4 Terry Drive Daytona Beach, Florida
R. Don Henderson	1570 Poplar Drive Ormond Beach, Florida
Gloria F. Murphy	619 Dixie Lane South Daytona, Florida

ARTICLE VII

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 nine (9) persons. 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.

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 the lot owners, other than Declarant are entitled to elect the Directors in the manner set forth herein. Vacancies in the initial Board of Directors appointed by Declarant may be filled by Declarant. After the election of the Board of Directors by the lot owners other than Declarant, vacancies occurring between annual meetings of the membership shall be filled by the remaining Directors.

At such time as the number of Class A votes exceeds the number of Class B votes, or at such earlier time as Declarant may determine, the number of persons on the Board of Directors shall automatically be increased to nine (9) persons. The members, other than Declarant, shall be entitled to elect a majority of the Board of Directors, and the Board of Directors shall call a special meeting for that purpose.

Directors shall be elected by the voting members in accordance with the By-Laws at the regular annual meeting of the membership of this corporation to be held on the first Monday of December of each year or on such other date as may be set by the vote of a majority of the members.

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 VIII

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>
Edward R. Clark	4 Tenny Drive Daytona Beach, Florida
R. Don Henderson	1570 Poplar Drive Ormond Beach, Florida
Gloria F. Murphy	619 Dixie Lane South Daytona, Florida

ARTICLE IX

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>
Edward R. Clark	President
R. Don Henderson	Vice President
Gloria F. Murphy	Secretary/Treasurer

ARTICLE X

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 qualified as members, then alteration, amendment or revisions shall be, by the vote of a majority of the unit owners 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 lots.

ARTICLE XI

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 qualify as members, then these Articles of Incorporation may be amended by the vote of a majority of the then record owners of lots within Committed Property at any annual members meeting or at a special meeting called for that purpose.

ARTICLE XII

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, by the County of Volusia, 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 a non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XIII

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.

ARTICLE XIV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 42 South Peninsula Drive, Daytona Beach, Florida, and the name of the initial registered agent of this corporation at that address is Glenn R. Padgett.

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 30th day of July, 1985.

Edward R. Clark (SEAL)
Edward R. Clark

R. Don Henderson (SEAL)
R. Don Henderson

Gloria F. Murphy (SEAL)
Gloria F. Murphy

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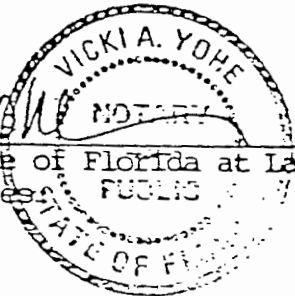
BOOK PAGE
VOLUSIA COUNTY
FLORIDA

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that before me this day, personally appeared EDWARD R. CLARK, R. DON HENDERSON and GLORIA F. MURPHY, to me known and known 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 purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this
30th day of July, 1985.

Vicki A. Yoh



Notary Public, State of Florida at Large.
My commission expires

EXPIRATION DATE JUNE 15, 1989

The undersigned, having been named to accept service of process for the above stated corporation, at the place designated in Article XIV 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

Glean R. Padgett
Glean R. Padgett

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HALIFAX PLANTATION
PHASE I
LEGAL DESCRIPTION

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BOOK PAGE
VOLUSIA COUNTY
TOTAL PHASE I PROPERTY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Description of Parcel Lying North of Korona Road (Old Dixie Highway) and East of Old Kings Road.

A portion of Blocks 1, 2, 14, 15, 16 and 17, Halifax Subdivision, as recorded in Map Book 5, Page 92, Public Records of Volusia County, Florida, being more particularly described as follows:

From a reference point, being the intersection of the Volusia/Flagler County Line with the easterly right-of-way of Old Kings Road, a 100 ft. Right-of-Way, said County line also being the northerly line of Halifax Subdivision, aforesaid; run thence N 73° 22' 01" E and along said County line, 1332.96 ft. to the POINT OF BEGINNING; thence continue N 73° 22' 01" E and along said County line, 950.12 ft. to a point; thence S 13° 21' 23" E, a distance of 5652.76 ft. to the northerly line of Washington Avenue, a 40 ft. Right-of-Way as shown on the plat of Halifax Subdivision; thence S 73° 43' 27" W, and along the northerly line of Washington Avenue, 31.62 ft. to a point of intersection with the northerly line of Korona Road, a 100 ft. Right-of-Way, said point being on a curve concave southwesterly; thence westerly and along said right-of-way and curve to the left, having a radius of 784.74 ft., a central angle of 48° 08' 28", chord distance of 640.13 ft., bearing N 66° 34' 25" W, an arc distance of 659.35 ft. to the point of tangency thereof; thence S 89° 21' 21" W and along the northerly line of said Korona Road, 2172.25 ft. to an intersection with the easterly line of Old Kings Road, aforesaid; thence N 21° 07' 33" W and along the easterly line of Old Kings Road, 710.68 ft. to a point of curve concave easterly; thence northerly and along said easterly right-of-way and curve to the right, having a radius of 2813.12 ft., and a central angle of 17° 28' 22", an arc distance of 857.88 ft. to the point of tangency thereof; thence continue along the easterly right-of-way of Old Kings Road, N 3° 39' 11" W, a distance of 55.25 ft.; thence N 3° 47' 44" W and along said easterly right-of-way, 1275.91 ft. to a point of curve concave easterly; thence northerly and along said easterly right-of-way and curve to the right, having a radius of 2813.71 ft., and a central angle of 5° 02' 41", an arc distance of 247.74 ft. to the point of tangency thereof; thence continue along said easterly right-of-way, N 1° 14' 57" E, a distance of 550.32 ft. to a point of curve concave westerly; thence northerly and along said easterly right-of-way and curve to the left, having a radius of 1959.70 ft. and a central angle of 15° 41' 28", an arc distance of 536.69 ft. to the point of tangency thereof; thence continue along said easterly right-of-way of Old Kings Road, N 14° 26' 31" W, a distance of 220.22 ft.; thence departing said easterly right-of-way run N 73° 22' 01" E and parallel to said county line, a distance of 1341.56 ft.; thence N 16° 17' 59" W a distance of 265.00 ft. to the POINT OF BEGINNING, containing 288.46 acres, more or less.

EXHIBIT A
to
Articles of Incorporation
Halifax Plantation Phase I
Homeowner's Association, Inc.

September 30, 2002

Dear: Lot / Homeowner
Halifax Plantation Phase One

You are aware that we still have one opening on the Board of Directors. Some people who have expressed interest have declined because of the potential expense of securing an attorney, should someone initiate even a frivolous legal action. For this reason your Board, by a two thirds vote, has recently amended the By-Laws to provide both up-front legal representation and Errors and Omission insurance for the Board Members. We also amended the By-Laws to allow the Management Company to handle the logistics of our annual election. We also amended the By-Laws increase security / flexibility in signing Association Checks. The specific wording changes are below. Please file this letter with your By-Laws.

Article VIII, Section 8d. (page 1438)

The following *italicized* language has been added at the end of the paragraph...

"...prior to the annual meeting. The Treasurer may delegate to a Board approved Management Company the day-to-day receiving and disbursement functions along with the associated record keeping. The Treasurer may also delegate to one or several of the other Board members the authority to sign checks so long as a record of this delegation is kept on a per occurrence basis. A Management Company officer shall also be required to co-sign all checks and verify that any delegation of signing has been authorized by the Treasurer."

Article X, Section 1d. (page 1440)

The following *italicized* language has been added at the end of the paragraph...

"...48 hours prior to elections. The Secretary of the Board shall be a member of the Elections Committee with responsibility for compliance with this sub-section. The Secretary is authorized to delegate detail activities to a Board approved Management Company."

Article XIII (page 1448)

The following *italicized* language has been added at the end of the paragraph...

"...vote of the members, or otherwise. At the request of any said officer, director, or committee member who requires legal representation under this Article, or related to any other Association business; the Association shall supply, at Association expense, such legal representation as shall be required for so long as shall be necessary to dispose of the matter in question. This representation shall continue both during and after tenure on the board."

Respectfully,

Mike Schoonmaker,
President Halifax Plantation Phase I HOA