

ARTICLES OF INCORPORATION

OF

EAGLE ROCK RANCH OWNER'S ASSOCIATION, INC.

(A Non-profit Florida corporation)

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the law of the State of Florida, in accordance with the provision of the Statutes of said State, providing for the formation, liabilities, rights, privileges and immunities of corporations not for profit.

ARTICLE I

The name of this corporation shall be: EAGLE ROCK RANCH OWNERS' ASSOCIATION, INC.

ARTICLE II

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

A. To enforce the terms, covenants, conditions and restrictions appertaining to Eagle Rock Ranch, Unit I, recorded in the Public Records of Flagler County, Florida in Map Book 26, Pages 50 through 51, inclusive, and any future units of Eagle Rock Ranch, Inc., recorded in the Public Records of Flagler or Volusia County, Florida, by Eagle Rock Ranch, Inc., a Florida corporation.

B. To accomplish the foregoing purposes, the corporation shall have all corporate powers permitted under Florida law, including the power to mortgage and borrow monies.

ARTICLE III

QUALIFICATION OF MEMBERS AND MANNER OF THEIR ADMISSION

Any person, firm corporation or other business entity coming within the following categories shall automatically become members of this Association:

A. The record title holder of a present vested fee simple interest in any lot or dwelling unit of Eagle Rock Ranch, Unit I, or any future unit of Eagle Rock Ranch hereafter filed in the Public Records of Flagler or Volusia County, Florida, by Eagle Rock Ranch, Inc., a Florida corporation.

B. If the record title holder described in Paragraph A designates in writing to the Secretary of this Association, the tenant shall be a member of this Association. However, the owner's membership privileges during the period of such tenancy shall abate and shall be exercisable only by the tenant. When the tenancy ceases to exist, the owner of such dwelling unit shall so certify to the Secretary of this Association and the owner shall be entitled to resumption of all membership privileges unless a new tenant is in possession of the dwelling unit.

C. The membership of any tenant or record owner shall automatically terminate when such person is no longer entitled to immediate possession and enjoyment of a lot or dwelling unit in Eagle Rock Ranch hereafter filed in the Public Records of Flagler County, Florida, by Eagle Rock Ranch, Inc., a Florida corporation.

D. When a corporation or partnership is an owner or tenant of a dwelling unit or lot, only the President of the corporation or its designate or the senior partner shall be entitled to exercise membership privileges.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V

NAMES AND ADDRESSES OF SUBSCRIBERS

Louis R. (Luke) Browning 108 Timberline Trail, Ormond Beach, Fl.
Donald Seps 120 E. Granada Blvd., Ormond Beach, Fl.

ARTICLE VI

MANAGEMENT AND TIME OF ELECTION

A. 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) members.

B. Directors shall be elected by the voting membership at the regular annual meeting of the membership of the corporation to be held on the first Saturday of January of each year at such place as may be designated by the Board.

C. All officers shall be elected by the Board of Directors in accordance with the By-Laws at the regular annual meeting of the Board of Directors to be held immediately following the annual meeting of the membership. The Board of Directors shall elect from among the members of the corporation a President, Vice President, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer and such other officers as it may deem desirable.

ARTICLE VII

The names of the officers who shall serve until the first election are as follows:

President	L. R. Browning
Vice President and Secretary/Treasurer	Donald Seps
Vice President	
Vice President & Asst. Secretary	

ARTICLE VIII

BOARD OF DIRECTORS

The following three (3) shall constitute the first Board of Directors. Said first Board of Directors may appoint three (3) successors to serve as an interim Board of Directors until the first election of the Board of Directors at the first regular annual meeting of the members:

1. L. R. Browning
108 Timberline Trail, Ormond Beach, Fl.
2. O. L. White
2525 S. Atlantic Ave., Daytona Beach Shores, Fl.
3. John W. Watson, III
759 W. Granada Blvd., Ormond Beach, Fl.

ARTICLE IX

BY-LAWS

The By-Laws of this corporation may be made, altered, amended or rescinded by such modification signed by at least a two-thirds (2/3) vote of all members of the Association.

ARTICLE X

AMENDMENT OF ARTICLES OF INCORPORATION

An affirmative vote of seventy-five percent (75%) of the qualified

voting members of the corporation shall be necessary to amend these Articles of Incorporation.

ARTICLE XI

No dividend shall be paid and no part of the income shall be distributed to its members, directors or officers. The corporation may, however, pay a reasonable amount to its members, directors and officers for services rendered and may confer benefits upon its members in conformity with the purposes set forth in Article II and upon dissolution or final liquidation, may make distribution to its members as permitted by the Court having jurisdiction thereof and no such payment, benefit or distribution shall be determined to be dividend or a disbursement of income.


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 48.094, Florida Statutes, the following is submitted in compliance with said Act:

First: That Eagle Rock Ranch Owners' 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 the City of Ormond Beach, County of Volusia, State of Florida has named Louis R. Browning located at 759 W. Granada Blvd., Suite B, Ormond Beach, Volusia County, Florida as its agent to accept service of process within this State.

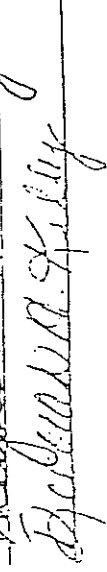
ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation at the 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 said office open.



Louis R. Browning

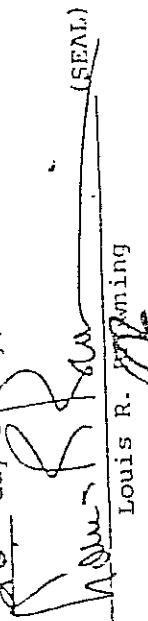
WITNESS THE HANDS AND SEALS of the incorporators and subscribers in Volusia County, State of Florida, this 26th day of June, 1980.

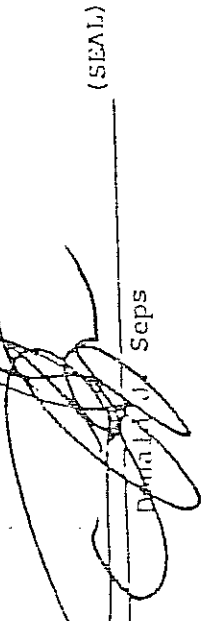









Louis R. Browning (SEAL)


Louis R. Browning (SEAL)