

ARTICLES OF INCORPORATION

OF

LAUREL RESERVE

COMMUNITY ASSOCIATION, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 *Laurel Reserve Community Association, Inc.*, hereafter called the "Association".

ARTICLE II

The principal office of the Association is 3201 Cardinal Drive, Vero Beach, Florida 32963 and mailing address is Post Office Box 6604, Vero Beach, Florida 32961-6604.

ARTICLE III

DeeEllen B. Robinson, whose address is 3201 Cardinal Drive, Vero Beach, Florida 32963 and whose mailing address is Post Office Box 6604, Vero Beach, Florida 32961-6604, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

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 (i) the maintenance, preservation and control of the recreation tract the roads and rights-of-way, the landscape tracts and entrance amenities, and certain drainage and stormwater tracts (hereinafter together referred to as the "Common Area") shown on the Plat of *LAUREL RESERVE* according to the Plat thereof as recorded in Plat Book _____, Page _____, of the Public Records of Indian River County, Florida (hereinafter referred to as the "Plat"), and (ii) the architectural control of the residential Lots described on the Plat (hereinafter referred to as the "Properties"), and (iii) to promote the health, safety and welfare of the owners and

residents within the Properties and any additions thereto as may hereafter be brought within the jurisdiction of this Association and 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 for *Laurel Reserve* (hereinafter referred to as the "Declaration"), applicable to the Properties and recorded or to be recorded among the Public Records of Indian River County, 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, subject to the terms and provisions hereof and of the Declaration;
- (d) borrow money, and with the assent of two-thirds (2/3) of the total votes mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, subject to the terms and provisions hereof and of the Declaration;
- (e) 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 the total votes, and shall be in accordance with the terms and provisions hereof and of the Declaration;
- (f) to operate, maintain and manage the surface water or stormwater management systems in a manner consistent with the St. Johns River Water Management District permit no. 4-061-83293-1 requirements and applicable District rules, and shall assist in the enforcement of the Declarations

and Covenants and Restrictions which relate to the surface water or stormwater management system;

- (g) to levy and collect adequate assessments against members of the Association to be used for the maintenance, repair and operation of the surface water or stormwater management systems, including, but not limited to, work within retention areas, drainage structures and drainage easements;
- (h) to levy and collect adequate assessments against members of the Association to be used for the maintenance, repair and operation of the roads and rights-of-way, and the recreation and landscape tracts and entrance amenities;
- (i) to have and to exercise 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

Any person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration, 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 the Declaration.

ARTICLE VI

VOTING RIGHTS

The Association shall have two (2) 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 (1) 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 (1) 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 platted and owned by the Declarant. The Class B Member shall also be entitled to ten (10) votes per acre for each acre (or portion thereof) of land which is then owned by Declarant (or in which Declarant then has a legal or equitable ownership interest) and which is included in the "Additional Property" Described on Exhibit "A" attached hereto, which Additional Property may be annexed by the Declarant. It is expressly provided, however, that in the event and to the extent that Declarant either (i) completes the development of any Additional Property owned by Declarant without annexing the same, or (ii) sells, transfers or conveys and Additional Property owned by Declarant to a third party to whom Declarant does not assign its rights hereunder, then Declarant shall lose its entitlement to any votes associated with such Additional Property to such extent. 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) when the Declarant so chooses.

From and after the happening of these events, whichever occurs earlier, the Class B Member shall be deemed a Class A Member entitled to one (1) vote for each Lot in which it holds the interest required for Membership under Article V.

The presence at any meeting of members or proxies entitled to cast one-third (1/3) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in these Articles of Incorporation, the Declaration or the Bylaws.

ARTICLE VII

INCORPORATORS AND BOARD OF DIRECTORS

The Incorporators of the Association are:

<u>NAME</u>	<u>ADDRESS</u>
DeeEllen B. Robinson	3201 Cardinal Drive Vero Beach, Florida 32963
Peter G. Robinson	3201 Cardinal Drive Vero Beach, Florida 32963
Olivia Mae Shields	3201 Cardinal Drive Vero Beach, Florida 32963

The affairs of this Association shall initially be managed by a Board of three (3) Directors, who need not be members of the Association. Thereafter, the Board of Directors shall be elected by a majority of the members of the Association in accordance with the voting provisions of Article VI. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
DeeEllen B. Robinson	3201 Cardinal Drive Vero Beach, Florida 32963
Peter G. Robinson	3201 Cardinal Drive Vero Beach, Florida 32963
Olivia Mae Shields	3201 Cardinal Drive Vero Beach, Florida 32963

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.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by St. Johns River Water Management District prior to such termination, dissolution or liquidation, which approval shall not be unreasonably withheld.

ARTICLE IX

DURATION

The Association shall exist perpetually, unless sooner dissolved in accordance with Article VIII hereof.

ARTICLE X

AMENDMENTS

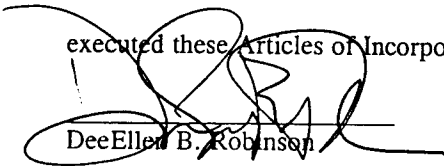
Amendment of these Articles shall require the assent of seventy-five (75%) of the entire membership.

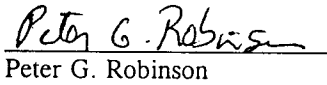
ARTICLE XI


FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require a prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties (other than those described herein), mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation not for profit under the laws of the State of Florida, we, the undersigned, constituting the incorporators and initial directors of this Association, have executed these Articles of Incorporation this 6 day of March, 2003.


DeeEllen B. Robinson


Peter G. Robinson


Olivia Mae Shields

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

The foregoing instrument was acknowledged before me this 6th day of March, 2003, by DeeEllen B. Robinson, Peter G. Robinson, and Olivia Mae Shields who have produced identification and/or are personally known to me.

Frances Garver
Notary Public
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

The undersigned, by her execution hereof, does hereby accept the designation as initial registered agent of LAUREL RESERVE COMMUNITY ASSOCIATION, INC. pursuant to Article III of these Articles of Incorporation.

DeeEllen B. Robinson

EXHIBIT 'A'

LAUREL RESERVE

"An Eco Community"



ADDITIONAL PROPERTIES
PHASE II

PHASE I

