

TRANSMITTAL DETAIL
W960000001615

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MEADOW COVE HOMEOWNERS ASSOCIATION
(Proposed corporate name - must include suffix)

Inc.
60001739166
-03/12/96--01044--003
***166.25 ***166.25

Enclosed is an original and one (1) copy of the articles of incorporation and a check
for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

FILED
5 MAR 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: MEADOW COVE HOMEOWNERS ASSOCIATION, INC
Name (Printed or typed)

P.O. Box 360348
Address

MELBOURNE, FL 32934-0348
City, State & Zip

407-242-8363 W96-5669/16
Daytime Telephone number

06678
06620
06617
1
TR
W96-5673

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

March 15, 1996

JANICE M. PFOLSGROF
1644 CLOVER CIRCLE
MELBOURNE, FL 32935

SUBJECT: MEADOW COVE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W9600005673

We have received your document for MEADOW COVE HOMEOWNERS ASSOCIATION, INC. and check(s) totaling \$166.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 596A00011719

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617.0202 Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be: **Meadow Cove Homeowners Association, Inc.** hereinafter called the "Association".

FILED
96 MAR 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

Principal Place of Business and Mailing Address

Principal Place of Business: 1644 Clover Circle, Melbourne, Florida 32935
or such other place or places as may be designated from time to time by the Board of Directors

Mailing Address: Meadow Cove Homeowners Association, Inc.
P.O. Box 360348
Melbourne Florida

ARTICLE III

Purpose

The specific purpose for which the corporation is organized is to provide the maintenance and preservation of the Common Area within that certain tract of land described as:

Lots 1 through 180, inclusive, of Meadow Cove according to Plat thereof as recorded in Plat Book 33, page 84 & 85, of the Public Records of Brevard County, FL;

to promote the health, safety and welfare of the residents within the above described property and additions thereto as may be brought within the jurisdiction of the Association for this purpose to:

ARTICLES OF INCORPORATION

ARTICLE III

Purpose

- (n) exercise all of the powers and privileges and to perform all of the duties and obligations as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration" applicable to the property and recorded in the Office of Public Records of Brevard 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 in length; (b) fix, levy, collect and enforce payment by any lawful means, all charges and 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 business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (o) 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 as security for money borrowed or debts incurred;
- (d) borrow money, and with the assent of two-thirds (2/3) of member 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 may be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purpose or annex additional residential property and Common Area;
- (g) have and to exercise any and 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 IV

Manner of Election of Directors

The directors of the Association shall be a president, vice-president, secretary, treasurer and a member at large and such other directors as the Board may from time to time by resolution create. The election of the officers shall be held annually at the Association annual meetings. Each officer shall hold office for 1 (one) year unless they shall otherwise resign, be removed, or disqualified to serve.

ARTICLE V

Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited as follows:

ARTICLE VI

Initial registered agent and street address

The name and the street address of the initial registered agent is:

Janice M. Pfolsgrof
1644 Clover Circle
Melbourne, FL 32935

ARTICLE VII

Incorporators

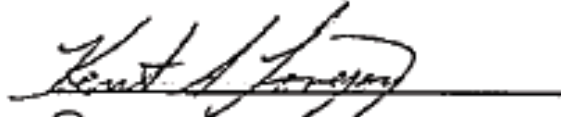
The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

Kent A. Lovejoy	1764 Clover Circle	Melbourne, FL 32935	Secretary
Janice M. Pfolsgrof	1644 Clover Circle	Melbourne, FL 32935	Treasurer
Mary Anzinger	1503 Dandelion Drive	Melbourne, FL 32935	Vice-President
Ricardo G. Suarez	1661 Clover Circle	Melbourne, FL 29 5	President

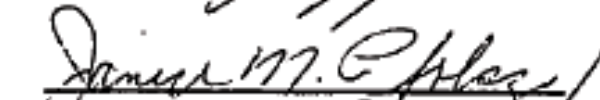
ARTICLES VIII THROUGH XIII on Page 4

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 12 day of December, 1995.

Signature(s) of Incorporator(s):



Kent A. Lovejoy
Typed name of incorporator signing



Janice M. Pfolsgrof
Typed name of incorporator signing



Mary Anzinger
Typed name of incorporator signing

ARTICLES OF INCORPORATION

(Continuation From Page 3)

ARTICLE VIII Membership

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

ARTICLE IX Voting Rights

All members of the Association 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.

ARTICLE X Dissolution

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the 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 organization to be devoted to such similar purposes.

ARTICLE XI Duration

The corporation shall exist perpetually.

ARTICLE XII Amendments

Amendment of these articles shall require the assent of 75 percent (75%) of the entire membership

ARTICLE XIII By-Laws

The By-Laws shall be adopted by the Directors at their first meeting. The By-Laws may be amended, at a regular meeting or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy. In the case of any conflict between the Articles of Incorporation and the By-Laws, the Articles shall control; and in the case of any conflict between the Declaration and these By-Laws, the Declaration shall control.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: MEADOW COVE HOMEOWNERS
(must include suffix)

ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

JANICE M. PFOLGRIF
(Name)

1444 PLOVER MARLE
(Street address - P. O. Box not acceptable)

MELBOURNE, FL 32935
(City/State/Zip)

FILED
05 MAR 29 AM 9:30
STATE
OFFICE OF
CORPORATION
AND BUSINESS
FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Janice M. Pfolgrif
(Signature)

1/1/96
(Date)

Registered Agent filing fee \$35.00