



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 8, 2006

HARBOUR ISLAND COMMUNITY ASSOCIATION, INC.
ATTN: EDWARD FROEHLICH
11188 SCHOONER COURT
JACKSONVILLE, FL 32225

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6872.

Robin Easom
Certification Section

Letter No. 006A00032315

5/03/06

CORPORATE DETAIL RECORD SCREEN

1:55 PM

NUM: N07549

ST:FL ACTIVE/FL NON-PROF

FLD: 02/08/1985 EFF: 02/07/1985

LAST: REINSTATEMENT

FLD: 04/03/1990

FEI#: 59-2897612

NAME : HARBOUR ISLAND COMMUNITY ASSOCIATION, INC.

PRINCIPAL: 4317 HARBOUR ISLAND DRIVE

CHANGED: 02/12/01

ADDRESS JACKSONVILLE, FL 32225 US

MAILING : PO BOX 350694

CHANGED: 02/12/01

ADDRESS JACKSONVILLE, FL 32225 US

RA NAME : CAMERON, RUSSELL G

NAME CHG: 02/12/01

RA ADDR : 4317 HARBOUR ISLAND DRIVE

ADDR CHG: 02/12/01

JACKSONVILLE, FL 32225 US

ANN REP : (2003) A 02/19/03 (2004) N 02/16/04

(2005) A 04/25/05

1. MENU, 3. OFFICERS, 4. EVENTS

ENTER SELECTION AND CR:

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of HARBOUR ISLAND COMMUNITY ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on February 8, 1985, effective February 7, 1985, as shown by the records of this office.

The document number of this corporation is N07549.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Eighth day of May, 2006



CR2EO22 (01-06)

Sue M. Cobb
Sue M. Cobb
Secretary of State

10/10/10

ARTICLES OF INCORPORATION
OF
HARBOUR ISLAND COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes the undersigned, all of whom are residents of Florida and all of whom are of age, have this day voluntarily associated themselves for the purpose of forming a corporation not-for-profit and do hereby certify:

ARTICLE I

NAME OF THE CORPORATION

The name of the corporation is HARBOUR ISLAND COMMUNITY ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

PRINCIPAL OFFICE

The initial principal office of the Association is located at 3000 Independent Square, Jacksonville, Florida 32202.

ARTICLE III

REGISTERED AGENT

John S. Benson, whose address is 3000 Independent Square, Jacksonville, Florida, 32202, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSES AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members hereof. This Association shall have 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. The specific purpose for which the Association is organized is to own, maintain, repair, replace and insure the roadway, bridge, landscaping, lighting, signs and other amenities providing access to the land shown on the plat of Harbour Island to be recorded in the public records of Duval County, Florida, including but not limited to any easements reserved by the Association to give access to public streets.

In addition to the foregoing the Association shall have the power to:

(a) exercise all of the powers and privileges and perform all of such duties and obligations of the Association as set forth in the Harbour Island Declaration of Covenants, Conditions and Restrictions to be recorded in the Official Records of Duval County, and all amendments thereto (hereinafter called the "Declaration");

(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 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, reservation, 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 each class of members to 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) participate in mergers and consolidations with other non-profit corporations organized for the same purpose or annex additional residential property provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of member, (notwithstanding the foregoing, Walter T. Boney, shall have the right to annex additional residential property as provided in the Declaration).

(f) acquire, and convey to the City of Jacksonville the property known as Lot 5, Block 39, Hidden Hills and Harbor Unit 1, according to the plat thereof recorded in Plat Book 34, pages 60-60A, public records of Duval County, Florida, and to reserve an easement over such land for access, ingress, egress, drainage, utilities and cable television and to enter such indemnity, maintenance and other agreements in connection therewith as may be requested by the City of Jacksonville.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot or tract shown on the plat of Harbour Island to be recorded in the public records of Duval County, Florida, 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.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

General Members: General Members shall be all Owners, with the exception of the Charter Members, 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.

Charter Members: The Charter Member shall be the Walter T. Boney. Walter T. Boney may assign his rights as a Charter Member in whole or in part. Each Charter Member shall be entitled to four (4) votes for each Lot owned by such Charter Member. The Charter membership shall cease and be converted to General membership on the happening of any of the following events, whichever first occurs:

(a) When the total votes outstanding in the General membership equal the total votes outstanding in the Charter membership; or

(b) on January 1, 1994.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) directors. The number of directors may be changed in accordance with the provisions of the By-Laws of the Association. The names and addresses 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>
John S. Benson	3000 Independent Square Jacksonville, Florida 32202
Elizabeth S. Bryant	3000 Independent Square Jacksonville, Florida 32202
Donna E. Just	3000 Independent Square Jacksonville, Florida 32202

At the first annual meeting at which the members are entitled to elect directors, the members shall elect them in accordance with the provisions of the By-Laws.

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 granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval or dissolution pursuant to Florida Statutes Section 617.05.

ARTICLE IX

DURATION

The Association shall exist perpetually. The Association shall begin to exist on February 7, 1985.

ARTICLE X

AMENDMENTS

Amendments of these Articles shall require the assent of a majority of each class members. When Charter membership ceases and is converted to General membership amendments of these Articles shall require the assent of a majority of the entire membership.

ARTICLE XI

OFFICERS

(a) The officers of this corporation who shall serve until the first election of their successors are as follows:

President - Walter T. Boney
Secretary-Treasurer - George R. Register, III

(b) The officers of the Association shall be a President and a Secretary-Treasurer, and such other officers as the board may from time to time by resolution create. Officers shall be elected for a one (1) term in accordance with the procedures set forth in the By-laws.

ARTICLE XII

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles. Such By-Laws may be amended by the Charter Member on their own motion from the date hereof until control is transferred to the General members. After control is transferred, By-Laws may be amended at a regular or special meeting of the members by a vote of the majority of a quorum of members, present in person or by proxy.

ARTICLE XIII

INDEMNIFICATION

Every director, officer, or employee of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be made a party, or in which he may become involved, by reason of his being or having been a director, officer, or employee of the Association, or any settlement thereof, whether or not he is a director, officer or employee at the time such expenses are incurred, except in such cases wherein the director, officer, or employee is adjudged guilty of willful misconduct or gross negligence in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director, officer, or employee may be entitled. The foregoing rights of indemnification shall apply to the heirs, executors, and administrators of any such director, officer or employee of this Association.

ARTICLE IV

SUBSCRIBERS

The names and addresses of the subscribers to these Articles are as follows:

RECORDED
FEB 10 1985
12:45 PM '85

<u>NAME</u>	<u>ADDRESS</u>
John S. Benson	3000 Independent Square Jacksonville, Florida 32202
Elizabeth S. Bryant	3000 Independent Square Jacksonville, Florida 32202
Donna E. Just	3000 Independent Square Jacksonville, Florida 32202

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the subscribers of this Association, have executed these Articles of Incorporation this 7th day of February, 1985.

[Signature]
John S. Benson

[Signature]
Elizabeth S. Bryant

[Signature]
Donna E. Just

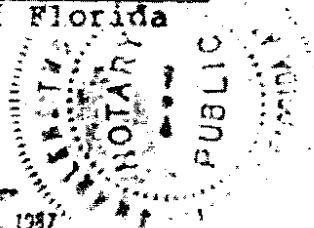
STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 7th day of February, 1985, by John S. Benson.

[Signature]
Notary Public, State of Florida
At Large

My Commission Expires:



Notary Public, State at Large
My Commission Expires April 12, 1987

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 14 day of February, 1985, by Elizabeth S. Bryant.

Sharlene Thompson
Notary Public, State of Florida
At Large

My Commission Expires:

Notary Public, State at Large
My Commission Expires April 12, 1987

STATE OF FLORIDA

COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 14 day of February, 1985, by Donna E. Just.

Sharlene Thompson
Notary Public, State of Florida
At Large

My Commission Expires:

Notary Public, State at Large
My Commission Expires April 12, 1987

NOTARY PUBLIC
STATE OF FLORIDA
FEB 14 1985
11:11 PM
FEB 12 12:47 PM '85
NOTARY PUBLIC
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

HARBOUR ISLAND COMMUNITY ASSOCIATION, INC., DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH
ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF JACKSONVILLE, COUNTY
OF DUVAL, FLORIDA, HAS NAMED JOHN S. BENSON LOCATED AT 3000
INDEPENDENT SQUARE, JACKSONVILLE, FLORIDA, 32202, DUVAL COUNTY,
AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HARBOUR ISLAND COMMUNITY
ASSOCIATION, INC.

By: *John S. Benson*
John S. Benson

By: *Elizabeth S. Bryant*
Elizabeth S. Bryant

By: *Donna E. Just*
Donna E. Just

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER
AND COMPLETE PERFORMANCE OF MY DUTIES.

John S. Benson
JOHN S. BENSON

Dated: *February 7, 1985*

FILED
FEB 8 12 47 PM '85
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA