

ARTICLES OF INCORPORATION
OF
TRAILS WEST HOMEOWNERS ASSOCIATION, INC.
A Non-profit Florida Corporation

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, in accordance with the provisions 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 TRAILS WEST HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

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

- a. To enforce the terms, covenants, conditions and restrictions appertaining to Trails West in Volusia County as recorded in the Public Records of Volusia County, Florida.
- 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 Trails West in Volusia County, Florida, including lots added at a later date.
- b. If the record title holder described in Paragraph a, designates in writing to the secretary of the 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 dwelling unit in Trails West Subdivision, filed in the Public Records of Volusia County, Florida.

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

This corporation shall have perpetual existence.

ARTICLE V

The names and addresses of subscribers of this corporation are as follows:

| | |
|-----------------------|---|
| Gerald E. Upson | 180 N. Nova Road Ormond Beach, Florida 32074 |
| C. W. Singletary, Jr. | 501 North Grandview Daytona Beach, Florida 32018 |
| William C. Heath | 501 North Grandview Daytona Beach, Florida 32018 |

ARTICLE VI

The management of this corporation and time for elections shall be as follows:

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 nine (9) 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 Monday in October 198 and each year thereafter at such place as may be designated by the Board of Directors.

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, a vice-president, a secretary, treasurer, assistant secretary and assistant treasurer and such other officers as it may deem desirable.

d. All officers may hold more than one office as set forth above, except that the President shall not also be the Secretary, Assistant Secretary or Vice-President.

ARTICLE VII

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

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| President | C. W. Singletary, Jr. |
| Vice-President and Secretary/Treasurer | William G. Heath |
| Vice-President | Gerald E. Upson |

ARTICLE VIII

The following three (3) persons 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.

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|-----------------------|--|
| C. W. Singletary, Jr. | 501 North Grandview Avenue Daytona Beach, Florida |
| William G. Heath | 501 North Grandview Avenue Daytona Beach, Florida |
| Gerald E. Upson | 180 North Nova Road Ormond Beach, Florida |

ARTICLE IX

The By-Laws of this corporation may be made, altered, amended, or rescinded by such modification adopted in the following manner:

Notice of subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

A resolution adopting a proposed amendment may be proposed by either the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided, such approval must be either by:

a. Not less than sixty-five (65%) percent of the entire membership of the Board of Directors and by not less than sixty-five (65%) percent of the votes of the entire membership of the Association; or

b. By not less than seventy-five (75%) percent of the votes of the entire membership of the Association.

Proviso. Provided, however, that no amendment shall discriminate against any owner nor against any class or group of owners unless the owner so affected shall consent. No amendment shall be made that is in conflict with the Articles of Incorporation or restrictions.

ARTICLE X

An affirmative vote of sixty-five percent (65) of the membership and Board of Directors or by not less than seventy-five percent (75%) of the votes of the entire membership of the association 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 a dividend or a disbursement of income.

WITNESS THE HANDS AND SEALS of the incorporators and subscribers in Volusia County, State of Florida, this 12th day of October, 1980.

Signed, sealed and delivered in the presence of:

(as to all parties)

C. W. Singletary, Jr. (Seal)
C. W. Singletary, Jr.

William G. Heath (Seal)
William G. Heath

Gerald E. Upson (Seal)
Gerald E. Upson

STATE OF FLORIDA
COUNTY OF VOLUSIA

Before me, the undersigned authority, personally appeared C. W. SINGLETARY, JR., WILLIAM G. HEATH, GERALD E. UPSON, to me well known to be the incorporators and subscribers to the foregoing Articles of Incorporation of Trails West Homeowners Association, Inc. who being by me first duly sworn, acknowledged that they signed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 12th day of October, 1980.

Anthony K. B...
Notary Public

My Commission Expires:

NOTARY PUBLIC, State of Florida at Large
My Commission Expires February 6, 1982
Dated by NRS 1979, Chapter 111, Section 111.01

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

First: That Trails West Homeowners 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 Ormond Beach, Volusia County, Florida, has named
Gerald E. Upson, 180 North Nova Road, Ormond Beach, Florida, 32074,
as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the
above named corporation, at place designated in this Certificate,
I hereby accept to act in this capacity, and agree to comply
with the provision of said Act to keeping said office open.



Registered Agent