

N991000006322



ACCOUNT NO. : 072100000032
REFERENCE : 427339 82866A

AUTHORIZATION : *Patricia Pizante*

COST LIMIT : \$ 70.00

ORDER DATE : October 22, 1999

ORDER TIME : 10:26 AM

ORDER NO. : 427339-005

CUSTOMER NO: 82866A

700003022627-1

CUSTOMER: Mr. Timothy F. Campbell
CLARK & CAMPBELL, P.A.
CLARK & CAMPBELL, P.A.
4740 Cleveland Heights Blvd

Lakeland, FL 33813

DOMESTIC FILING

NAME: OAKBRIDGE COMMERCIAL
PROPERTY OWNERS' ASSOCIATION
NUMBER ONE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

509
W99-24443

EXAMINER'S INITIALS:

[Signature]
10/25/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 22 PM 5:42

RECEIVED
99 OCT 22 PM 12:12
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FILED
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DIVISION OF CORPORATIONS

99 OCT 22 PM 5:42

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 22, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RE-SUBMIT

Please give original
submission date as file date.

SUBJECT: OAKBRIDGE COMMERCIAL PROPERTY OWNERS'
ASSOCIATION NUMBER ONE, INC.
Ref. Number: W99000024443

We have received your document for OAKBRIDGE COMMERCIAL PROPERTY OWNERS' ASSOCIATION NUMBER ONE, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 399A00051008

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 OCT 25 PM 2:23

RECEIVED

ARTICLES OF INCORPORATION
OF
OAKBRIDGE COMMERCIAL PROPERTY
OWNERS' ASSOCIATION NUMBER ONE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 22 PM 5:42

The undersigned forms a corporation not for profit under the laws of the State of Florida, pursuant to and by virtue of the following Certificate of Incorporation:

ARTICLE I

NAME

The name of the corporation shall be OAKBRIDGE COMMERCIAL PROPERTY OWNERS' ASSOCIATION NUMBER ONE, INC. (the "Association"). The Association's initial principal office is 3604 Harden Boulevard, Lakeland, Florida 33803.

ARTICLE II

PURPOSES AND POWERS

The general purposes for which the Association is formed are as follows: (a) to acquire, own, equip, manage, maintain, and repair, including without limitation the responsibility of operating and maintaining the common areas within the Commercial Development Area of the Oakbridge development, as same is defined in the declarations of the Oakbridge Commercial Property Owners' Association Number One recorded in the public records of Polk County, Florida (the "Declaration"); (b) to enforce any declaration of covenants, conditions, and/or restrictions that may be applicable to the Commercial Development Area; (c) to establish and collect assessments from owners of property within the Commercial Development Area so that the Association may perform its duties and functions and operate, maintain, insure, and improve the property owned by the Association within the Commercial Development Area, including without limitation the responsibility of operating and

maintaining the stormwater management system for which the Association has or assumes operation, maintenance, improvement responsibilities, and to enforce liens for assessments, by legal action, if necessary; (d) to purchase and maintain any real and personal property that may be necessary or useful in the conduct of the Association's business; and (e) in furtherance of the foregoing, to enter into contracts and engage in any activity permitted a corporation not for profit under Chapter 617, Florida Statutes, unless otherwise prohibited by these Articles of Incorporation or by the Bylaws of the Association. The Association shall use all of its assets and earnings exclusively for the purposes set forth herein; no part of the assets or the net earnings of the Association shall inure to the benefit of any individual member or other person. The Association may, however, reimburse its members, officers or directors for actual expenses incurred for or in behalf of the Association and may compensate them in a reasonable amount for actual services rendered to the Association.

ARTICLE III

MEMBERS

Every record owner of a fee or undivided fee interest in any Parcel within the Commercial Development Area shall be a member of the Association. Person or entities who hold a fee interest merely as security for the performance of an obligation shall not be members of the Association. Membership shall be on the terms and conditions set forth herein as regulated by the Board of Directors of the Association and shall be appurtenant to and may not be separated from the ownership of any lot in the Commercial Development Area. Terms of such membership may be further governed by the Association through the Declaration as such may be modified from time to time and recorded in the public records of Polk County, Florida.

ARTICLE IV

TERM

This Association shall have perpetual existence. In the event, however that this Association dissolves in accordance with the laws of the State of Florida, the stormwater management system and discharge facility as defined and regulated by the South West Florida Management District, or its successor, shall then be maintained by an entity as set forth in Chapter 62-25.027 (1) promulgated by the Florida Department of Environmental Protection.

ARTICLE V

VOTING

The Association shall have one class of voting membership made up of all the record owners of fee title to the lots in the Commercial Development Area. Each member of the Association shall have a number of votes calculated upon the square feet of real property that such member owns within the Commercial Development Area as such votes as are designated in the Declaration.

ARTICLE VI

SUBSCRIBER

The name and residence address of the subscriber to these Articles of Incorporation are:

Timothy F. Campbell, Esquire
4740 Cleveland Heights Boulevard
Lakeland, Florida 33813

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 4740 Cleveland Heights Boulevard, Lakeland, Florida 33813, and the name of the corporation's initial registered agent at that address is Timothy F. Campbell, Esquire.

ARTICLE VIII

MANAGEMENT

The affairs and business of the Association shall be managed by a Board of Directors and by the following officers: President, Vice President, Secretary, Treasurer and other officers as the Board of Directors may appoint. The officers shall be elected by the Board of Directors as the first meeting of the Board of Directors following the annual meeting of the Association. The President shall be a director, but no other officer need be a director. A person may hold two (2) offices, if the duties of those offices are not incompatible, but the offices of the President and Vice President shall not be held by the same person, nor shall the offices of President and Secretary be held by the same person.

ARTICLE IX

OFFICERS

The name of the officers who are to serve until the first election of officers by the Board of Directors are:

Rick Barber	-	President
Mark Marlow	-	Vice President
Bud Long	-	Secretary/Treasurer

ARTICLE X

DIRECTORS

Section 1. The Association shall initially have three (3) directors. The number of directors may either be increased or decreased from time to time as provided by the Bylaws, but shall never be less than three (3).

Section 2. The names and addresses of the persons who are to serve on the first Board

of Directors are:

Mark Marlow
3604 Harden Boulevard
Lakeland, Florida 33803

Rick Barber
3604 Harden Boulevard
Lakeland, Florida 33803

Bud Long
3604 Harden Boulevard
Lakeland, Florida 33803

Section 3. The initial directors shall serve until the first annual meeting of the Association and thereafter as provided in Section 4 below and as provided in the Declaration.

Section 4. Until the first annual meeting following the earlier of (a) fifteen (15) years after the date of the initial Declaration of Covenants, Conditions, and Restrictions for OAKBRIDGE COMMERCIAL PROPERTY OWNERS' ASSOCIATION NUMBER ONE, Inc. or (b) the date when The Drummond Company, Inc, the Developer of the real property to be managed by the Association ("Developer"), has conveyed to third parties (other than a successor developer) all of the lots within the Commercial Development Area, Developer shall appoint at least two (2) of the three (3) members of the Board of Directors who will serve as the pleasure of the Developer. The other members of the Association may elect the remaining member of the Board of Directors. At the first annual meeting following the date specified above in this paragraph, the members of the Association, including Developer (if Developer is still the owner of the lands within the Commercial Development Area) shall elect the members of the Board by a plurality of the votes cast at the meeting. At the first election by the full membership of replacements for the directors appointed by the Developer, the directors shall be elected to staggered terms so that each year for the following three (3) years, the

term of one (1) of the three (3) directors expires. Thereafter, all directors shall serve for three (3) years. This Section intends that following the expiration of the power of appointment by Developer and the election of a full Board of Directors, one (1) director's term will expire each year.

Section 5. In the event of removal, resignation, or death of a director, the vacancy shall be filled by Developer if the director had been appointed by the Developer; otherwise it shall be filled by the Board of Directors. The replacement director shall serve the remainder of the term of his or her predecessor.

Section 6. No member of the Board of Directors or of any committee of the Association nor any officer of the Association, nor Developer, nor any employee of the Association shall be personally liable to any member of the Association, or to any other party, including the Association, for any damage, loss or prejudice suffered or claimed on account of any act, omission, error or negligence of the person or group, provided that person or group has, upon the basis of that information possessed by him or her, acted in good faith, without willful and intentional misconduct.

Section 7. The Board of Directors shall determine the accounts of both annual and special assessments. The assessments shall be fixed as provided in the Declaration. Multiple owners of any lands shall be jointly and severally liable for the payment of assessments. The Board of Directors may not provide that a member pay no assessments. The assessments shall be fixed by the Board of Directors annually and based on the costs and expenses the Association expects to incur in owning, operating, maintaining and improving the Association properties and conducting its other business in the coming year and on the establishment of reasonable reserves for future use as deemed advisable by the Board of Directors. The annual assessments may include amounts to cover deficiencies from the previous year. At the end of each calendar year, the Board of Directors, as an alternative to

increasing the coming year's assessments, may make a special assessment above and beyond the annual assessment if the costs and expenses of owning, operating, maintaining and improving the properties under the Association's control in that year exceeded the amount of the annual assessments and other income earlier received by the Association.

ARTICLE XI

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by a seventy-five percent (75%) vote of the members as provided in the Bylaws.

ARTICLE XII

AMENDMENTS

Amendments to the Articles of Incorporation shall be approved by the Board of Directors, proposed by them to the members and approved at any meeting by a seventy-five percent (75) vote of the members, provided that the Board give not less than thirty (30) days notice by regular United States mail to all of the members, setting forth the proposed amendment or amendments. In any event, no amendment to the Articles of Incorporation may diminish the voting rights of any member of the Association or change the manner of determining assessments without the prior written consent of the member. These Articles may not be amended to modify the rights of the Developer hereunder until such time that the Developer no longer owns and property within the Commercial Development Area.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal at Lakeland,
Florida, on this 21st day of October, 1999.

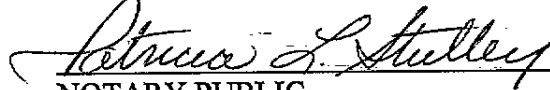


Timothy F. Campbell

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me personally on this 21st day of
October, 1999, an officer duly authorized in the State and County aforesaid to take
acknowledgments, by Timothy F. Campbell, to me personally known or known to me by evidence
of identification of _____ to be the person(s) described in and
who executed the foregoing instrument and who did not take an oath.





NOTARY PUBLIC

My Commission Expires: _____

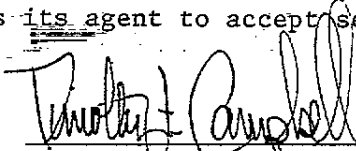
My Commission Number: _____

(Name of Notary typed, printed or stamped)

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

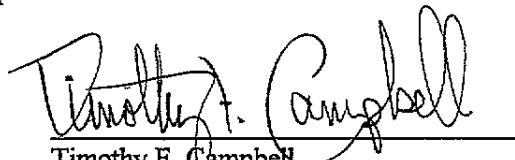
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That 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 Lakeland, County of Polk, State of Florida, OAKBRIDGE COMMERCIAL PROPERTY OWNERS' ASSOCIATION NUMBER ONE, INC. ("Corporation"), has named Timothy F. Campbell, Esquire, located at 4740 Cleveland Heights Boulevard, Polk County, Lakeland, Florida, as its agent to accept service of process within this state.


TIMOTHY F. CAMPBELL

ACKNOWLEDGMENT:

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


Timothy F. Campbell
Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 22 PM 5:42