

ARTICLES OF INCORPORATION  
OF  
SUMMERS CREEK HOMEOWNERS ASSOCIATION, INC.

THE UNDERSIGNED, for the purpose of forming a corporation not for profit under and pursuant to Chapter 617, Florida Statutes, certifies that:

ARTICLE I  
NAME

The name of this corporation is SUMMERS CREEK HOMEOWNERS ASSOCIATION, INC. The corporation is sometimes referred to herein as the "Association".

ARTICLE II  
DEFINITIONS

All terms defined in the Declaration of Covenants, Conditions and Restrictions for Summers Creek Phase I, recorded in Official Records Book 3441, page 3988, et.seq. of the public records of Brevard County, Florida (the "Covenants") shall have the same meaning when used herein.

ARTICLE III  
Principal Office and Agent

The principal place of business and initial registered office of the Association is 1351 N. Courtenay Parkway, Suite AA, Merritt Island, Florida 32953. The registered agent of the Association is Alexander H. Bobinski.

ARTICLE IV  
OBJECTS, PURPOSES AND POWERS

Section 4.1 This Association is a corporation not for profit. No part of its net earnings shall inure to the benefit of any member.

Section 4.2 The objects and purposes for which this Association is organized are as follows:

4.2.1 To establish, maintain, operate and provide all community services of every kind and nature required or desired by the members including without limitation those services and functions described in the Covenants.

4.2.2 To operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 40-009-0166 requirements and applicable District rules, and to assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater

management system.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

4.2.3 To provide for the enforcement of the Covenants.

4.2.4 To engage in such other activities as may be to the mutual benefit of the members and the owners of portions of the Subdivision.

4.2.5 To own, operate and manage properties conveyed to it in accordance with the Covenants.

4.2.6 To do such other things as may be necessary and proper to carry out and accomplish the above objects and purposes.

Section 4.3 In furtherance of the aforesaid objects, purposes and powers, the Association shall have all of the powers of a Corporation Not for Profit organized and existing under the laws of the State of Florida, which powers shall include, but are not limited to, the power:

4.3.1 To make, levy and collect Assessments from its members and to expend the proceeds of such Assessments for the benefit of its members.

4.3.2. To bring and defend suits on behalf of the Association.

4.3.3. To make and enforce reasonable rules and regulations governing the use of the property owned by the Association.

4.3.4. To maintain, repair, replace, operate, and insure those portions of the property that the Association has the duty or right to maintain, repair, replace, operate and insure under these Articles and the By-Laws of the corporation.

4.3.5. To contract for the management of its property and to delegate to such contractors all powers and duties of the Corporation.

4.3.6. To employ personnel to perform the services authorized by these Articles and by the By-Laws of the Association.



4.3.7. To purchase insurance upon its property for the protection of the Association and its members.

4.3.8. To reconstruct improvements constructed on its property after casualty or other loss.

4.3.9. To make additional improvements to its property.

#### ARTICLE V MEMBERS

Section 5.1. Every person or entity who is a record owner of any lot is entitled to membership and voting rights in the association. Membership is appurtenant to, and inseparable from, ownership of the lot. The first Board of Directors named in the Articles of Incorporation and other Directors selected by the Class B member, regardless of such ownership of real property in the Subdivision shall also be members of the Corporation until the termination of the Class B membership as provided in Section 5.3 hereof.

Section 5.2 Membership in this Association cannot be transferred in any manner except as may be provided in the By-Laws.

Section 5.3. The Association shall have two (2) classes of voting membership: Class A and Class B.

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in a Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot. Class A members shall also include all owners, with the exception of the Declarant, of lots in additional units if additional units are subjected to these restrictions as provided in the Declaration.

Class B. The Class B member shall be the Declarant or successor developer and shall be entitled to three (3) votes for each Lot owned (to include each owned lot in additional units if additional units are subjected to these restrictions as provided in this Declaration). 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 90% of the residential lots have been conveyed by the developer (or successor developer); or

(b) On December 31, 1999, or

(c) The Declarant or successor developer elects to terminate its Class B membership.

#### ARTICLE VI TERM

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

#### ARTICLE VII BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by the Board of Directors consisting of not less than (3) Directors nor more than nine (9) Directors. The first Board of Directors shall consist of three (3) members. The Board of Directors shall be elected by the members of the Corporation entitled to vote. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

- (1) Alexander H. Bobinski  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953
- (2) Carol Jean Bobinski  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953
- (3) Conal J. Sexton  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953

The Directors of the Association shall be elected at that time and in the manner provided for in the By-Laws.

#### ARTICLE VIII OFFICERS

The officers of the Association shall consist of a President, one (1) or more Vice Presidents, a Secretary, and a Treasurer. The officers in the Association shall be elected by the Board of Directors of the Association in accordance with the provisions of the By-Laws of the Association. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary. The initial officers are:



- |     |                       |                     |
|-----|-----------------------|---------------------|
| (1) | Alexander H. Bobinski | President           |
| (2) | Conal J. Sexton       | Vice President      |
| (3) | Carol Jean Bobinski   | Secretary/Treasurer |

ARTICLE IX  
INDEMNIFICATION

Section 9.1. Third Party Actions. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, or appeal therefrom, whether civil, criminal, administrative, investigative or otherwise (other than any action by or in the right of the Association) by reason of the fact that he or his testator or intestate is or was a director, officer or employee of the Association, or at the express or implied request of the Association is or was serving as a director, trustee, officer or employee of another Association or a partnership, joint venture, trust or other enterprise (including without limitation any affiliated association, partnership, joint venture, trust or other enterprise), against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful.

Section 9.2. Derivative Actions. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action or suit by or in the right of the Association, or appeal therefrom, to procure a judgment in its favor by reason of the fact that he or his testator or intestate is or was a director, officer or employee of the Association, or at the express or implied request of the Association is or was serving as a director, trustee, officer or employee or another association or a partnership, joint venture, trust or other enterprise (including without limitation any affiliated association, partnership, joint venture, trust or other enterprise), against expenses (including attorney's fees and amounts paid in settlement) actually and reasonably incurred by him in connection with the defense or settlement of such action or suit if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Association; provided, however, that no person shall be entitled to indemnification under this Section 9.2 in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or willful misconduct in the performance of his duty to the Association.



Section 9.3 Successful Defense. To the extent that a director, officer or employee has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 9.1 or 9.2 of this Article IX, or in defense of any claim, issue or matter therein, such determination shall constitute conclusive evidence of such person's right to be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith, and the president or a vice president of the Association shall direct the reimbursement of all such expenses to such person.

Section 9.4. Determination of Propriety of Indemnification. No person seeking indemnification under Section 9.1 or 9.2 of this Article IX shall be indemnified unless pursuant to a determination by a court or unless the Board of Directors or the members in good faith by a majority vote of a quorum of directors or members as the case may be, who were not parties to such action, suit or proceeding determine that the standards set forth in such sections have been met in the circumstances. The Association may provide for additional indemnification and rights to any person (including without limitation those persons referred to in Sections 9.1 and 9.2 of this Article IX), in each case except as otherwise ordered by a court or prohibited by law.

#### ARTICLE X AMENDMENT OF ARTICLES

These Articles may be amended by an affirmative vote of two-thirds (2/3) of the members of the Association entitled to vote.

#### ARTICLE XI BY-LAWS

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The By-Laws shall be altered, amended, or rescinded as provided in the By-Laws.

#### ARTICLE XII FHA/VA APPROVAL

For as long as there is a Class B Membership, the following will require the prior approval of the FHA/VA: Annexation of additional properties, mergers and consolidations, mortgaging of common area, dedication of common area, and dissolution and amendment of these Articles.

#### ARTICLE XIII DISSOLUTION

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 the St. Johns River Water Management District prior to such termination, dissolution or liquidation. If the Association is dissolved, the assets shall be dedicated to a public body, or conveyed to a nonprofit organization with similar purposes

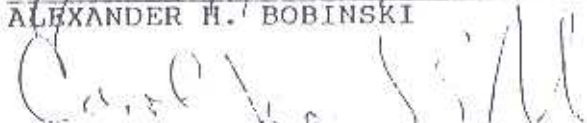
ARTICLE XIV  
SUBSCRIBERS

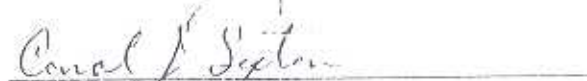
The names and residences of the subscribers to these Articles of Incorporation are as follows:

- (1) Alexander H. Bobinski  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953
- (2) Carol Jean Bobinski  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953
- (3) Conal J. Sexton  
1351 N. Courtenay Parkway  
Suite AA  
Merritt Island, Florida 32953

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 13th day of January, 1995.

  
ALEXANDER H. BOBINSKI

  
CAROL JEAN BOBINSKI

  
CONAL J. SEXTON



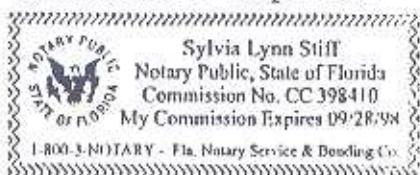
STATE OF FLORIDA :

COUNTY OF BREVARD:

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ALEXANDER H. BOBINSKI, known to me to be the person described in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: Personally known and that an oath ~~was~~/was not taken.

Witness my hand and official seal in the County and State last aforesaid this 13th day of January, 1995.

My Commission Expires:



Sylvia Lynn Stiff  
Notary Public  
State of Florida at Large

Sylvia Lynn Stiff  
Printed Name of Notary

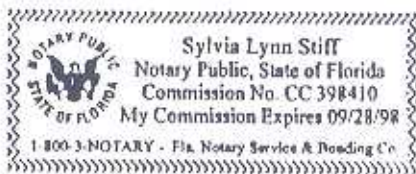
STATE OF FLORIDA :

COUNTY OF BREVARD:

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared CAROL JEAN BOBINSKI, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that she executed the same, that I relied upon the following form of identification of the above-named person: Personally known and that an oath ~~was~~/was not taken.

Witness my hand and official seal in the County and State last aforesaid this 13th day of January, 1995.

My Commission Expires:



Sylvia Lynn Stiff  
Notary Public  
State of Florida at Large

Sylvia Lynn Stiff  
Printed Name of Notary



STATE OF FLORIDA :

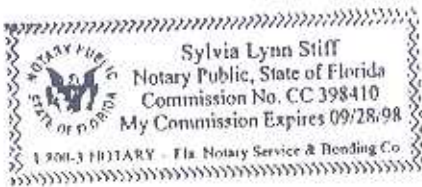
COUNTY OF BREVARD:

I hereby certify that on this day, before me, an officer d  
authorized to administer oaths and take acknowledgments, persona  
appeared CONAL J. SEXTON known to me to be the person described  
and who executed the foregoing instrument, who acknowledged bef  
me that he executed the same, that I relied upon the following f  
of identification of the above-named pers  
Personally Known \_\_\_\_\_ and that an oath was/was not taken.

Witness my hand and official seal in the County and State  
aforesaid this 13th day of January, 1995.

My Commission Expires:

Sylvia Lynn Stiff  
Notary Public  
State of Florida at Large



Sylvia Lynn Stiff  
Printed Name of Notary