

# STATE OF FLORIDA

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

I certify that the following is a true and correct copy of

## CERTIFICATE OF INCORPORATION

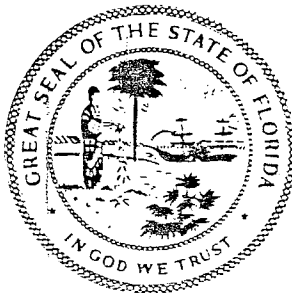
OF

BRANDYWINE HOMEOWNERS ASSOCIATION, INC.

filed in this office on the 21st day of December

19 76.

Charter Number: 737596



GIVEN under my hand and the Great  
Seal of the State of Florida, at  
Tallahassee, the Capital, this the  
21st day of December

19  
76

A handwritten signature in cursive script, appearing to read "Bruce A. Griffin".

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

BRANDYWINE HOMEOWNERS ASSOCIATION, INC.  
(a non-profit Florida Corporation)

We, the undersigned, hereby associate ourselves together and make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

ARTICLE I - NAME

The name of this corporation shall be BRANDYWINE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE III - PURPOSES

The general purposes for which this corporation is organized are as follows:

- a. To provide for the orderly enjoyment of Brandywine Subdivision, Unit I, and any future units of Brandywine Subdivision.
- b. To promote the health, safety and welfare of the members of this corporation and to oversee the proper maintenance by members of this corporation of the property in Brandywine Subdivision so as to further the aesthetics and cleanliness of Brandywine Subdivision.
- c. To enforce the terms, covenants and conditions and restrictions appertaining to Brandywine Subdivision, Unit I, recorded in Public Records of Volusia County, Florida, Official Records Book 1838, Pages 1725 through 1743, inclusive, and any future units of Brandywine Subdivision recorded in Public Records of Volusia

County, Florida by First of DeLand Corporation or its successors or assigns.

d. To establish rules and regulations for the use of any common areas and any recreational facilities within Brandywine Subdivision.

e. To maintain, manage and operate entrances, median strips, rights of way, any common areas and pedestrian/bicycle easements pertaining to Brandywine Subdivision, Unit I, and any future units of Brandywine Subdivision recorded in Public Records of Volusia County, Florida by First of DeLand Corporation or its successors or assigns.

f. To exercise all of the powers and privileges and to perform all of the duties, purposes and obligations of Brandywine Homeowners Association, Inc., as established in declaration of covenants and restrictions for Brandywine Subdivision, Unit I, recorded in Public Records of Volusia County, Florida, in Official Records Book 1838, Pages 1725 through 1743, inclusive, and as the same may be amended from time to time as provided therein.

g. To establish, levy and collect assessments from members as appropriate and authorized by the bylaws and to enforce such assessments if necessary.

h. To acquire and maintain such personal and real property in connection with the affairs of this corporation and to provide from the proceeds of the assessments for the operation, administration, maintenance, repair and improvements, replacements, insurance and utilities for the common areas, pedestrian/bicycle easements, entrances, median strips and rights of way and any other property as may be acquired or maintained by the corporation.

#### ARTICLE IV - POWERS

The Corporation shall have all of the common law and statutory powers permissible under the law of the State of Florida for a corporation not for profit now existing or as henceforth may exist, and all powers reasonably necessary to implement and effectuate the purposes of corporation, including but not limited to the power:

- a. To acquire by any means real and personal property.
- b. To enforce assessments by suit.
- c. To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of the property and assets.

#### ARTICLE V - MEMBERSHIP

Any natural person, firm, corporation or entity who is the owner of a lot or dwelling unit as defined in the Declaration of Covenants and Restrictions for Brandywine, Unit I, or future units filed by First of DeLand Corporation or its successors or assigns, shall automatically become a member upon the acquisition of an ownership interest in title to any lot or dwelling unit. Any natural person, firm, corporation or other entity holding a lien, mortgage or other encumbrance is not an owner by virtue of such lien, mortgage or other encumbrance alone, provided, however, that nothing contained herein shall be construed as prohibiting membership in this Corporation by a person, firm, corporation or other entity which acquires title to a lot or dwelling unit by foreclosure or voluntary conveyance from its mortgagor or his successor or assigns. Membership in this Corporation automatically terminates upon divestment of ownership regardless of the means of divestment.

ARTICLE VI - SUBSCRIBERS

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

- D. William Overton - 701 North Kansas Avenue  
DeLand, Florida 32720
- Wayne G. Sanborn - 1040 East University Avenue  
DeLand, Florida 32720
- William S. Coffin - 310 West Michigan Avenue  
DeLand, Florida 32720

ARTICLE VII - MANAGEMENT OF CORPORATION

The business affairs of this Corporation shall be managed by a Board of Directors composed of not less than five or more than seven members. The Directors of the Corporation shall be elected as provided in the bylaws by the membership at the regular annual meeting of the members of the Corporation. The names and addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

- D. William Overton - 701 North Kansas Avenue  
DeLand, Florida 32720
- William S. Coffin - 310 West Michigan Avenue  
DeLand, Florida 32720
- Bruce R. McCrory - 1071 Valley Forge Road  
DeLand, Florida 32720
- Wayne G. Sanborn - 1040 East University Avenue  
DeLand, Florida 32720
- Jane E. Hunt - 220 North San Souci  
DeLand, Florida 32720

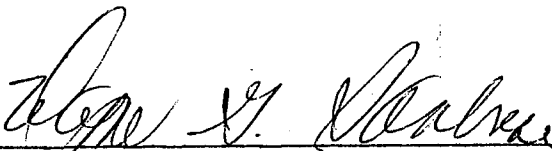
ARTICLE VIII - OFFICERS

The officers of the corporation shall consist of Chairman, President, Secretary and Treasurer who are elected in accordance with the bylaws of the Board of Directors. The names of the officers who shall serve until the first election are as follows:

Chairman	D. William Overton
President	Wayne G. Sanborn
Vice President	William S. Coffin
Secretary	Jane E. Hunt
Treasurer	Bruce R. McCrory

ARTICLE IX - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation is Suite 418, 345 North Woodland Boulevard, DeLand, Florida, and the name of the initial registered agent of this Corporation at that address is Wayne G. Sanborn.

  
\_\_\_\_\_  
Wayne G. Sanborn

ARTICLE X - AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member to the Board of Directors at any regular or special meeting of the Board of Directors. Any proposed amendment shall be first adopted by the Board of Directors upon a majority vote of the Board of Directors and proposed to the membership by the Board of Directors at any regular or special meeting of the membership called in accordance with the bylaws. Amendments will be finally adopted upon the affirmative vote of seventy-five percent of the qualified voting members.

ARTICLE XI - BYLAWS

The Bylaws of Corporation shall be adopted by the affirmative vote of seventy-five percent of the qualified voting members and thereafter may be altered, amended or rescinded by seventy-five

percent vote of the qualified voting members at a regular or special meeting called in accordance with the bylaws.

IN WITNESS WHEREOF, we have hereunto set our hands and seals acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 6<sup>th</sup> day of December, 1976.

*D. William Overton* (Seal)  
D. William Overton

*Wayne G. Sanborn* (Seal)  
Wayne G. Sanborn

*William S. Coffin* (Seal)  
William S. Coffin

STATE OF FLORIDA  
COUNTY OF VOLUSIA

I HEREBY CERTIFY that before me this day, personally appeared D. WILLIAM OVERTON, WAYNE G. SANBORN and WILLIAM S. COFFIN, to me known and known to be the individuals described herein and who executed the foregoing Articles of Incorporation and acknowledged the execution of these Articles of Incorporation for the uses and purposes therein stated and that they were natural persons competent to contract.

WITNESS my hand and official seal in the County and State named above this 6<sup>th</sup> day of December, 1976.

*Jane E. Hunt*  
Notary Public, State of Florida at Large

My commission expires:

Notary Public, State of Florida at Large  
My Commission Expires Jan. 29, 1980  
Bonded by American Fire & Casualty Co.