

**REVITALIZED ARTICLES OF INCORPORATION OF
WINDOVER FARMS COMMUNITY ASSOCIATION, INC.
A NON-PROFIT CORPORATION**

KNOW ALL MEN BY THESE PRESENTS:

That these Revitalized ARTICLES OF INCORPORATION OF WINDOVER FARMS COMMUNITY ASSOCIATION, INC. A NON-PROFIT CORPORATION (hereinafter the "Revitalized Articles") are made and entered into this 21 day of February, 2020, by WINDOVER FARMS COMMUNITY ASSOCIATION, INC., a Florida non-profit corporation (hereinafter the "Association"), and the owners of properties within the Plat(s) of WINDOVER FARMS UNIT THREE, as described in Plat Book 26, at Page 81-83; WINDOVER FARMS UNIT THREE-A, as described in Plat Book 28, at Page 53-55; WINDOVER FARMS UNIT 4, as described in Plat Book 32, at Page 20-23; WINDOVER FARMS UNIT 5, as described in Plat Book 29, at Page 79-81; WINDOVER FARMS UNIT 6, as described in Plat Book 29, at Page 75-78; and WINDOVER FARMS UNIT SEVEN, as described in Plat Book 36, at Page 65-66; all of the Public Records of Brevard County, Florida. Said Revitalized Articles are a revival of the existing ARTICLES OF INCORPORATION OF WINDOVER FARMS COMMUNITY ASSOCIATION, INC. A NON-PROFIT CORPORATION, as entered into on February 26, 1980, by a multitude of subscribers, and filed on March 18, 1980 with the Florida Secretary of State, as amended from time to time, and as retyped below. This revival is sought pursuant to Florida Statutes §720.403-720.407 (2017).

In compliance with Chapter 617 of the Florida Statutes (1975), the undersigned, all of whom are residents or located in Brevard County, Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I: NAME

The Name of this corporation shall be WINDOVER FARMS COMMUNITY ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II: DURATION

This Association shall have perpetual existence commencing upon the filing of these Articles with the Secretary of State of the State of Florida.

ARTICLE III: PURPOSE

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation, design review and restrictive covenant control of the resident Lots and Long Lake Recreation Area within WINDOVER FARMS, UNIT III, described as that certain tract of property described in Exhibit "A" attached hereto and for future Units of WINDOVER FARMS and to:

- (a) Promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association;
- (b) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called "CCRs", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court of Brevard County, Florida, and as the same may be amended from time to time as therein provided, said CCRs being incorporated herein as if set forth at length;
- (c) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the CCRs; to pay all expenses in connection therewith and all office and other 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;
- (d) Acquire (by gift, purchase 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;

- (e) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes provided that any such merger, consolidation or annexation shall have the assent of the members of the Association by a vote of a majority of a quorum of the members of the Association present in person or by proxy at a meeting called for that purpose;
- (f) Have and to exercise 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.

ARTICLE IV: SUBSCRIBERS

The names and post office addresses of each subscriber to these Articles of Incorporation are as follows, to-wit:

Kathleen R. Johnson	5500 Windover Way Titusville, FL 32780
Jim Swann	5500 Windover Way Titusville, FL 32780
John H. Evans	P.O. Drawer 6310-G Titusville, FL 32780

ARTICLE V: MEMBERSHIP

Every person or entity who is a record owner of a fee interest in any lot in WINDOVER FARMS, UNIT III and any future units of WINDOVER FARMS, which are subject by covenants of record to assessment by the Association, shall be a member of the Association. Also those persons who are members of the Long Lake Recreation Area in accordance with the terms of the CCRs and By-Laws of the Association shall be members of this Association and have Class "C" voting rights as set forth below. 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 which is subject to assessment by the Association.

ARTICLE VI: VOTING RIGHTS

The Association shall have three (3) classes of voting membership:

Class A. Class A members shall be all Owners of Lots contained within WINDOVER FARMS, UNIT III and future Units of WINDOVER FARMS, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) 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 (1) vote be cast with respect to any Lot.

Class B. The Class B member shall be the Declarant and shall be entitled to four (4) votes for each Lot owned, as described above. 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 the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) On December 31, 1999; or
- (c) On any earlier date set by the Declarant by written instrument to that effect delivered to the Association.

Class C. Class C members shall be all non-owners of Lots in WINDOVER FARMS, UNIT III and future Units of WINDOVER FARMS, who are members of the Long Lake Recreation Area in accordance with the CCRs and the By-Laws of this corporation. Each Class C member shall be entitled to one (1) vote for each membership, as defined in the By-

Laws. However, such Class C members shall only be entitled to vote on such issues, changes in these Articles of Incorporation and By-Laws which affect the operation, maintenance and membership of the Long Lake Recreation Area. The Board of Directors shall by two-thirds (2/3) majority conclusively determine which issues affect the Long Lake Recreation Area and thus upon which issues the Class C members may vote.

ARTICLE VII: NOTICE & QUORUM FOR MEETINGS OF THE ASSOCIATION

Meetings of the Association shall be called by written notice sent to all members not less than thirty (30) days prior to the meeting, and the notice shall set forth the purpose of the meeting. Presence at the meeting of members or of proxies entitled to cast fifty percent (50%) of all votes of the membership shall constitute a quorum.

ARTICLE VIII: BOARD OF DIRETORS & OFFICERS

The affairs of this Association shall be managed by a Board of three (3) Directors, two of whom must be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors and officers until the selection of their successors are:

Jim Swann	5500 Windover Way Titusville, FL 32780	President
Kathleen R. Johnson	5500 Windover Way Titusville, FL 32780	Secretary
John H. Evans	P.O. Drawer 6310-G Titusville, FL 32780	Treasurer

At the first annual meeting the members shall elect three (3) directors to serve for a term of one (1) year each.

The officers of the Association, elected at the annual meeting of the Board of Directors, shall consist of a President, Vice President and Secretary/Treasurer and they shall serve for a term of one (1) year.

ARTICLE IX: BY-LAWS

The By-Laws of the Association shall be adopted, altered, amended or rescinded at a regular or special meeting of the members of the Association, by a vote of a majority of members present in person or by proxy. However any By-Law provisions relating to membership in the Long Lake Recreation Area shall be amended only by a three-fourths (3/4) vote of the total membership.

ARTICLE X: AMENDMENT

Amendment of these Articles shall require the assent of three-fourths (3/4) of the entire membership

ARTICLE XI: INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this Association is 5500 Windover Way, Titusville, FL 32780, and the name of the initial registered agent of this Association at that address is KATHLEEN R. JOHNSON

ARTICLE XII: 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 dedicated to an appropriate public agency to be used for purposes similar to-those for which this Association was created, however such dedication must be subject to prior approval of the Brevard County Commissioners. In the event that such dedication is refused acceptance; such assets shall be

granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we the undersigned, constituting the incorporation of the Association, have executed these Articles of Incorporation this 26th day of February, 1980.

WINDOVER FARMS COMMUNITY ASSOCIATION, INC.

Jim Swann

Kathleen R. Johnson

John H. Evans

STATE OF FLORIDA

COUNTY OF BREVARD

BEFORE ME, the undersigned authority, personally appeared JIM SWANN, KATHLEEN R. JOHNSON, and JOHN H. EVANS, known to me to be the persons described in and who executed the foregoing Articles of Incorporation and acknowledge before me that they executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 26th day of February, 1980.

Notary Public, State of Florida
at Large
My Commission Expires: