

ARTICLES OF INCORPORATION

22

CYPRESS CREEK HOMEOWNERS ASSOCIATION OF BREVARD, INC.
(A Florida Corporation Not-For-Profit)

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, and certify as follows:

Article 1. NAME. The name of the Corporation shall be CYPRESS CREEK HOMEOWNERS ASSOCIATION OF BREVARD, INC. For convenience, the Corporation shall be referred to in this instrument as the "Association."

Article 2. PURPOSES.

A. The purposes for which the Association is organized are:

(1) to be the Association referred to in the Declaration of Covenants, Conditions, and Restrictions for CYPRESS CREEK SUBDIVISION, recorded in the public records of Brevard County, Florida, as amended from time to time (the "Declaration"), to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws, and as provided by law; and

(2) to provide an entity for the furtherance of the interests of the owners in the development known as CYPRESS CREEK SUBDIVISION.

B. The Association shall make no distributions of income to its members, directors, or officers.

Article 3. Definitions. All terms used herein which are not defined shall have the same meaning provided in the Declaration.

Article 4. Powers and Duties. The powers of the Association shall include and be governed by the following provisions:

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles, the Declaration, and the Bylaws of this Association.

B. 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, as defined in the Declaration. The Association shall 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. 12-009-0122 requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein. The assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including but not limited to work within retention areas, drainage structures and drainage easements. 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, Florida Administrative Code and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

C. The Association shall have all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the Bylaws, or the Declaration, including, without limitation, the power:

(1) to fix and to collect assessments and other charges to be levied against Lots;

(2) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Association by rule, regulation, Declaration, or contract has a right or duty to provide such services;

(3) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or Bylaws;

(4) to engage in activities which will actively foster, promote, and advance the common interests of all owners of Lots;

(5) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(6) to borrow money for any purpose, subject to any limitations contained in the Bylaws;

(7) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation, or other entity or agency, public or private;

(8) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals.

(9) to adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declaration; and

(10) to provide any and all supplemental municipal services as may be necessary or proper.

(11) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 4 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article 4.

Article 5. Members.

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each Lot subject to the Declaration shall be a member of the Association and shall be entitled to vote in accordance with the formula set forth in the Declaration. The manner of exercising voting rights shall be as set forth in the Declaration and in the Bylaws of the Association.

C. Change of membership in the Association shall be established by recording in the public records of Brevard County, Florida, a deed or other instrument establishing record title to a Lot subject to the Declaration. Written notice shall be given to the Association of such change in title. Upon such recordation, the owner designated by such instrument shall become a member of the Association and the membership of the prior owner shall be terminated.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of a member's Lot.

Article 6. Existence and Duration. 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 7. Directors.

A. The affairs of the Association shall be conducted, managed, and controlled by a Board of Directors. The initial Board of Directors shall consist of three (3) directors.

B. The names and addresses of the members of the initial Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Daniel W. Nelson
5070 North A1A, Suite 205
Vero Beach, FL 32963-1216

H. Wade Riley, III
8049 Monetary Drive
Suite D-4
Riviera Beach, FL 33404

Howard W. Riley, Jr.
5070 North A1A, Suite 205
Vero Beach, Florida 32963-1216

C. The method of election and term of office, removal, and filling of vacancies shall be as set forth in the Bylaws.

D. The Board may delegate its operating authority to such companies, individuals, and committees as it, in its discretion, may determine.

Article 8. Officers. The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association, and they shall serve at the pleasure of the Board of Directors, as provided in the Bylaws. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Daniel W. Nelson, President
5070 North A1A - Suite 205
Vero Beach, Florida 32963-1216

H. Wade Riley, III, Vice President, Secretary,
Treasurer
8049 Monetary Drive
Suite D-4
Riviera Beach, FL 33404

Howard W. Riley, Jr., Assistant Secretary
5070 North A1A - Suite 205
Vero Beach, Florida 32963-1216

Article 9. Bylaws. The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided by the Bylaws.

Article 10. Amendments. Amendments to the Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes, provided that no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

Article 11. Subscribers. The names and addresses of the subscribers to these Articles of Incorporation are as follows:

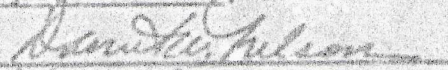
Daniel W. Nelson
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Riviera Beach, FL 33404

Howard W. Riley, Jr.
5070 North A1A, Suite 205
Vero Beach, Florida 32963-1216

Article 12. Registered Agent and Office. The initial registered office of the Corporation is 5070 North A1A, Suite 205, Vero Beach, Florida 32963-1216, and the initial registered agent at such address is Daniel W. Nelson. The business address of the Corporation is 5070 North A1A, Suite 205, Vero Beach, FL 32963-1216.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 20th day of August, 1992.


Daniel W. Nelson


H. Wade Riley, III


Howard W. Riley, Jr.

State of Florida



Department of State

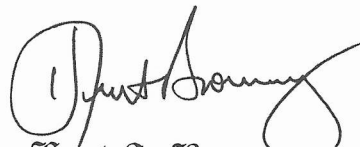
I certify the attached is a true and correct copy of the Articles of Incorporation of CYPRESS CREEK HOMEOWNERS ASSOCIATION OF BREVARD, INC., a corporation organized under the laws of the State of Florida, filed on September 8, 1992, as shown by the records of this office.

The document number of this corporation is N50757.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-fourth day of February, 2009



CR2EO22 (01-07)


Kurt S. Browning
Secretary of State