

ARTICLES OF INCORPORATION

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OF

MAGNOLIA PARK AT BAYSIDE LAKES HOMEOWNERS ASSOCIATION, INC.
(a corporation not for profit)

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

ARTICLE I - NAME

The name of the corporation shall be MAGNOLIA PARK AT BAYSIDE LAKES HOMEOWNERS ASSOCIATION, INC.

ARTICLE II - PURPOSE

The purposes and objects of the corporation shall be to administer the operation and management of the common areas of MAGNOLIA PARK AT BAYSIDE LAKES SUBDIVISION to be established by TOWN CENTER PARTNERS, LTD., a Florida limited partnership, hereinafter called Developer, upon the following described property, situate, lying and being in Brevard County, Florida, to wit:

see Exhibit A attached hereto and made a part hereof

and to undertake the performance of the acts and duties incident to the administration of the operation and maintenance of said common areas and in accordance with the terms, provisions, conditions and authorizations contained in these articles and which may be contained in the Declaration of Restrictions, which will be or which has been recorded in the Public Records of Brevard County, Florida, at the time said property, and the improvements now or hereafter situate thereon are submitted for platting; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said common areas. The corporation shall be conducted as a non-profit organization for the benefit of its members.

ARTICLE III - POWERS

The corporation shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the law pursuant to which this corporation is chartered, and all of the powers and privileges which may be granted unto said corporation or exercised by it under any other applicable laws of the State of Florida.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the corporation, including, but not limited to:

1. Making and establishing reasonable rules and regulations governing the use of common areas in accordance with the terms as may be defined in the Declaration of Restrictions.

2. Levying and collecting assessments against members of the corporation to defray the common expenses of the maintenance and operation of the common areas as may be provided in the Declaration of Restrictions and in the By-Laws of this corporation which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, which may be necessary or convenient in the operation and maintenance of the common areas and in accomplishing the purposes set forth in the Declaration of Restrictions.

3. Maintaining, repairing, replacing, operating and managing the common areas of this subdivision and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvement of said property.

4. Enforcing the provisions of the Declaration of Restrictions and these Articles of Incorporation, the By-Laws of the corporation which may be hereafter adopted, and the rules and regulations governing the use of the common areas as the same may be hereafter established.

5. To now or hereafter acquire and enter into leases and agreements of every nature, whereby the corporation acquires leaseholds, memberships and other possessory or use interests in land or facilities, including recreational facilities, whether or not contiguous to lands of this subdivision, to provide enjoyment, recreation, or other use of benefit to the owners of the property within this subdivision, all as may be deemed by the Board of Directors to be in the best interests of the corporation.

6. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the corporation pursuant to the Declaration of Restrictions.

7. To levy and collect adequate assessments against members of the Association for the costs of operation, 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.

8. 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. 4-009-63572-5 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

9. 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.

ARTICLE IV - MEMBERS

The qualification of the members, the manner of their admission to membership, termination of such membership, and voting by members shall be as follows:

A. The owners of all lots in the subdivision shall be members of the corporation, and no other persons or entities shall be entitled to membership.

B. Membership shall be established by the acquisition of fee title to a lot in the subdivision or by acquisition of a fee ownership interest therein, whether by conveyance, devise, judicial decree or otherwise and the membership of a party shall be automatically terminated upon his being divested of all title to or his entire fee ownership interest in any subdivision lot except that nothing herein contained shall be construed as terminating the membership of any party who may own two (2) or more subdivision lots, so long as such party shall retain title to or a fee ownership interest in any lot.

C. The interest of a member in the funds and assets of the corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his lot. The funds and assets of the corporation shall belong solely to the corporation, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein in the Declaration of Restrictions and in the said By-Laws.

D. That Association shall have two classes of voting membership:

1. 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 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 vote be cast with respect to any lot.

2. CLASS B. Class B members shall be the declarant and shall be entitled to eight (8) votes for each lot owned. 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, 2010.

ARTICLE V - TERM

Existence of the corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist in perpetuity. In the event of termination, dissolution or final liquidation of the corporation, the responsibility for the operation and maintenance of the surface water or stormwater management systems 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.

ARTICLE VI - LOCATION

The principal office of the corporation shall be located at 3391 Bayside Lakes Blvd., SE Palm Bay, FL 32909, but the corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE VII - DIRECTORS

The affairs of the corporation shall be managed by the Board of Directors. The number of members of the first Board of Directors of the corporation shall be three (3). The number of members of succeeding boards of directors shall be three (3) except as changed from time to time by the By-Laws of the corporation. The members of the Board of Directors shall be elected as provided by the By-Laws of the corporation, which provide for election of directors at the annual meeting to be held on the second Tuesday of January each year. The first annual meeting shall be held on or before . The Board of Directors shall be members of the corporation or shall be authorized representatives, officers or employees of a corporate member of this corporation.

Any vacancies in the Board of Directors occurring before the first election will be filled by the remaining directors.

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

Benjamin E. Jefferies
3391 Bayside Lakes Blvd., SE
Palm Bay, FL 32909



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

December 16, 2002

CAPITAL CONNECTION, INC.

The Articles of Incorporation for MAGNOLIA PARK AT BAYSIDE LAKES HOMEOWNERS ASSOCIATION, INC. were filed on December 13, 2002 and assigned document number N02000009647. Please refer to this number whenever corresponding with this office regarding the above corporation.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT/UNIFORM BUSINESS REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT/UNIFORM BUSINESS REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO INSURE THAT YOU RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT/UNIFORM BUSINESS REPORT. TO OBTAIN A FEI NUMBER, CONTACT THE IRS AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT/UNIFORM BUSINESS REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Dale White, Document Specialist
New Filings Section

Letter Number: 802A00066228

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

FREQUENTLY ASKED QUESTIONS

1. How do I obtain a clicker?

All homeowners have been given one clicker either at closing or thereafter. Homeowners may purchase additional units for \$25.00 each from the POA management representative at the clubhouse office. Residents are encouraged to have sufficient clickers. Batteries will have to periodically be replaced to keep the unit operable.

2. How will my guests access my neighborhood?

Guests can pass through the checkpoint by either calling you from the tele-system at the entrance or by driving up to the access checkpoint. If your visitor uses the tele-system, they will follow the prompts on the system. When you answer, **you will press the # key on your phone to open the gate.** If your visitor contacts the gate attendant, that person will call your home to verify the visit and will then allow entry. The visitor will be required to present valid ID.

3. How will maintenance and other visitors gain access if I am not at home?

Each resident may provide a list of up to six names that are allowed access to Bramblewood Circle. Examples include lawn maintenance, maid service and very frequent guests. The visitor will have to present valid ID. The gate attendant will check the **list you have already provided** to verify your visitor and permit entry.

4. How will delivery services gain access?

The gate attendant will allow delivery services such as UPS, Fed Ex and other similar services to enter after recording the name and address of the delivery service.

5. Can I give the gate attendant additional names for one-time events, like parties?

This is encouraged. It will save time and frustration for you, your visitors and the gate attendant. Call the gate attendant, in advance, at 723-2555 and give a list of names. If you are planning a large party, provide the gate attendant with a written list of names well in advance. Be sure to include your name, address and date of the function. This will facilitate entry and eliminate a call to you for every visitor.

6. How do I gain access if I don't have my clicker or my batteries don't work?

First, replace your batteries as needed. You can either call your home using the tele-system or you can show the gate attendant your ID to gain entry.

7. Why do we still need the tele-system?

As you can see from the answers above, it provides a very useful service. In addition, it can be used when the gate attendant is making the rounds of the clubhouse and pool area. The POA is funding 30% of this service for the purpose of regularly patrolling the clubhouse grounds.

8. Who do I contact to report problems or concerns with the service or Access Checkpoint?

During the initial phase, patience, cooperation and understanding are needed by all residents and visitors. If residents do their part by following the given instructions, this will go a long way toward a smooth start-up. The POA maintains the area and service contract. Questions or issues should be addressed to the POA representative in the clubhouse office or by calling that office at 984-2201.

9. Why isn't this called a security gate and security guard?

The person at the access checkpoint is controlling access to your neighborhood and not providing specific residential security.

10. What about garage sales and open houses?

The access checkpoint will be open for the city wide garage sales on dates determined by the City of Palm Bay. The tele-system and gate attendant can assist your visitors on other sales or open houses. It is highly recommended that you provide advance notice to the gate attendant of such event.

Homeowner's Association Recreation Facilities

Pool and Cabana Rules/Regulations

- * **Legal Requirements:** All pool activities are to be conducted in accordance with applicable State and Local laws and regulations. A sign attached to the front of the cabana outlines the major rules to be complied with.
- * **Gates:** The gates are to be closed and locked at all times except when the facility is in actual use. Each owner has been issued a key to unlock the pool gates and cabana restroom doors.
- * **Hours:** Pool hours are dawn to dusk.
- * **Risk:** The pool will be used at the risk of the individual(s) using the facility. *No lifeguard is in attendance.*
- * **Privileges:** No pool privileges will be granted to guests when the homeowner is not in residence.
- * **Physical restrictions:** No diving, running, jumping splashing, ball throwing, or other boisterous conduct in or around the pool is permitted. Any similar activity which poses a threat of injury to any person shall not be allowed in or around the swimming pool or cabana area.
- * **Food & beverages litter:** No food, beverages or breakable containers are allowed in the pool area, except that refreshments are permitted in the area within the cabana roof. All litter is to be disposed of in the containers provided. Absolutely NO GLASS CONTAINERS ARE ALLOWED IN THE POOL AREA.
- * **Shower requirements:** All individuals shall shower and all lotions, creams and oils shall be completely removed before entering the pool.
- * **Diapers:** Children not completely toilet trained are not permitted in the pool. No cloth diapers are allowed. Only Red Cross approved swimming diapers are allowed.
- * **Pets:** No animals or pets are allowed in or around the pool, deck or cabana areas.
- * **Toys:** Bicycles, skates, skateboards, scooters, etc. are not allowed inside the fenced or screened in areas surrounding the pool.
- * **Swimwear:** Only proper swimwear is allowed in the pool. No cut-offs, shorts or thongs.
- * **Tobacco products:** No smoking materials, tobacco products or gum are permitted in or around the pool, deck or cabana areas.
- * **Diving:** No diving is permitted. No diving or scuba gear is allowed inside the pool. The life saving devices provided are for emergency use only.
- * **Audio devices:** Radios or other audio devices are permitted but shall be played at levels so as not to disturb those outside the pool area.
- * **Furniture:** The seating area of chairs and lounges shall be covered by towels before use and all furniture returned to their proper places after use. Lounges should be returned to the upright position. Nothing shall be removed from the pool area without approval of the Board of Directors. Storage of personal furniture is not permitted.
- * **Age Limits:** Individuals at the pool under 16 years old must be accompanied and under the supervision of a responsible person over the age of 18 years.

* **Restrooms:** The two restrooms in the cabana are to be kept clean and to be locked when not in use, or otherwise occupied. Please turn off all lights. All users of the swimming pool shall use the cabana restrooms.

* **Lights:** The pool underwater lights are timer controlled and on between approximately 7:00 p.m. to 5:00 a.m. for safety reasons. These times may be changed seasonally.

* **Safety floats:** Reattach the safety float line, if unattached, before leaving the pool area. The swimming pool safety equipment shall not be used for recreational purposes.

* **Cabana Use:** The pool and cabana area will not be closed for the use of private parties.

* **Miscellaneous:** Persons with contagious or infectious conditions may not use the pool.

* No more than 20 persons shall occupy the swimming pool at any one time.

* The Homeowners Association reserves the right to close the facility at any time for maintenance and/or emergency reasons.

The Board of Directors may from time to time update, change and/or modify these Rules and Regulations.

Pool Rules and Regulations

The undersigned hereby acknowledges receipt of the Bayside Lakes Commercial Center Property Owners Association, Inc.

RECREATION FACILITIES AND POOL AND CABANA RULES AND REGULATIONS and agrees to abide by the policies and rules and outlined herein.

The undersigned agrees to waive and release Bayside Lakes Commercial Center Property Owners Association, Inc., the Developers and Bayside Management Services from any liability for any and all claims that may arise from negligence or failure to follow the rules agreed to herein.

The undersigned further agrees to indemnify Bayside Lakes Commercial Center Property Owners Association, Inc. against any and all claims, suits, actions, debts, damages, costs, charges, and liability losses and damages of any nature whatsoever that the aforementioned shall or may at any time sustain as a result of the use of the facility.

***PLEASE NOTE: Pool Keys are for Bayside Lakes Resident's use ONLY. If the property transfers ownership the key should be turned over with the property.**