

**ARTICLES OF INCORPORATION
OF
THE OASIS II AT VENTURA CONDOMINIUM ASSOCIATION, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a not for profit corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

OR Bk 4967 Pg 4620
Orange Co FL 5409949

The name of this Corporation shall be:

THE OASIS II AT VENTURA CONDOMINIUM ASSOCIATION, INC.

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and the mailing address of the Corporation shall be located at 555 Winderly Place, Suite 420, Maitland, FL 32751, 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 III
PURPOSE**

The Corporation is organic as a Corporation not for profit under the laws of Florida to provide an entity responsible for the operation and administration of THE OASIS II, a Condominium, according to the Declaration of Condominium thereof now or hereafter recorded in the Public Records of Orange County, Florida, with respect to certain lands lying in Orange County, Florida. The Bylaws of this Corporation (the "Bylaws") shall be attached to and made a part of the Declaration of Condominium of THE OASIS II, a Condominium (the "Declaration").

**ARTICLE IV
MANAGEMENT**

The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified by the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the Bylaws consistent with the provisions of the Declaration.

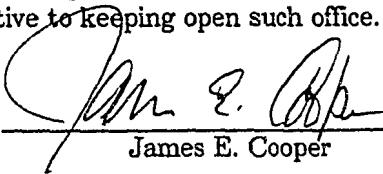
**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The Corporation's initial registered agent and its office are as follows:

James E. Cooper
555 Winderly Place, Ste. 420
Maitland, FL 32751

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the registered office designated above, I hereby accept the appointment in this capacity and agree to comply with the provisions of the Florida Not For Profit Corporation Act relative to keeping open such office.


James E. Cooper

**ARTICLE VI
NAME AND ADDRESS OF INCORPORATOR**

The name and address of the incorporator is as follows:

James E. Cooper
555 Winderly Place, Ste. 420
Maitland, FL 32751

OR Bk 4967 Pg 4621
Orange Co FL 5409949

**ARTICLE VII
MEMBERS**

All persons who are owners of one or more Units within THE OASIS II, a Condominium, shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the owner of a Unit. Membership in this Corporation shall be limited to such Unit Owners. The voting rights of the members of this Corporation shall be as set forth in the Declaration and Bylaws.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration that shall be filed among the Public Records of Orange County, Florida and the Bylaws which are attached to the said Declaration.

**ARTICLE VIII
FIRST BOARD OF DIRECTORS**

The first Board of Directors shall consist of three members. 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 by the developer, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Helmut Mohle	555 Winderly Place, Ste. 420 Maitland, Florida 32751
Janice Coelble	555 Winderly Place, Ste. 420 Maitland, Florida 32751
Donna McDonald	555 Winderly Place, Ste. 420 Maitland, Florida 32751

**ARTICLE VIII
EXISTENCE**

This Corporation shall have perpetual existence.

**ARTICLE X
BYLAWS**

The Bylaws of this Corporation shall be adopted by the first Board of Directors and attached to the Declaration to be filed in the Public Records of Orange County, Florida, which Bylaws may be altered, amended or rescinded at any duly called meeting of the members in the manner provided by the Bylaws.

DR BK 4967 Pg 4622
Orange Co FL 5409949

**ARTICLE XI
AMENDMENTS**

Proposals for the alteration, amendment or rescission of these Articles of Incorporation which do not conflict with the Condominium Act, the Declaration, or applicable law may be made by a majority of the Board of Directors or a majority of the voting members. Such proposals shall set forth the proposed alteration, amendment or rescission, shall be in writing, filed by the Board of Directors or a majority of members, and delivered to the President, who shall thereupon call a Special Meeting of the Corporation not less than ten (10) days nor later than sixty (60) days from receipt of the proposed Amendment, the notice for which shall be given in the manner provided in the Bylaws. An affirmative vote of more than fifty percent of all qualified votes of members of the Corporation shall be required for the requested alteration, amendment or rescission.

**ARTICLE XII
INDEMNIFICATION**

Every Director and Officer of the Association shall be indemnified by the Association to the full extent allowed by law, including, without limitation, indemnification against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding or any settlement thereof to which such person may be a party, or in which he may become involved by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of settlement before entry of judgment, the indemnification shall only apply when the Board of Directors approves the settlement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

**ARTICLE XIII
DUTIES -- STORMWATER MANAGEMENT SYSTEM**

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. 4-095-0389M2 (Approved November 12, 1991) requirements and applicable District rules and shall assist in the enforcement of the restrictions and covenants contained herein.

**ARTICLE XIV
POWERS -- 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.

**ARTICLE XV
ASSESSMENTS -- STORMWATER MANAGEMENT SYSTEM**

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.

**ARTICLE XVI
DISSOLUTION LANGUAGE -- STORMWATER MANAGEMENT SYSTEM**

In the event of termination, dissolution or final liquidation of the Association, the responsibilities 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.


OR Bk 4967 Pg 4623
Orange Co FL 5409949


**ARTICLE XVII
EXISTENCE AND DURATION**

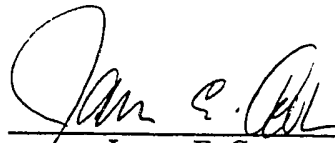
Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

IN WITNESS WHEREOF, the undersigned incorporator has set his hand and seal this ____ day of October 25, 1995.

Signed, sealed and delivered
in the presence of:







James E. Cooper

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared **James E. Cooper**, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged for me that he executed the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 25 day of October, 1995.



OFFICIAL SEAL
JANICE C. KOELBLE
My Commission Expires
July 16, 1996
Comm. No. CC 252313

Janice C. Koelble
Notary Public
Print Name: Janice C. Koelble
My Commission Expires: 7-16-96
Commission No.: CC 252313

DR Bk 4967 Pg 4624
Orange Co FL 5409949