

N00000006139

ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- THOUSAND OAKS MASTER ASSOCIATION, INC.

2-

3-

4-

FILED  
00 SEP 15 PM 1:42  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Walk-in

Pick-up time ASAP

Certified Copy

Mail-out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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\*\*\*262.50 \*\*\*\*\*87.50

T. SMITH SEP 15 2000

DIVISION OF CORPORATION

Examiner's Initials

00 SEP 15 AM 10:38

RECEIVED

**ARTICLES OF INCORPORATION**  
**OF**  
**THOUSAND OAKS MASTER ASSOCIATION, INC.**  
**a not-for-profit Florida corporation**

00 SEP 15 PM 1:42  
SECTION 609.01  
TALLAHASSEE, FLORIDA

The undersigned subscribers, desiring to form a corporation, not for profit under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this Corporation is:

THOUSAND OAKS MASTER ASSOCIATION, INC.

The Corporation is hereinafter sometimes referred to as the "Association".

ARTICLE II

PURPOSES

The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The purpose for which it is formed is to:

- (a) promote the health, safety and welfare of the property owners in that certain real estate development in Pasco County, Florida, to be known as THOUSAND OAKS, all of which is hereinafter referred to as the "Total Property";
- (b) own, acquire, mortgage, convey, build, operate and maintain streets, roads, security, lighting, drainage and recreation facilities, all for the benefit of the owners of the Total Property, hereinafter referred to as the "Common Properties";
- (c) fix assessments (or charges) to be levied against the Total Property and/or the owners of any part or parcel within The Total Property;
- (d) enforce the Master Declaration of Covenants and Restrictions for THOUSAND OAKS (the "Declaration") and any and all rules and regulations and other agreements applicable thereto;
- (e) pay taxes, if any, and insurance on the Common Properties and any other portions of the Total Property provided for in the recorded covenants and restrictions applicable to the Total Property;
- (f) to the extent applicable, supplement municipal services;

(g) insofar as permitted by law, to do any other thing that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of the Total Property;

(h) provide for the maintenance, preservation and architectural control of the Total Property and Common Properties, including the Surface Water Management System Facilities, and

(i) operate and maintain the Surface Water Management Facilities as permitted by the Southwest Florida Water Management District, including but not limited to all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lake flood plain compensation areas, wetlands and any associated buffer areas and wetland mitigation areas.

### ARTICLE III

#### POWERS

The powers of the Association shall include the following:

1. The Association shall have all of the common law and statutory powers of a corporation not-for-profit not in conflict with the terms of these Articles.

2. The Association shall have all the powers and duties set forth in the Declaration recorded against the Total Property in addition to all of the powers reasonably necessary to own, operate, maintain, repair and replace the Common Properties and to provide such services as are required for the benefit of the Owners of Lots, Dwelling Units or Land Segments or Tracts contained in the Total Property from time to time including, but not limited to, the following powers:

(a) To establish, levy and assess, and collect such assessments as may be necessary to operate the Association and carry on its activities, and to create such reserves for extraordinary expenditures as may be deemed appropriate in the discretion of the Board of Directors;

(b) To purchase insurance upon the Common Properties and for the protection of the Association and its Members;

(c) To reconstruct improvements after casualty and to make additional improvements to the Common Properties;

(d) To promulgate and amend reasonable regulations expecting the use of the Common Properties and all the Total Property;

(e) To enforce by legal means the provisions of the Declaration recorded against the Total Property, these Articles, The Bylaws of the Association and the Rules and Regulations of the Association;

(f) To contract for the management of the Total Property and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration recorded against the Total Property to have approval of the Board of Directors or the Membership of the Association;

(g) To contract for the management or operation of Portions of the Total Property

susceptible to separate management or operation, and to lease such portions;

(h) To employ personnel to perform the services required for proper operation of the Total Property;

(i) To adopt and establish Bylaws for the operation of the Association;

(j) To operate and maintain the Common Properties, specifically the surface water management system facilities as permitted by the Southwest Florida Water management District, including but not limited to all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands, and any associated buffer areas, and wetland mitigation areas, and

(k) To establish rules and regulations, sue and be sued, assess Members and enforce assessments, contract for services to provide for operation and maintenance of the Surface Water Management System Facilities if the Association deems it necessary to employ a maintenance company.

Notwithstanding anything contained above to the contrary, no part of the net earnings of the Association shall inure to the benefit of any Member and no distributions of income shall be made to its Members, Directors or Officers.

3. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration recorded against the Total Property and the Bylaws of the Association.

#### ARTICLE IV

##### MEMBERSHIP

1. Regular membership:

(a) Every Owner shall be a Member of this Association.

(b) The interest of any Member in the Common Properties or in the funds and assets of the Association cannot be conveyed, assigned, mortgaged, hypothecated or transferred in any manner, except as authorized by the Declaration, these Articles, or the Bylaws of the Association.

2. Additional Membership Categories: The Bylaws may provide for additional membership categories, which categories shall not have any voting privileges. The term "Member" or "Membership" as used in the Declaration, the Bylaws or these Articles shall not apply to any such additional membership categories. The Bylaws shall provide for the rights and obligations of any additional membership categories.

#### ARTICLE V

##### TERM

This Corporation shall have perpetual existence.

ARTICLE VI

THE SUBSCRIBERS

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

Patricia Orsi	8105 S.R. 54 New Port Richey, Florida 34655
William Lopez	8109 S.R. 54 New Port Richey, Florida 34655
Julie Orsi	8105 S.R. 54 New Port Richey, Florida 34655

ARTICLE VII

OFFICERS

The Officers shall be a President, a Vice President, a Secretary and a Treasurer, and any Assistant Vice Presidents, Assistant Secretaries, Assistant Treasurers as the Board of and the Secretary shall hold office during the pleasure of the Board of Directors. The offices of Secretary and Treasurer may be held by the same individual.

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

OFFICE	NAME	ADDRESS
President	Patricia Orsi	8105 S.R. 54 New Port Richey, Florida 34655
Secretary/ Treasurer	Julie Orsi	8105 S.R. 54 New Port Richey, Florida 34655
Vice President	William Lopez	8109 S.R. 54 New Port Richey, Florida 34655

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) persons and no more than nine (9) persons. Directors elected by the Declarant need not be

Members of the Association. The initial Board of Directors shall consist of three (3) members who shall hold office until the election of their successors at the "Turnover Meeting" provided for in Section 2 of Article XI, or until their prior resignation. Each Director thereafter shall serve for a term of one (1) year, or until a successor is elected or appointed.

The names and addresses of those persons who are to act as Directors until the election of their successors are:

Patricia Orsi	8105 S.R. 54 New Port Richey, Florida 34655
William Lopez	8109 S.R. 54 New Port Richey, Florida 34655
Julie Orsi	8105 S.R. 54 New Port Richey, Florida 34655

#### ARTICLE IX

##### BYLAWS

The Bylaws of the Association may be made, altered, amended or rescinded by a two-thirds (2/3) vote of the members of the Board of Directors present at a duly called meeting of the Board or by two-thirds (2/3) of the votes of the representatives of the members present in person or by proxy at a duly called meeting of the Membership; provided that those provisions of the Bylaws which are governed by these Articles of Incorporation may not be amended except as provided in these Articles of Incorporation.

#### ARTICLE X

##### AMENDMENT TO THE ARTICLES OF INCORPORATION

These Articles may be amended by the Members by two-thirds (2/3) of the votes of all the representatives of the Members present in person or by proxy at a duly called meeting of the Membership. However, as long as the Declarant owns a Lot, Dwelling Unit, Land Segment or Tract in the Total Property, no such amendment may be made without the consent of the Declarant. No such amendment shall materially affect or interfere with the rights of Owners or lienors.

#### ARTICLE XI

##### VOTING RIGHTS/"TURNOVER" OF ASSOCIATION

1. Voting Rights:

The Association shall originally have two Classes of Members, (Class "A" and Class "B").

(a) Class "A": Class "A" Members shall be all Owners as defined in Section 1 of Article V with the exception of the Declarant. Each Member shall be entitled to only one vote.

(b) Class "B":

(i) The Class "B" Member shall be the Declarant or its successor. The Class "B" Member shall be entitled to fifteen hundred (1500) votes.

(ii) The Declarant shall have the right to elect or appoint all members of the Board of Directors until title to 95% of all Lots, Dwelling Units, Land Segment and Tracts in THOUSAND OAKS have been conveyed by the Declarant.

(iii) The Declarant shall have the right to elect or appoint a majority of the Board of Directors of the Association until the occurrence of either of the following events: A) one (1) year after the Declarant no longer holds the title to any portion of the Total Property; or (B) the Declarant relinquishes its right to elect to or appoint a majority of the Board of Directors of the Association. Upon the occurrence of either (A) or (B) in the preceding sentence, the then existing Members shall be obligated to elect the Board of Directors and assume control of the Association.

(iv) Any Director appointed by the Class "B" Members shall serve at the pleasure of the Class "B" Member and may be removed only by action of the Class "B" Member, and may be removed from office and a successor Director appointed at any time by the Class "B" Member.

2. Turnover:

Within ninety (90) days after the Declarant no longer has the right to elect or appoint a majority of the Board of Directors the Association shall conduct a special meeting of the Membership (the "Turnover Meeting") for the purpose of electing officers and directors. However, as long as the Declarant is the Owner of a Lot, Dwelling Unit, Tract, or Land Segment governed by the Association, the Declarant shall be entitled to appoint one Member of the Board of Directors.

3. THOUSAND OAKS:

(a) The Declarant intends to develop or cause to be developed upon all or a portion of the Total Property a multistaged, planned community to be known as THOUSAND OAKS. Land areas within the Total Property shall be designated as Neighborhood or Tracts from time to time by the Declarant. The Declarant is not required to designate all of the Total Property as Neighborhood or Tracts. The Preliminary Site Plan that has been developed for THOUSAND OAKS has divided THOUSAND OAKS into multiple Neighborhoods and Tracts.

(b) "Neighborhood Association" means a Florida corporation not-for-profit responsible for administering and operating a Neighborhood with condominium and non-condominium Dwelling Units, one or more condominiums which may be created in THOUSAND OAKS, the owners of which are Members of the Neighborhood Association.

(c) "Neighborhood" means any portion of the Property administered by a Neighborhood Association. Neighborhoods shall be used, kept and maintained in accordance with the intended use thereof by the designated Neighborhood Association in the manner provided for in the Declaration and the Neighborhood Declaration for the benefit of the Declarant, the Neighborhood Association, the Owners and their family members, guests, invitees and lessees and their family members, guests, and invitees. The expense of operating and maintaining the Neighborhoods shall be the obligation of the respective Neighborhood Association Members.

(d) "Neighborhood Declaration" means a land use document recorded in the Public Records of Pasco thereto which establish that the owners of condominium or non-condominium Lots, Dwelling Units within a Neighborhood are members of a Neighborhood Association and whereby certain covenants and use restrictions have been impressed upon portions of that Neighborhood.

4. Increase or Decreases in Class of Membership:

The Declarant shall have the right to subdivide any Neighborhood, to provide for more than one Neighborhood Association for each Neighborhood and to combine two or more Neighborhoods to be governed by one Neighborhood Association. In any such event, then the number of classes of members shall be increased or decreased accordingly as a result of the increase or decrease in the number of Neighborhood Associations.

ARTICLE XII

ADDITIONS TO PROPERTIES

Additions to the Total Property may be made only in accordance with the provisions of the Declaration or any other recorded covenants and restrictions applicable to the Total Property. Such additions, when properly made under the Declaration or other applicable covenants and restrictions, shall extend the jurisdiction, functions, duties and Membership of this Association to such properties.

ARTICLE XIII

MERGER AND CONSOLIDATIONS

Subject to the provisions of the Declaration or any other recorded covenants and restrictions applicable to the Total Property, and to the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the votes of each class of Members who are voting in person or by their representatives at a meeting duly called for this purpose.

ARTICLE XIV

DEDICATION OF PROPERTIES OR TRANSFER  
OF FUNCTION TO PUBLIC AGENCY OR UTILITY

The Association shall have power to dispose of its real properties only as authorized under the Declaration.

ARTICLE XV

DISPOSITION OF ASSETS UPON DISSOLUTION

Upon dissolution of the Association which shall require the consent of two-thirds (2/3) of the Members of each class of Membership, the assets, both real and personal, of the Association shall be

dedicated to an appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of the Association's properties shall be effective to divest or diminish any right or title vested in any Member under the Declaration and deeds applicable to the Total Property or parts thereof unless made in accordance with the provisions of such Declaration and deeds. Notwithstanding anything contained herein to the contrary, if the Association is dissolved the control and right of access to the Total Property containing the Surface Water Management System Facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and if not accepted, then Surface Water Management System Facilities shall be conveyed to a non-profit corporation to be created similar to the Association.

ARTICLE XVI

DEFINITIONS

Terms used in these Articles of Incorporation, unless otherwise defined in these Articles of Incorporation, shall have the meanings described in Article I of the Declaration.

IN WITNESS WHEREOF, the said subscribers have hereunto set their hands this 12<sup>th</sup> day of September, 2000.

Patricia Orsi  
Patricia Orsi

Julie Orsi  
Julie Orsi

William Lopez  
William Lopez

**CERTIFICATE DESIGNATING PLACE OF BUSINESS, OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

00 SEP 15 11:47  
TALLAHASSEE, FLORIDA

In compliance with the laws of Florida, the following is submitted:

That THOUSAND OAKS MASTER ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal place of business in the City of New Port Richey, State of Florida, has named Patricia Orsi, 8105 S.R. 54, New Port Richey, Florida 34655, as its agent to accept service of process within Florida.

THOUSAND OAKS MASTER  
ASSOCIATION, INC.

By: Patricia Orsi  
Patricia Orsi

By: Julie Orsi  
Julie Orsi

By: William Lopez  
William Lopez

Date: 9/12/00

Having been named to accept service of process for the above Corporation at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of Florida law relative to the proper and complete performance of my duties.

Patricia Orsi  
Patricia Orsi  
Registered Agent