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FLORIDA NON-PROFIT CORPORATION

LITTLE CREEK HOMEOWNERS' ASSOCIATION OF OSCEOLA COUNTY, INC.

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**ARTICLES OF INCORPORATION
OF
LITTLE CREEK HOMEOWNERS' ASSOCIATION
OF OSCEOLA COUNTY, INC.**

STATE
TALLAHASSEE FLORIDA

(a corporation not for profit)

The undersigned incorporator hereby files the Articles of Incorporation of LITTLE CREEK HOMEOWNERS' ASSOCIATION OF OSCEOLA COUNTY, INC., pursuant to Chapter 617 and 720, Florida Statutes (2000).

**ARTICLE 1
NAME**

The name of the Corporation shall be LITTLE CREEK HOMEOWNERS' ASSOCIATION OF OSCEOLA COUNTY, INC., and its initial principal office and mailing address shall be 650 S. Central Avenue, Suite 1000, Oviedo, Florida 32765.

**ARTICLE 2
PURPOSE**

The purpose for which the Corporation is organized is to establish, maintain and operate the Common Area and recreational facilities not for profit, but solely for the mutual advantages of the Members; to present a unified effort to the Members in protecting the value of the property of the Members in Little Creek, Osceola County, Florida; and to engage in such other activities in Little Creek according to the plat thereof to be recorded in the Public Records of Osceola County, Florida.

(1) 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 Restrictions on Real Estate for Little Creek hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Clerk's Office, Osceola County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.

(2) Fix, levy, collect and enforce payment of by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses incident to the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association.

(3) 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.

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(4) Borrow money, and with the assent of two-thirds (2/3) of each class of Members, mortgage, pledge, deed in trust, or hypothecate any or all of the Common Area as security for money borrowed or debts incurred.

(5) Dedicate, sell or transfer all or any part of the Common Area, provided, as long as the Class B Member exists, no such dedication, sale or transfer shall be effective without FHA/VA approval.

(6) Participate in mergers and consolidations with other non-profit organizations organized for the same purposes or annex additional residential property and Common Area, provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, and shall be subject to FHA/VA approval where such approval is required by the Declaration.

(7) Have and to exercise any and all powers, rights and privileges which a corporation organized under Chapters 617 and 720, *Florida Statutes*, as amended, may now or hereafter have or exercise.

(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 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.

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 3
MEMBERS**

The members of the Corporation shall be limited to owners of Lots in Little Creek, according to the plat thereof to be recorded in the Public Records of Osceola County, Florida, and owners of any subsequent Lots which may be annexed to that certain Declaration of Restrictions on Real Estate to be recorded in the Public Records of Osceola County, Florida. Every person or entity who is a record owner of a free or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a Member of the Association. 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. The Declaration to be recorded in the Public Records of Osceola County, Florida provides for this Association, and said Declaration is incorporated herein as if set forth at length.

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**ARTICLE 4
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 5
REGISTERED AGENT / OFFICE**

The name and street address of the initial registered office and the initial registered agent is **Scott D. Clark, 655 W. Morse Boulevard, Suite 212, Winter Park, Florida 32789.**

**ARTICLE 6
MANAGEMENT**

The affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) nor more than seven (7). The Board of Directors shall be elected by the Members of the Corporation and shall be elected annually. The Board of Directors shall elect or appoint a President, Vice President, Secretary, Treasurer and Assistant Secretary at the first meeting of the Board of Directors following each annual meeting of the Members. The duties of the officers shall be prescribed by the Bylaws of the Corporation.

**ARTICLE 7
OFFICERS**

The names of the officers who are to serve until the first election by the Board of Directors shall be:

Kenneth L. White President
650 S. Central Avenue, Suite 1000
Oviedo, Florida 32765.

William D. Rigsby Vice President
650 S. Central Avenue, Suite 1000
Oviedo, Florida 32765.

**ARTICLE 8
BYLAWS**

The Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended, at a regular or special meeting of the Members, by a vote of a majority of a quorum of Members present in person or by proxy, except that the FHA/VA shall have the right to veto amendments while there is Class B membership.

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**ARTICLE 9
BOARD OF DIRECTORS**

The names of the persons constituting the first Board of Directors and who will serve until the first election are:

Kenneth L. White
650 S. Central Avenue, Suite 1000
Oviedo, Florida 32765

William D. Rigsby
650 S. Central Avenue, Suite 1000
Oviedo, Florida 32765

Scott D. Clark
655 W. Morse Boulevard, Suite 212
Winter Park, Florida 32789

**ARTICLE 10
INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation is **Scott D. Clark, 655 W. Morse Boulevard, Suite 212, Winter Park, Florida 32789.**

**ARTICLE 11
AMENDMENTS**

Amendments to the Articles of Incorporation may be proposed by any Member and adopted by a seventy-five percent (75%) vote thereof.

**ARTICLE 12
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. 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 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-

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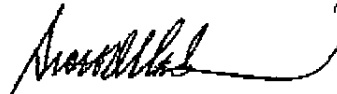
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of FLA. STAT. §48.091, the following is submitted, in compliance with said Act:

That **LITTLE CREEK HOMEOWNERS' ASSOCIATION OF OSCEOLA COUNTY, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation has named Scott D. Clark, located at 655 W. Morse Boulevard, Suite 212, Winter Park, Orange County, Florida 32789, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of chapter 48 relative to keeping open the registered office.

Dated: January 22, 2003.



Scott D. Clark

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42.027, F.A.C, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

**ARTICLE 13
FHA/VA APPROVAL**

So long as there is a Class B membership, the following actions will require the prior approval of the FHA or VA: annexation of additional properties, mergers and consolidations, mortgaging of the Common Area, dedication of the Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, the undersigned has subscribed his name respectively to the Articles of Incorporation of LITTLE CREEK HOMEOWNERS' ASSOCIATION OF OSCEOLA COUNTY, INC., a corporation not for profit, on January 22, 2003.



Scott D. Clark
Incorporator

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