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February 16, 2006

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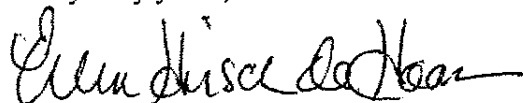
Re: Indian Rocks Mobile Home Cooperative, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for Indians Rocks Mobile Home Cooperative, Inc., and a check in the amount of \$78.75 to cover the cost of filing the document and to provide a Certificate of Status. Please file the original document and forward the Certificate to me in the enclosed envelope. Should you have any questions, please do not hesitate to contact this office.

Thank you in advance for your assistance.

Very truly yours,



ELLEN HIRSCH de HAAN, J.D.

EHD/sdk
Enclosure

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**ARTICLES OF INCORPORATION
OF
INDIAN ROCKS MOBILE HOME COOPERATIVE, INC.**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be Indian Rocks Mobile Home Cooperative, Inc.

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The principal place of business and mailing address of this corporation shall be: 12701 126th Avenue North, Largo, FL 33774.

**ARTICLE III
PURPOSE**

The corporation shall have the power to transact any or all lawful business for which corporations may transact pursuant to Chapters 617 and 719, Florida Statutes. The nature of the business, or objects or purposes to be transacted, promoted or carried on are:

- (a) To purchase, or otherwise acquire, operate and manage a single cooperative housing project on a non-profit basis and in the interest and for the housing of its shareholder members and other lawful occupants.
- (b) In connection with such project, the corporation shall either itself or by or through a subsidiary corporation, or by contract, lease or otherwise, provide such community facilities, services and benefits as may be necessary or convenient for the welfare of its members and the usefulness of the project.
- (c) In furtherance of the foregoing purposes, the corporation shall have power to purchase, lease or otherwise acquire land, both improved and unimproved, and to construct or locate facilities thereon, to manage such property, and to do any and all

other things necessary or convenient for the fulfillment of the purposes of this corporation.

(d) To enter into, make and perform contracts of every kind and description with any person, firm, association, corporation, municipality, county, state, body politic or government or colony or dependency thereof.

(e) To borrow or raise moneys for any of the purposes of the corporation, and from time to time, without limit as to amount to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage upon or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes.

(f) To carry out all or any part of the aforesaid objects and purposes, and to conduct its business in all or any of its branches, in the State of Florida, and in any or all states of the United States of America; and to maintain offices and agencies in the State of Florida, and in any or all states of the United States.

(g) The foregoing objects and purposes shall, except when otherwise expressed, be in no way limited or restricted by reference to, or inference from, the terms of any other clause of this or any other articles of this Certificate of Incorporation or of any amendment thereto, and shall each be regarded as independent, and construed as powers as well as objects and purposes.

(h) The corporation shall be authorized to exercise and enjoy all of the power, right and privileges granted to, or conferred upon, corporations of a similar character by the General Corporation Law of the State of Florida now or thereafter in force, and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE IV NUMBER AND METHOD OF ELECTION OF DIRECTORS

The rules and method for election of directors and the number of directors shall be as provided in the By-Laws.

ARTICLE V POWERS

The corporate powers of this corporation are as provided in Chapter 617, Florida Statutes.

**ARTICLE VI
NAME AND STREET ADDRESS
OF INITIAL REGISTERED AGENT**

The name and the street address of the initial registered agent is William C. Staaf, 12701 126th Avenue North, Lot 19, Largo, FL 33774.

**ARTICLE VII
NAME AND STREET ADDRESS OF INCORPORATOR**

The name and street address of the incorporator for these Articles of Incorporation is Ellen Hirsch de Haan, J.D., Becker & Poliakoff, P.A., 2401 West Bay Drive, Suite 414, Largo, FL 33770.

**ARTICLE VIII
INDEMNIFICATION**

This Corporation shall indemnify, defend, save and hold harmless and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

**ARTICLE IX
PERPETUAL EXISTENCE**

This Corporation shall have perpetual existence unless sooner dissolved as provided by law.

**ARTICLE X
QUALIFICATION AND MANNER OF ADMISSION**

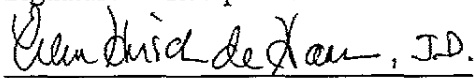
The qualifications of the members of this corporation shall be as provided in the By-Laws. The manner of admission of members shall be as prescribed in the By-Laws of the corporation.

**ARTICLE XI
OFFICERS**

This corporation shall have those officers designated in the By-Laws from time to time.

The undersigned incorporator has executed these Articles of Incorporation this 10th day of February, 2006.

Signature of Incorporator:


Ellen Hirsch de Haan, J.D. for the Firm

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISION OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Indian Rocks Mobile Home Cooperative, Inc.

2. The name and address of the registered agent and office is:

Name: William C. Staaf

Physical Address: 12701 126th Avenue North, Lot 19, Largo, FL 33774.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature

Date

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