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OFFICE USE ONLY

Steven P. Kushner, Esq.

813 334-1146

GOLDBERG GOLDSTEIN & BUCKLEY

1515 BROADWAY

FORT MYERS

FL

33901

Deer Lake Master & HOA Articles

ER(S) (if known):

X

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
X	NonProfit
<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

FILED  
95 JAN -6 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

DMC  
1-9-95

ARTICLES OF INCORPORATION  
OF  
DEER LAKE MASTER PROPERTY OWNERS ASSOCIATION, INC.  
(A NON-PROFIT FLORIDA CORPORATION)

FILED

57 JAN -6 PM 3:52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to §617.02011, Florida Statutes (1991), these Articles of Incorporation are created by Arthur R. Wintle, Jr., as sole incorporator, for the purposes set forth below.

ARTICLE I

The name of this corporation is DEER LAKE MASTER PROPERTY OWNERS ASSOCIATION, INC., and the address of the principal office is 6900-29 Daniels Parkway, Suite 131, Fort Myers, Florida 33912.

ARTICLE II

The specific primary purposes for which this corporation is organized are to provide for maintenance, preservation and control of the residential units, commercial units, and common elements within a certain tract of real property described on the Exhibit "A" and Exhibit "B" to the Declaration, and to promote the health, safety and welfare of the residents within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the corporation shall have the power to:

a) Perform all of the duties and obligations of the Association as set forth in a certain Declaration of Covenants, Conditions and Restrictions (the "Declaration")

applicable to the development and to be recorded in the Public Records of Lee County, Florida.

b) Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the property of the Association.

c) Acquire (by gift, purchase or otherwise), own, hold and improve, building upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use or otherwise dispose of real and personal property in connection with the affairs of the Association.

d) Subject to the consent by vote or written instrument of two-thirds (2/3) of each class of members, borrow money, mortgage, pledge, convey by deed of trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

e) Dedicate, sell or transfer all or any part of the common areas to any municipality, public agency, authority or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless at least two-thirds (2/3) of each class of members consent to such dedication, sale or

transfer, however, this provision does not pertain to the period during Developer control.

f) Participate in mergers or consolidations with other non-profit corporations organized for the same purposes or annex additional residential property or common elements, provided that any merger or consolidation shall have the assent by vote or written instrument of two-thirds (2/3) of each voting class of members.

g) Contract, sue or be sued with respect to the exercise or non exercise of its powers and duties to included without limitation, the maintenance, management, and operation of the association property.

h) Adopt, alter, amend, and rescind reasonable rules and regulations governing the use of the common elements, which rules and regulations shall be consistent with the rights and duties established by the Declaration.

i) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration and no part of any net earnings of the Association will inure to the benefit of any member.

### ARTICLE III

Every person or entity who is a record owner of a fee or undivided fee interest in any living or commercial unit ("Unit") which is subject by covenants of record to assessment by the Association, including contract vendors, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Unit which is subject to assessment by the Association.

### ARTICLE IV

The period of duration of the Association shall be perpetual.

### ARTICLE V

The names and residences of the subscribers to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Arthur R. Wintle, Jr.	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912
Truman Costello	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912
James M. Dwyer	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912

#### ARTICLE VI

The affairs of the corporation shall be managed by a Board of Directors who shall be elected in the manner as set forth in the ByLaws, a President and Vice President, who shall at all times be members of the Board of Directors, and a Secretary and Treasurer. Such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the members.

#### ARTICLE VII

The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>
Arthur R. Wintle, Jr.	President
Truman Costello	Vice President
James M. Dwyer	Secretary/Treasurer

#### ARTICLE VIII

The number of persons constituting the first Board of Directors of the Association shall be three (3) and thereafter the membership shall consist of not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>Name</u>	<u>Address</u>
Arthur R. Wintle, Jr.	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912
Truman Costello	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912
James M. Dwyer	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912

#### ARTICLE IX

The ByLaws of the Association may be made, altered or rescinded at any annual meeting of the Association or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3) of each class of members existing at the time of and present in person or by proxy at such meeting, except that the initial ByLaws of the Association shall be made and adopted by the Board of Directors.

#### ARTICLE X

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of each class of voting members existing at the time of such meeting, except that the Federal Housing Administration or the Veterans Administration shall have the right to veto amendments while a Class B membership, as described below, exists.

#### ARTICLE XI

The Association shall have two (2) classes of voting members as follows:

Class A. Class A members shall be all owners of Units, or the lots on which they are located with the exception of the Declarants, as such term is defined in the Declaration, and shall be entitled to one vote for each Unit owned. When

more than one (1) person holds an interest in any Unit, all such persons shall be members. The vote for such Unit shall be exercised as such members may determine among themselves, but in no event shall more than one (1) vote be cast with respect to any Unit or Lot owned by Class A members.

Class B. Class B member shall be the Declarant, as such term is defined in the Declaration, who shall be entitled to ten (10) votes for each unit owned. The Class B membership shall cease and be converted to Class A membership when Declarant does not hold any Lots, Living Units, or Commercial Units for sale in the ordinary course of business.

#### ARTICLE XII

On dissolution the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization organized and operated for such similar purposes.

#### ARTICLE XIII

The initial registered agent of the corporation shall be Steven P. Kushner, and the initial registered address of the corporation shall be 1515 Broadway, Fort Myers, Florida 33901.

Having been named to accept service of process for the above-stated corporation at the place designated in these



Articles, I heroby accept to act in this capacity, and I further agree to comply with the provision of said Act relative to keeping open said office.

  
STEVEN P. KUSHNER, REGISTERED AGENT

#### ARTICLE XIV

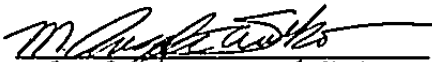
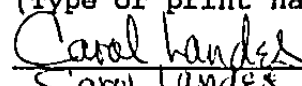
The effective date of this corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

#### ARTICLE XV

Each Director and Officer of this Association shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself).

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 5<sup>TH</sup> day of June, 1995.

Witnesses:

  
M. ANGELA SAVKO  
(Type or print name)  
  
Carol Landes  
(Type or print name)

  
Arthur R. Wintle, Jr.

STATE OF FLORIDA  
COUNTY OF LEE

The foregoing instrument was acknowledged before me this  
5th day of January, 1995, by Arthur R. Wintlo, Jr., as  
incorporator of these Articles of Incorporation, on behalf of  
the corporation. He are personally known to me and did take  
an oath.

Beverly J. Henley  
Notary Public  
Name: BEVERLY J. HENLEY  
Certificate No. or  
Serial No. \_\_\_\_\_

(SEAL)

My Commission Expires:



N95 000000102

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
800-344-8006



ACCOUNT NO. : 072100000032  
REFERENCE : 185505 4218B  
AUTHORIZATION :  
COST LIMIT : \$ PREPAID

FILED  
56 DEC 12 MID 53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 12, 1996

ORDER TIME : 9:42 AM

ORDER NO. : 185505-010

CUSTOMER NO: 4218B

400002027104--1  
-12/12/96--01033--015  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

CUSTOMER: Steven W. Hubbard, Esq  
Peper Martin Jensen Maichel  
2080 McGregor Boulevard  
3rd Floor  
Ft. Myers, FL 33901

DOMESTIC AMENDMENT FILING

NAME: DEER LAKE MASTER PROPERTY  
OWNERS ASSOCIATION, INC.

EFFECTIVE DATE:

~~XX~~ ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

RECEIVED  
56 DEC 13 1996  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. HENDRICKS DEC 13 1996

**ARTICLES OF AMENDMENT AND RESTATEMENT OF  
ARTICLES OF INCORPORATION OF  
DEER LAKE MASTER PROPERTY OWNERS ASSOCIATION, INC.  
(A NON-PROFIT FLORIDA CORPORATION)**

**FILED**  
96 DEC 12 AM 10:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1007, Florida Statutes, this corporation adopts the following articles of restatement and amendment of its articles of incorporation:

1. The present name of the corporation is Deer Lake Master Property Owners Association, Inc.
2. The text of the restated and amended articles of incorporation of the corporation is as follows:

**ARTICLE I**

The name of this corporation is **Deer Lake Master Property Owners Association, Inc.** ("corporation" or "Association"), and the address of the principal office is 6900-29 Daniels Parkway, Suite 131, Fort Myers, Florida 33912.

**ARTICLE II**

The specific primary purposes for which this corporation is organized are to provide for maintenance, preservation and control of certain common areas within a certain tract of real property described on Exhibit A and Exhibit B to the Master Declaration, and to promote the health, safety and welfare of the residents within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the corporation shall have the power to:

- (a) Perform all of the duties and obligations of the Association as set forth in a certain Master Declaration of Covenants, Conditions and Restrictions of Deer Lake Master Property Owners Association, Inc. (the "Master Declaration") applicable to the development and to be recorded in the Public Records of Lee County, Florida.
- (b) Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Master Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the property of the Association.

(c) Acquire (by gift, purchase or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use or otherwise dispose of real and personal property in connection with the affairs of the Association.

(d) Subject to the consent by vote of two-thirds (2/3) of the voting interests of the Members, borrow money, mortgage, pledge, convey by deed of trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) Dedicate, sell or transfer all or any part of the common areas to any municipality, public agency, authority or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless at least two-thirds (2/3) of the voting interests of the Members consent to such dedication, sale or transfer, except as otherwise provided in the Master Declaration.

(f) Participate in mergers or consolidations with other non-profit corporations organized for the same purposes or annex additional residential property or common areas, provided that any merger or consolidation shall have the assent by vote or written instrument of two-thirds (2/3) of the voting interests of Members, except as otherwise provided in the Master Declaration.

(g) Contract, sue or be sued with respect to the exercise or non-exercise of its powers and duties to include, without limitation, the maintenance, management, and operation of the association property and common areas.

(h) Adopt, alter, amend, and rescind reasonable rules and regulations governing the use of the common areas and other aspects of the development, which rules and regulations shall be consistent with the rights and duties established by the Master Declaration.

(i) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

(j) Have and exercise any and all powers, rights and privileges granted to the Association pursuant to the Master Declaration, including without limitation, any and all powers necessary or desirable for the Association to discharge its duties and obligations under the Master Declaration.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against Members as provided in the Master Declaration and no part of any net earnings of the Association will inure to the benefit of any Member.

### **ARTICLE III**

Every person or entity who is a record owner of a fee or undivided fee interest in any Unit which is subject by the Master Declaration to assessment by the Association, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Unit which is subject to assessment by the Association. The Declarants shall also be members of the Association, as provided in the Master Declaration.

### **ARTICLE IV**

The period of duration of the Association shall be perpetual.

### **ARTICLE V**

The affairs of the corporation shall be managed by a Board of Directors who shall be elected in the manner as set forth in the ByLaws, a President and Vice President, who shall at all times be members of the Board of Directors, and a Secretary and Treasurer. Except as otherwise provided in the Master Declaration or the ByLaws, such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of the Members. The Declarants have the right to elect the Board of Directors to the extent provided in the Master Declaration.

### **ARTICLE VI**

The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>
Arthur R. Wintle, Jr.	President
David Cassily	Vice President
Shawn Jones	Secretary/Treasurer

### **ARTICLE VII**

The number of persons constituting the first Board of Directors of the Association shall be three (3) and thereafter the membership shall consist of not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>Name</u>	<u>Address</u>
Arthur R. Wintle, Jr.	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912-1586

<u>Name</u>	<u>Address</u>
David Cassily	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912-1586
Shawn Jones	6900-29 Daniels Parkway, Suite 131 Fort Myers, Florida 33912-1586

#### **ARTICLE VIII**

The ByLaws of the Association may be made, altered or rescinded at any annual meeting of the Association or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3) of the voting interests of members existing at the time of and present in person or by proxy at such meeting, except as otherwise provided in the Master Declaration and except that the initial ByLaws of the Association shall be made and adopted by the Board of Directors.

#### **ARTICLE IX**

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the voting interests of members existing at the time of such meeting.

#### **ARTICLE X**

The members of the Association shall collectively have two hundred sixty-eight (268) voting interests and their voting rights are more particularly set forth in the Master Declaration. All votes shall be cast by the Voting Members, as set forth in the Master Declaration, and individual members shall not have the right to vote their respective voting interests.

#### **ARTICLE XI**

On dissolution the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization organized and operated for such similar purposes.

#### **ARTICLE XII**

The street address of the corporation's initial registered office in the State of Florida is 6900-29 Daniels Parkway, Suite 131, Fort Myers, Florida 33912, and the name of its initial registered agent at such address is Arthur R. Wintle, Jr.

### ARTICLE XIII

The effective date of this corporation shall be upon filing with the Office of the Secretary of State of the state of Florida.

### ARTICLE XIV

Each Director and officer of this Association shall be indemnified by the Association against all costs and expenses reasonably incurred or imposed upon him in connection with or arising out of any action, suit or proceedings in which he may be involved or to which he may be made a party by reason of his having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself), all to the maximum extent allowed by law and in accordance with Chapters 607 and 617, Florida Statutes.

### ARTICLE XV

Capitalized terms used herein shall have the same meanings as are given to them in the Master Declaration, unless the context clearly indicates otherwise or a different definition is set forth herein. The Master Declaration contains various provisions concerning the Association which, in any given instance, vary from these Articles of Incorporation. In all cases, any conflicting provisions of the Master Declaration control over the provisions of these Articles of Incorporation.

**IN WITNESS WHEREOF**, the undersigned President has executed these Articles of Amendment and Restatement of Articles of Incorporation of Deer Lake Master Property Owners Association, Inc. this 14th day of December, 1996.

Witnesses:

Steve W. Hubbard

1st Witness

Steven W. Hubbard

Print Name

Stephanie M. Harris

2nd Witness

Stephanie M. Harris

Print Name

DEER LAKE MASTER PROPERTY OWNERS  
ASSOCIATION, INC., a non-profit Florida corporation

By: Arthur R. Wintle, Jr.

Print Name: Arthur R. Wintle, Jr.

Title: President



\*\*\*\*\*

STATE OF FLORIDA        )  
COUNTY OF LEE         )

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of December, 1996, by Arthur R. Wittle, Jr., as President of Deer Lake Master Property Owners Association, Inc., a non-profit Florida corporation, on behalf of the corporation. He is personally known to me or produced \_\_\_\_\_ (type of ID) as identification.

Stephanie M. Harris  
Print Name: Stephanie M. Harris  
Notary Public-State of Florida  
Serial No.: CC 428867

My Commission Expires:  
\_\_\_\_\_

(SEAL)



**CERTIFICATE REGARDING  
ARTICLES OF AMENDMENT AND RESTATEMENT OF  
ARTICLES OF INCORPORATION OF  
DEER LAKE MASTER PROPERTY OWNERS ASSOCIATION, INC.  
(A NON-PROFIT FLORIDA CORPORATION)**

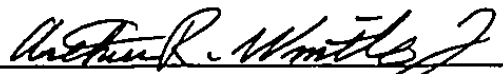
The undersigned, Arthur R. Wintle, Jr., President of Deer Lake Master Property Owners Association, Inc., a Florida not-for-profit corporation, in accordance with Florida Statutes, Section 617.1007, does hereby certify:

1. The corporation's board of directors restated the corporation's articles of incorporation pursuant to the Articles of Amendment and Restatement of Articles of Incorporation of Deer Lake Master Property Owners Association, Inc. (A Non-Profit Florida Corporation) (the "Restatement"), dated December 11, 1996, by a unanimous vote of all of its directors then in office on December 11, 1996.

2. The Restatement does include amendments to the articles of incorporation of the corporation. Pursuant to Section 617.1002(1)(b), the Restatement does not contain any amendments which require member approval. The board of directors of the corporation unanimously adopted the Restatement, including all amendments to the articles of incorporation contained therein, in accordance with the provisions of Sections 617.1007 and 617.1002, Florida Statutes.

3. The Restatement does not contain any amendment to the articles of incorporation requiring member approval and, thus, the information required by Section 617.1006 is not set forth herein.

I am President of Deer Lake Master Property Owners Association, Inc., am authorized to sign this Certificate on behalf of the corporation and have done so this 11<sup>th</sup> day of December, 1996.

  
\_\_\_\_\_  
Arthur R. Wintle, Jr., President of Deer Lake  
Master Property Owners Association, Inc.

(NOTARY LANGUAGE ON FOLLOWING PAGE)

\*\*\*\*\*

STATE OF FLORIDA     )  
COUNTY OF LEE        )

The foregoing instrument was acknowledged before me this 11th day of December, 1996, by Arthur R. Wintle, Jr., as President of Deer Lake Master Property Owners Association, Inc., a non-profit Florida corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ (type of ID) as identification.

Stephanie M. Harris  
Print Name: Stephanie M. Harris  
Notary Public-State of Florida  
Serial No.: CC 428667

My Commission Expires:

(SEAL)

