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ACCOUNT NO. : 072100000032
REFERENCE : 581064 9228A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : October 28, 1997

ORDER TIME : 2:39 PM

ORDER NO. : 581064-005

CUSTOMER NO: 9228A

CUSTOMER: Conrad Swanson, Esq
TRINKLE REDMAN SWANSON BYRD &
COTON, P.A.
121 North Collins Street

Plant City, FL 33566

400002331884-9
-10/29/97-01001-006
****122.50 ****122.50

DOMESTIC FILING

NAME: SHACKELFORD ESTATES
HOMEOWNERS' ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
_____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX _____ CERTIFIED COPY
_____ PLAIN STAMPED COPY
_____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED
97 OCT 28 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 OCT 28 PM 3:25
DIVISION OF CORPORATION
SN OCT 29 1997

OFFICE OF
TRINKLE, REDMAN, SWANSON, BYRD & COTON, P.A.

ATTORNEYS AT LAW
121 NORTH COLLINS STREET
P.O. BOX TT
PLANT CITY, FLORIDA 33564-9040

JOHN R. TRINKLE (1901-1969)

JOHNNIE B. BYRD, JR.
DANIEL M. COTON
JAMES L. REDMAN
CONRAD SWANSON
ROBERT S. TRINKLE

DEBORAH R. TRACY

TELEPHONE (813) 752-6133
TELECOPIER (813) 754-8957

October 22, 1997

Corporate Records Bureau
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Shackelford Estates Homeowners' Association, Inc.

Gentlemen:

Enclosed please find proposed Articles of Incorporation of the above-referenced corporation, which we request that you please file and forward to us a certified copy of same.

Also enclosed please find this firm's check in the amount of \$122.50 representing \$65.00 filing fee, \$35.00 registered agent form, and \$22.50 for certified copy of Articles of Incorporation.

Your cooperation is appreciated.

Sincerely yours,



Conrad Swanson

CS:tw
Enclosure

FILED
97 OCT 28 AM 8:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
SHACKELFORD ESTATES HOMEOWNERS' ASSOCIATION, INC.

FILED
97 OCT 28 AM 8:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, being a resident of the State of Florida and of full age, hereby forms a corporation not for profit in accordance with the laws of the State of Florida, and certifies as follows:

ARTICLE I

NAME

The name of this corporation is SHACKELFORD ESTATES HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II

OFFICE

The initial principal office and mailing address of this Association shall be 490 Severn Avenue, Tampa, Florida 33606, which office may be changed from time to time by action of the Board of Directors.

ARTICLE III

REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent and office of the Association shall be RICHARD L. SHACKELFORD, 490 Severn Avenue, Tampa, Florida 33606.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to promote the health, safety, and general welfare of the residents within the property described as SHACKELFORD ESTATES according to the Plat thereof to be recorded in the Public Records of Hillsborough County, Florida. The purposes of this Association shall include, without limitation of the foregoing,

the upkeep and maintenance of the private roadway (Parcel "A") to be known as TONEY COURT shown on said Plat, and carrying out, enforcing and otherwise fulfilling its rights and responsibilities under and pursuant to that certain Declaration of Covenants and Restrictions for SHACKELFORD ESTATES to be recorded among the Public Records of Hillsborough County, Florida, and any amendments or modifications thereof, herein together called the "Declaration." All terms defined in the Declaration shall have the same meaning when used herein, such Declaration being incorporated herein by reference. For the foregoing purposes, this Association is empowered to:

- (a) exercise all of the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in the Declaration;
- (b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of this Association, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Association;
- (c) grant easements as to said Parcel "A" to public and private utility companies, and to public bodies or governmental agencies or other entities or persons, without cost or charge, where convenient, desirable or necessary in connection with the development of the Properties, and the providing of utility and other services thereto;
- (d) adopt, alter, amend, and rescind reasonable rules and regulations from time to time, which rules and regulations shall be consistent with the rights and duties established by the Declaration and with the provisions of these Articles of Incorporation;
- (e) contract for the upkeep and maintenance of said Parcel "A," and
- (f) have and exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, Florida Statutes by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

Every Owner of a Lot which is subject by the provisions of the Declaration to assessment by this Association, shall be a member of this Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. An Owner of more than one (1) such Lot shall be entitled to one (1) membership for each Lot owned by him. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the provisions of the Declaration and to assessment, but shall be automatically transferred by the conveyance of that Lot.

ARTICLE VI

VOTING RIGHTS

All Owners shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot as Owner, all such persons shall be members. The vote for such Lot shall be exercised as provided herein, but in no event shall more than one (1) vote be cast with respect to any Lot, nor shall any split or fractional vote be permitted with respect to any Lot.

The presence at a meeting of members, either in person or by proxy, of those entitled to cast at least thirty percent (30%) of the votes of the membership shall constitute a quorum for any action.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, which shall initially consist of three (3) directors, and thereafter shall consist of not less than three (3) nor more than ten (10) directors. Directors shall be members of the Association. The names and addresses of the persons who are to act in the capacity of directors until their successors are elected and qualified, unless they sooner shall die, resign or be removed are:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD L. SHACKELFORD	490 Severn Avenue Tampa, Florida 33606
SANDRA K. SHACKELFORD	490 Severn Avenue Tampa, Florida 33606

RICHARD LENOIR

490 Severn Avenue
Tampa, Florida 33606

The initial Board of Directors herein designated shall serve until the first annual membership meeting thereafter, at which time the members shall elect not less than three (3) nor more than ten (10) directors for a term of one year. Directors elected at the first such annual membership meeting, and thereafter, shall serve for a period of one year, and until their successors have been duly elected and qualified.

ARTICLE VIII

INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
RICHARD L. SHACKELFORD	490 Severn Avenue Tampa, Florida 33606

ARTICLE IX

DURATION

This Association shall exist perpetually.

ARTICLE X

BY-LAWS

The By-Laws of this Association shall be initially adopted by the Board of Directors. Thereafter, the By-Laws shall be altered, amended, or rescinded by a majority vote of the Board of Directors.

ARTICLE XI

AMENDMENTS


Any amendment of these Articles shall require the assent or written consent of the members entitled to cast sixty-seven percent (67%) of the total votes able to be cast at any regular or special meeting of the membership duly called and convened.

ARTICLE XII

INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

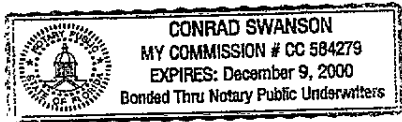
IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this 21 day of October, 1997.


Richard L. Shackelford

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21 day of October, 1997, by RICHARD L. SHACKELFORD, who is personally known to me, ~~or who has produced Florida Driver's License Number _____~~ _____ as ~~identification~~.



A handwritten signature in cursive script, appearing to read 'Conrad Swanson', written over a horizontal line.

Notary Public,
State of Florida at Large
My Commission Expires: Dec 9, 2000

CONRAD SWANSON
Printed Name of Notary Public

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Sections 607.0501 or 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.

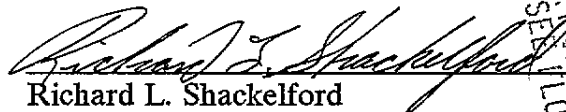
1. The name of the corporation is:

SHACKELFORD ESTATES HOMEOWNERS' ASSOCIATION, INC.

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

Richard L. Shackelford
490 Severn Avenue
Tampa, Florida 33606

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.


Richard L. Shackelford

October 21, 1997
Dated

FILED
97 OCT 28 AM 9:33
SECRETARY OF STATE
TALLAHASSEE FLORIDA