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FLORIDA NON-PROFIT CORPORATION

GROSSE POINTE - PINELLAS, INC.

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**ARTICLES OF INCORPORATION  
OF  
GROSSE POINTE-PINELLAS, INC.  
(A Florida Corporation Not-For-Profit)**

THE UNDERSIGNED, acting as incorporator of a corporation not-for-profit under the Florida Not-For-Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**Name**

The name of the Corporation shall be GROSSE POINTE-PINELLAS, INC.

**ARTICLE II**

**Not For Profit**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, directors, or officers, except to the extent permissible under law.

**ARTICLE III**

**Initial Principal Office**

The address of the initial principal office of the Corporation is 9900 Ulmerton Road East, Lot 222, Largo Florida 33771.

**ARTICLE IV**

**Purposes**

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The purposes for which this Corporation is formed are to:

A. Acquire, hold, manage, and transfer at no profit to the Corporation interests in a for-profit corporation which shall be converted, as soon as reasonably practicable following the filing of these Articles of incorporation, into a not-for-profit mobile home park cooperative association organized under the laws of the State of Florida to residents of such mobile home park.

B. Exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### ARTICLE V

##### Powers

The Corporation shall have all of the common law and statutory powers of a not-for-profit corporation organized under the Not-For-Profit Corporation Act of the State of Florida. Without in any way limiting the generality of the preceding sentence, the Corporation shall have the power to do any and all things necessary and proper for the accomplishment of its purposes.

#### ARTICLE VI

##### Limitation

No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

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**ARTICLE VII**

**Distributions of Surplus on Dissolution**

In the event of liquidation, dissolution or other discontinuance of the business and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to private individuals or entities, but after making provision for the payment of all the liabilities of the Corporation, the remaining assets shall be distributed to such organization or organizations described in Code Section 501(c)(3) as the Board of Directors shall determine.

**ARTICLE VIII**

**Incorporator**

The name of the Incorporator of this Corporation is Howard S. Miller, and the address of said Incorporator is 150 Second Avenue North, 17<sup>th</sup> Floor, St. Petersburg, Florida 33701.

**ARTICLE IX**

**Officers**

The day-to-day affairs of the Corporation shall be managed by the Officers of the Corporation, consisting of a President, Treasurer, Secretary, and such other Officers as shall be hereafter provided for in the Bylaws of the Corporation. The Officers of the Corporation shall be appointed each year by the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the day-to-day affairs of the Corporation, except as shall be otherwise provided by law, the Bylaws of the Corporation or these Articles of Incorporation, or except as shall be otherwise reserved to the Board of Directors.

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## ARTICLE X

### Board of Directors

1. The number of persons constituting the initial Board of Directors ("Board") shall be seven (7). However, the Board may, in its discretion, by majority vote of the Board present at a duly convened meeting of the Board, determine to increase or decrease the number of members of the Board, but in no event shall such number be fewer than five (5). The method of election or appointment of the Board shall be determined by the Bylaws of the Corporation to be hereafter adopted.

2. The names and addresses of the initial Board are as follows:

- |     |                      |  |
|-----|----------------------|--|
| (a) | Roan D. Caseau       | 9900 Ulmerton Road East, #222<br>Largo, FL 33771 |
| (b) | U.G. (Jeep) Sandage  | 9900 Ulmerton Road East, #208<br>Largo, FL 33771 |
| (c) | Jack Ross            | 9900 Ulmerton Road East, #213<br>Largo, FL 33771 |
| (d) | Linda Snyder         | 9900 Ulmerton Road East, #60<br>Largo, FL 33771  |
| (e) | Ralph W. Satterm     | 9900 Ulmerton Road East, #228<br>Largo, FL 33771 |
| (f) | Liliane M. Couillard | 9900 Ulmerton Road East, #209<br>Largo, FL 33771 |
| (g) | Ben Salvesen         | 9900 Ulmerton Road East, #36<br>Largo, FL 33771  |

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3. All powers of the Board in the management of the day-to-day affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by law, the Bylaws of the Corporation or these Articles of Incorporation, or except as shall be otherwise reserved to the Board.

#### ARTICLE XI

##### Bylaws

Bylaws shall be adopted, altered, amended, or replaced by a majority vote of the Board and as provided in the Bylaws themselves. The Bylaws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or the Articles of Incorporation.

#### ARTICLE XII

##### Initial Registered Office and Agent

As set forth in the registered agent's written acceptance of his appointment, which shall be delivered to the Department of State together with these Articles of Incorporation, the name and address of the initial registered agent of the Corporation is Howard S. Miller, 150 Second Avenue North, 17<sup>th</sup> Floor, St. Petersburg, Florida 33701.

IN WITNESS WHEREOF, the Incorporator has hereunto fixed his signature this 16<sup>th</sup> day of March, 2000.

Howard Miller  
Howard S. Miller, Incorporator

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**ACCEPTANCE OF DESIGNATION AS  
REGISTERED AGENT**

The UNDERSIGNED, named as the registered agent in Article XII of the Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with and accepts the obligations imposed upon registered agents under the Florida Not For Profit Corporation Act..

Howard S. Miller  
Howard S. Miller

Dated: March 16, 2000

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