

JOINER & TURNER, P.A.

ATTORNEYS AT LAW

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Post Office Drawer 230

Winter Haven, Florida 33882-0230

*James T. Joiner
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Telephone (941) 299-1284

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N00000004254

June 2, 2000

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-06/06/00--01027--008
*****78.75 *****78.75

RE: OLD TOWN REDDING HOMEOWNERS ASSOCIATION, INC.

To Whom It May Concern,

Enclosed please find the original and (1) copy of the Articles of Incorporation for the above referenced Corporation, Designation of Registered Agent/Registered Office. Please file these documents as of the day of receipt and return a certified copy to this office in the enclosed, self-addressed stamped envelope.

Our check #_____, in the amount of \$ 78.75 is enclosed for the following:

Filing fee	\$ 35.00
Certified copy of Articles	\$ 8.75
Registered Agent Designation	<u>\$ 35.00</u>
Total	\$ 78.75

If you have any questions, please do not hesitate to contact this office. Thank you for your prompt attention to this matter.

Sincerely,

James T. Joiner

JAMES T. JOINER

JTJ/jdc

Enclosures

2295
W00-14933

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -6 PM12:24

filed 6/27/00

JAMES T. JOINER

VINCE E. TURNER



Joiner & Turner P.A.
ATTORNEYS AT LAW

June 23, 2000

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -6 PM 12: 24

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: Old Town Redding Homeowners Association, Inc.
Ref. Number: W00000014933

Attn: Claretha Golden

Dear Ms. Golden:

Attached are the corrected Articles of Incorporation for Old Town Redding Homeowners Association, Inc. Also enclosed is your letter number 600A00033653. If there are any further problems, or if you need any additional information, please let me know.

Cordially,

JAMES T. JOINER

JTJ:jj

Enclosures



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN -6 PM 12: 24

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 13, 2000.

JOINER & TURNER, P.A.
ATTN: JAMES T. JOINER
POST OFFICE DRAWER 230
WINTER HAVEN, FL 33882-0230

SUBJECT: OLD TOWN REDDING HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W00000014933

We have received your document for OLD TOWN REDDING HOMEOWNERS ASSOCIATION, INC.. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00033653

EFFECTIVE DATE

5/31/00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JUN -6 PM 12: 24

ARTICLES OF INCORPORATION
OF
OLD TOWN REDDING HOMEOWNERS ASSOCIATION, INC.

A Corporation Not for Profit

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following proposed Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation shall be **OLD TOWN REDDING HOMEOWNERS ASSOCIATION, INC.**, and the principal place of business shall be at 728 Old Berkley Rd., Auburndale, Florida 33823. For convenience, the Corporation shall hereinafter be referred to as the "Association."

ARTICLE II: PURPOSE

The Association is organized for the following purpose:

A. To insure that the lands in the subdivision hereinafter defined shall remain an area of high standards, containing landscaping and irrigation designed primarily for the comfort, convenience and accommodation of lot owners in **OLD TOWN REDDING:**

B. To maintain, at its expense, the landscaping and irrigation.

C. To enforce through appropriate legal means the covenants, restrictions, reservations and servitudes impressed upon the lands within the subdivision of Old Town Redding, owners being Frank Gene Kniffin and William W. Moore, Jr., hereinafter referred to as "Developers."

D. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend,

disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purpose set forth herein.

E. To operate and maintain the Association's common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District, including all retention areas, culverts and related appurtenances.

F. To do such other things as are incidental to the purpose of the corporation or necessary or desirable in order to accomplish them.

G. The Association shall make no distribution of income to its members, directors or officers. The Association shall not exist or be operated for pecuniary profit. The Association may, however, reimburse its members for actual expenses incurred for or on behalf of the Association, and may pay compensation in a reasonable amount to its members for any actual services rendered to the Association as permitted by law.

ARTICLE III: POWERS

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles, and shall further exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, may now or hereinafter have or exercise.

2. The Association shall have all of the powers and duties expressly conferred upon it as set forth in the Declaration of Restrictions that may from time to time be filed with respect to Old Town Redding Subdivision, and all of the powers and duties reasonably necessary to fulfill the obligations and perform and services as set forth in the Declaration of Restrictions herein mentioned, including, but not limited to, the following:

a. To fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Declaration of Restrictions;

b. To pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

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

d. Borrow money, and with the assent of 2/3rds of each class of members, mortgage, pledge, deed of trust, or hypothecate any or all its real or personal property as security for money borrowed or debts incurred;

e. Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose, provided that any such merger or consolidation shall have the assent of 2/3rds of each class of members;

f. To perform such other activities of the Association which, in the opinion of the Board of Directors thereof, shall be reasonably appropriate to its accomplishment of the purposes for which it is organized and the performance of its duties obligations;

g. To use the proceeds of assessments in the exercise of its powers and duties;

h. To enforce by legal means the provisions of the Declaration of Restrictions with respect to lands in the subdivision, these Articles, the Bylaws of the Association, and the regulations adopted by the Association;

i. To employ personnel to perform the services as required for the proper operation of the Association.

3. All funds and title to all property acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of these Articles of Incorporation and Bylaws.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Bylaws.

5. The foregoing powers shall, except where otherwise expressed, be in no way limited or restricted by reference to, or influence from, the terms of any other clause of this or any other Articles of these Articles of Incorporation, and shall be construed as purpose, as well as powers, and notwithstanding the expressed enumeration of purpose elsewhere expressed in these Articles.

ARTICLE IV: MEMBERSHIP

1. Every person or entity who is a record owner of a lot within the subdivision including portions thereof or undivided interest therein in accordance with the Declaration of Restrictions which have been declared by the Developer to be members of the Association pursuant to a Declaration of Restrictions recorded in the Public Records of Polk County, Florida, and which is subject by covenants of record to assessment by the Association, shall 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.

2. Change of ownership in the Association shall be established by the recording in the Public Records of Polk County, Florida, or a deed or other instrument establishing a record title to a lot and shall be evidenced by delivery to the Association of a certified copy of such instrument.

3. The share of a member and the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except upon transfer of his lot.

4. The Association shall have voting members which may be divided into such classes as shall be provided in the Declaration of Covenants, Conditions and Restrictions for Old Town Redding Subdivision.

ARTICLE V: DURATION

The corporation existence shall commence with the signing of these Articles of Incorporation and are to exist perpetually; however, if the Association is dissolved, the property consisting of the Associations Common Areas shall be conveyed to an appropriate agency of local government, but if not accepted by said agency, the said Associations Common Areas shall be dedicated to a similar non-profit corporation.

ARTICLE VI: DIRECTORS

1. The affairs of the Association shall be managed by a board of not less than three (3) nor more than nine (9) directors who must be members of the Association. The names and addresses of the initial directors, who shall hold office until the first meeting of members or until the successors are elected and qualified, are as follows:

	<u>NAME</u>	<u>ADDRESS</u>
1.	Frank Gene Kniffin	722 Old Berkley Road Auburndale, Florida 33823
2.	William W. Moore, Jr.	100 South Court Auburndale, Florida 33823
3.	James T. Joiner	101 Lochen Drive, S. E. Winter Haven, Florida 33884

At the first annual meeting, the members shall elect one-half of the directors for a term of one (1) year, one-half for a term of two (2) years; and at each annual meeting thereafter, the members shall elect one-half of the directors for a term of two (2) years.

2. The Developers shall have the right to terminate its control of the Association at any time. The directors herein named shall serve until the first election of directors. Any vacancy in their number occurring before the first election shall be filled by the remaining directors.

ARTICLES VII: OFFICERS

The affairs of the Association shall be administered by officers elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. The name and address of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President	Frank Gene Kniffin
Vice President	William W. Moore, Jr.
Secretary	William W. Moore, Jr.
Treasurer	Frank Gene Kniffin

ARTICLE VIII: BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors, and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE IX: RESTRICTIONS

The Homeowners Association hereby makes a Specific Declaration of Restriction on lots 16-24 in Parcel "A" of the Proposed Old Town Redding Subdivision. This Declaration states that the back (south) 60 feet of lots 16-24 may not be developed because the area is not within the project area and drainage basin. The Association specifies that this Declaration shall constitute a covenant running with the land and that this Declaration shall be binding upon all persons purchasing or holding title to lots 16-24 in Parcel "A" in the Proposed Old Town Redding Subdivision. This restriction, during their lifetime, shall be for the benefit of, and a limitation upon, all present and future owners of the property.

Additional restrictions are:

1. Retention ponds may not be filled in.
2. Driveways must follow the contours of the pond bottoms, and the driveways may be underwater for 36 hours after rainfall events.

ARTICLE X: AMENDMENTS

The members may amend these Articles of Incorporation at any regular or special meeting, provided that notice of the meeting has been given to all members at least ten (10) days in advance of the meeting, and provided that such notice states that an amendment or amendments to the Articles of Incorporation will be considered and provided that at least two-thirds (2/3rds) of the entire membership approve any amendment. Any amendment shall be certified to the Secretary of State of Florida, as provided by law.

ARTICLE XI: INCORPORATORS

The name and address of the incorporator is Frank Gene Kniffin, 722 Old Berkley Rd., Auburndale, Florida 33823.

ARTICLE XII: INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him, in connection with any proceedings to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Association, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of a settlement, the indemnification herein shall

apply only when the Board of Directors approve such settlement and reimbursement as being for the best interest for the Association.

The foregoing right of indemnification shall be in addition to and non-exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIII: INITIAL REGISTERED OFFICE & AGENT

The street address of the initial registered office of this corporation is 190 Ave. A, NW, Winter Haven, Florida 33881 and the name of the initial registered agent at that address is **JAMES T. JOINER**.

IN WITNESS WHEREOF, the subscriber has hereunto affixed his hand and seal this 31st day of May, 2000.


FRANK GENE KNIFFIN

STATE OF FLORIDA

COUNTY OF POLK

BEFORE ME, the undersigned authorities, an officers duly authorized to take acknowledgments and administer oaths under the State and County aforesaid, personally appeared **FRANK GENE KNIFFIN** to me well known to be the incorporator described in the foregoing Articles of Incorporation, and he acknowledged that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal at Winter Haven, Polk County, Florida this 31st day
of May, 2000.

(SEAL)



James T. Joiner
MY COMMISSION # CC540282 EXPIRES
July 16, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

James T. Joiner

Notary Public

My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of **OLD TOWN
REDDING HOME OWNERS ASSOCIATION, INC.**, which is contained in the foregoing Articles
of Incorporation.

Dated this 31st day of May, 2000.

James T. Joiner

JAMES T. JOINER, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN -6 PM 12:24