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**FISHBACK, DOMINICK, BENNETT, STEPTER,
ARDAMAN, AHLERS & BONUS**

170 EAST WASHINGTON STREET
ORLANDO, FLORIDA 32801-2397

G. BEN FISHBACK (1893-1983)

MARK F. AHLERS
A. KURT ARDAMAN
ZACHARY J. BANCROFT
JOHN. F. BENNETT
PHILIP F. BONUS
JULIAN K. DOMINICK
LIONEL E. RUBIO
CHARLES R. STEPTER, JR.

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August 18, 2000

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

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-08/21/00--01116--008
*****78.75 *****78.75

Re: Lake Rosa Homeowners Association, Inc. - Our File No. L273-16494

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation, along with a check in the amount of \$78.75 for the following:

Filing Fees	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified Copy	\$ 8.75

Please return a certified copy of the Articles to the address listed above. If you should have any questions please contact our office.

Sincerely,

Maria A. Crane

Maria A. Crane, Legal Secretary to
John F. Bennett, Esquire

/mac
Enclosures

FILED
00 AUG 21 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L. Burch AUG 20 2000

FILED

ARTICLES OF INCORPORATION

00 AUG 21 AM 8:12

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LAKE ROSA HOMEOWNERS ASSOCIATION, INC.

(A Corporation Not for Profit)

We, the undersigned, with other persons being desirous of forming a corporation for community and civic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of this Corporation is **LAKE ROSA HOMEOWNERS ASSOCIATION, INC.**

ARTICLE II. STATEMENT OF CORPORATE NATURE

This is a Nonprofit Corporation organized for general community and civic purposes and any other lawful purposes pursuant to the Florida Corporation Not-for-Profit Law set forth in Chapter 617 of the Florida Statutes.

ARTICLE III. GENERAL AND SPECIFIC PURPOSES

The general nature of the objects and purposes of this Corporation shall be:

- (a) To organize, group, and unite homeowners of lands fronting on Lake Rosa to protect the quality of residential life on and around Lake Rosa.
- (b) To administer various fund raising projects for the organizations operations, equipment, maintenance and management expenses if required.
- (c) To perform any and all lawful activities as necessary and desirable for the management and operation of the **LAKE ROSA HOMEOWNERS ASSOCIATION, INC.**

(d) To operate exclusively in any other manner for such purposes as will qualify it as a tax exempt organization under the Internal Revenue Code.

The Corporation shall have the following more specific purposes and powers:

1. To solicit, raise and receive funds and endowments for the purpose of carrying out the objects of the Corporation.

2. To purchase, own, hold, build upon, rent or lease property, both real and personal; to acquire by gift, devise, bequest, or otherwise, property of any character whatsoever and wheresoever situated, and to sell, convey pledge, mortgage of otherwise dispose of or encumber any of such property, to contract, sue, and be sued in its corporate name; to have a corporate seal.

3. To adopt, amend, repeal or alter such By-Laws as its Board of Directors may, from time to time, determine.

4. To do any and all things as may be necessary or proper to carry out the object and purposes for which the Corporation is formed.

5. Any of the foregoing specifically expressed powers notwithstanding, the Corporation shall have those powers set out in Subsection 617.021, Florida Statutes, 1991, and all amendments subsequent thereto, together with such other additional powers as shall be reasonably coexistent and appropriate and necessary for the full use and proper management of projects and activities herein contemplated.

6. In exercising any of the above powers, the Corporation shall do so in furtherance of the exempt purposes for which it has been organized as described in any applicable section of the Internal Revenue Code.

ARTICLE IV. TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE V. QUALIFICATIONS OF MEMBERS

(a) Eligibility. Any person, partnership, firm, corporation, or other entity owning land fronting on Lake Rosa and who agrees to be bound by the Articles of Incorporation and By-Laws thereof and by such rules and regulations as may from time to time be adopted by the Board of Directors of this organization is eligible for membership upon the payment of the proper dues, and upon such other conditions as the By-Laws may provide, from time to time.

(b) Classification of Members.

(1) Active Members. Active members shall be subject to all duties and obligations of the organization and may engage actively in the various projects of the organization. They shall be entitled to vote, hold offices and sponsor new members.

(2) Honorary Members. The Board of Directors, at any duly called meeting or by written consent, may elect honorary members of the organization by a vote of three quarters (3/4) of the total number of directors. Such members shall be exempt from the payment of any dues or assessments whatsoever and shall be entitled to all of the privileges of active members except the right to vote or hold office.

(c) Duration. Active memberships shall be of one (1) year duration or such time as the organization through its Executive Committee and Membership Committee shall determine. Honorary members shall be members for life.

(d) Rights of Members. The right of a member to vote and all other rights and interest in the organization shall cease on the termination of membership. No member shall be entitled to

share in any distribution of the corporate assets upon the dissolution of the organization's corporate structure.

(e) Application and Membership. A prospective member shall be eligible for membership upon the presentation of an approved application to the Board of Directors.

(f) Resignation. Any member may resign from the organization by delivering a written resignation to the President or Secretary/ Treasurer and to the Membership Chairman.

(g) Default and Termination. If any member shall default in the payment of dues for a period of three (3) months from the commencement of the month in which such dues are payable, such membership shall be terminated by the Board of Directors by a majority vote of a quorum at any regularly scheduled meeting thereof.

ARTICLE VI. SUBSCRIBERS

The names and mailing addresses of the subscribers of this Corporation are as shown on the attached Exhibit "A".

ARTICLE VII. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

(a) The principal office for the transaction of the business of this Corporation shall be 202 Mason Road, Melrose, Florida 32666, in Putnam County, State of Florida.

(b) The name and address of this Corporation's Registered Agent is:

Beverly Ritter

202 Mason Road

Melrose, FL 32666

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

(a) The business affairs of this Corporation shall be managed by the Board of Directors. There shall be not less than five (5) nor more than nine (9), provided, however, that the number may be increased by a by-law duly adopted by the members of the Corporation.

(b) The Directors hereinafter named as the first Board of Directors shall hold office until the first annual meeting of members, which shall be held within sixty (60) days of the date of incorporation, at a time and place, within Putnam County, Florida, at which time an election of members to serve on the Board of Directors shall be held.

(c) Members of the Board of Directors shall thereafter be elected at the first annual meeting and shall hold office in accordance with the By-Laws. An annual meeting shall be held on the third Friday of the first month following the fiscal year end, at the principal offices of the Corporation, or at such other place within Putnam County as shall be designated by Resolution of the Board of Directors, and at such time as shall be fixed by the same Resolution.

(d) A majority of the Board of Directors shall constitute a quorum at any meeting of the Board, or of the Trustees or membership, for the transaction of business. Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, provided that all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Board. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board without a meeting, and that the

Articles of Incorporation and By-Laws of this Corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

(d) The names and addresses of the Directors elected to serve as the first Board, in accordance with Section (b) of this Article are show shown on the attached Exhibit "A".

ARTICLE IX. OFFICERS

The officers of the Corporation shall be a President, Vice-President, Secretary, Treasurer, and such other officers as may be provided for in the By-Laws. Officers shall be Members of the Corporation, and shall serve at the pleasure of a majority of the whole number of the Board of Directors.

The following shall serve as officers of the Corporation until the first meeting of the Board of Directors:

President	John R. King
Vice President	Mel Sunquist
Secretary/Treasurer	Beverly Ritter

Subject to any limitations contained in the By-Laws, and any limitations set forth in the laws of the State of Florida concerning not-for-profit corporate action that must be authorized or approved by the members of the Corporation. By-Laws of this Corporation may be made, altered, rescinded, added to, or new By-Laws adopted either by Resolution of the Board, or by following such procedure as may be set forth in the By-Laws.

ARTICLE X. DEDICATION OF ASSETS

The property and assets of this Corporation are irrevocably dedicated to civic and community purposes or such other similar purposes as may be lawfully permitted or adopted by

the Board of Directors of the Corporation, and no part of the net income of this Corporation shall ever inure to the benefit of any member of the Board, or to any officer or member thereof, or to the benefit of any private individual.

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to one or more funds, foundations, or corporations which are organized and operated for tax exempt purposes, and which have established a tax exempt status under the Internal Revenue Code.

In order to promote the purposes of the Corporation, it may acquire property by grant, gift, purchase, devise, or bequest, and hold and dispose of such property as the Corporation shall require for the benefit of members, and not for pecuniary profit.

ARTICLE XI. AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution duly presented to the Board of Directors, and presented to a quorum of members present at any duly convened meeting for their vote. Such Amendments may be adopted by the majority vote of a quorum of directors present thereat.

We, the undersigned, being the incorporators of this Corporation, and including all the persons herein named as the subscribers of this Corporation, for the purpose of forming this non-profit corporation under the laws of Florida, have executed these Articles of Incorporation on this 21st day of Nov., 1999.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have
hereunto set our hands and seals, this 21st day of Nov, 1999, for the purpose of
forming this Corporation not-for-profit under the laws of the State of Florida.

DATED: 21 Nov., 1999.

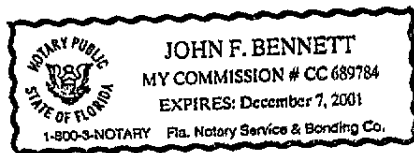
John R. King
JOHN R. KING

Mel Sunquist
MEL SUNQUIST

Beverly Ritter
BEVERLY RITTER

STATE OF FLORIDA
COUNTY OF Putnam

THE FOREGOING INSTRUMENT was acknowledged before me this 21 day of
Nov., 1999, by JOHN R. KING.



John F. Bennett
(Signature of Notary Public - State of Florida)

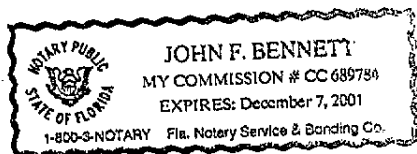
(Print, Type, or Stamp Commissioned Name of Notary Public)


Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF Putnam

THE FOREGOING INSTRUMENT was acknowledged before me this 21st day of Nov., 1999, by MEL SUNQUIST.




(Signature of Notary Public - State of Florida)

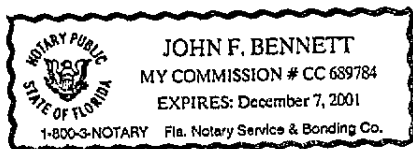
(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

STATE OF FLORIDA
COUNTY OF Putnam

THE FOREGOING INSTRUMENT was acknowledged before me this 21st day of Nov., 1999, by BEVERLY RITTER.




(Signature of Notary Public - State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

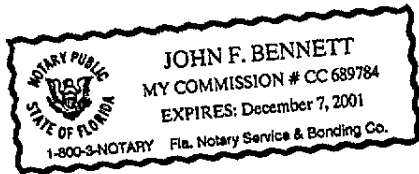
ACCEPTANCE OF DUTIES OF REGISTERED AGENT

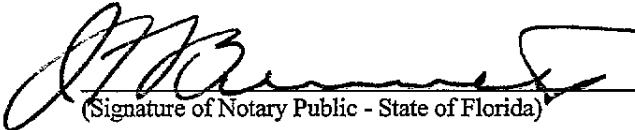
I HEREBY ACCEPT the designation, duties, and responsibilities of REGISTERED AGENT
OF LAKE ROSA HOMEOWNERS ASSOCIATION, and agree to comply with all provisions of
the Florida Statutes, and /or any other applicable laws related thereto.


BEVERLY RITTER
Registered Agent

STATE OF FLORIDA
COUNTY OF Putnam

The foregoing instrument was acknowledged before me this 28 MAY, 2000 day of November, 1999,
by BEVERLY RITTER, described as the REGISTERED AGENT for LAKE ROSA
HOMEOWNERS ASSOCIATION, and who executed the foregoing designation as REGISTERED
AGENT for the purposes therein expressed.




(Signature of Notary Public - State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known ☒ OR Produced Identification _____

Type of Identification Produced _____

FILED
00 AUG 21 AM 8:12
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA