

Division of Corporations

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Division of Corporations

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Account Name : LEVIN AND TANNENBAUM, P.A.  
Account Number : I19980000105  
Phone : (941) 316-0111  
Fax Number : (941) 366-8491

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**FLORIDA NON-PROFIT CORPORATION****CONCERNED OWNERS OF LEGENDS AT TATUM RIDGE, INC.**

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**ARTICLES OF INCORPORATION  
OF  
CONCERNED OWNERS OF LEGENDS AT TATUM RIDGE, INC.**

**A Florida Corporation Not For Profit**

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not for profit, pursuant to F.S. 617, we, the undersigned, do hereby associate ourselves together into a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that end we do hereby adopt and set forth these Articles of Incorporation.

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation shall be **Concerned Owners of Legends at Tatum Ridge, Inc.** hereinafter in these Articles referred to as the "Corporation." The principal office of said Corporation shall be located at **7756 Castle Island Drive, Sarasota, Florida 34240**. The Directors of the Corporation may change the location of the principal office of said Corporation from time to time. The registered office of the Corporation shall be **1680 Fruitville Road, Suite 102, Sarasota, Florida 34236**, and the registered agent shall be Levin, Tannenbaum, Wolff, Band, Gates and Pugh, P.L., whose business address is 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236.

**ARTICLE II  
PURPOSES**

The general nature, objects, and purposes of the Corporation are:

- A. To promote the health, safety, and social welfare of the non-developer unit owners of all units located within Legends at Tatum Ridge, Sarasota, Florida.
- B. To operate without profit and for the sole and exclusive benefit of its members.

Jerome S. Levin, Esq.  
Levin, Tannenbaum, Wolff, Band, Gates and Pugh, P.L.  
1680 Fruitville Road - Suite 102  
Sarasota, Florida 34236  
Phone: (941) 316-0111  
Florida Bar Number 213594

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**ARTICLE III  
GENERAL POWERS**

The general powers that the Corporation shall have are as follows:

- A. To collect membership fees, to establish budgets, to represent the members in any transactions with the developer at Legends at Tatum Ridge, to make, enter into, perform, and carry out contracts of every kind and nature with any person, firm, corporation, or association; and to do any other acts necessary or expedient of carrying on any of the activities of the Corporation and pursuing any of the objects and purposes set forth in these Articles of Incorporation and not forbidden by the laws of the State of Florida.
- B. To hold funds solely and exclusively for the benefit of the members of the Corporation for the purposes set forth in these Articles of Incorporation.
- C. To adopt, promulgate, and enforce rules, regulations, bylaws, covenants, restrictions, and agreements in order to effectuate the purposes for which the Corporation is organized.
- D. To delegate such of the powers of the Corporation as may be deemed to be in the Corporation's best interest by the Board of Directors.
- E. To charge recipients of services rendered by the Corporation and users of property of the Corporation where such is deemed appropriate by the Board of Directors.
- F. To enforce by any and all lawful means the provisions of these Articles of Incorporation, the Bylaws of the Corporation which may be hereafter adopted, and the terms and provisions of the Declaration.
- G. To purchase insurance upon the Corporation property for the protection of the Corporation and its members.
- H. To enter into contracts and agreements for providing services to the Corporation.
- I. In general, to have all powers which may be conferred upon a corporation not for profit by the laws of the State of Florida, except as prohibited herein.

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#### **ARTICLE IV** **MEMBERS**

The members of this Corporation shall consist of all owners of lots in the Legends at Tatum Ridge Subdivision who pay the appropriate membership fee.

The membership of any member in the Corporation shall automatically terminate upon conveyance or other divestment of title to such member's lot, except that nothing herein contained shall be construed as terminating the membership of any member who may own two or more lots so long as such member owns at least one lot.

The interest of a member in the funds and assets of the Corporation may not be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the lot which is the basis of his membership in the Corporation.

The Secretary of the Corporation shall maintain a list of the members of the Corporation. Whenever any person or entity becomes entitled to membership in the Corporation, it shall become such party's duty and obligation to so inform the Secretary in writing, giving his name, address and lot number and providing a copy of the recorded deed instrument; provided, however, that any notice given to or vote accepted from the prior owner of such lot before receipt of written notification of change of ownership shall be deemed to be properly given or received. The Secretary may, but shall not be required to search the Public Records or make other inquiry to determine the status and correctness of the list of members of the Corporation maintained by him and shall be entitled to rely upon the Corporation's records until notified in writing of any change in ownership.

#### **ARTICLE V** **VOTING**

Each member who owns a lot in the Legends at Tatum Ridge Subdivision who is paid in full on their membership dues specifically as a member of Concerned Owners of Legends at Tatum Ridge, Inc. shall be entitled to one vote in all corporation matters submitted to the membership, and the owner of the lot shall be entitled to cast the vote in their discretion. A member who owns more than one lot shall be limited to one vote no matter how many lots are titled in member's name.

#### **ARTICLE VI** **BOARD OF DIRECTORS**

A. The affairs of the Corporation shall be managed by a Board of Directors consisting initially of three Directors. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the Bylaws of the Corporation,

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but in no event shall there be less than three or more than nine Directors.

B. Any elected Director may be removed from office with or without cause by majority vote of the members at any special or regular meeting after proper notice of the vote has been served on the members, but not otherwise.

C. The names and addresses of the persons constituting the first Board of Directors are as follows:

Gerald Cool  
7756 Castleisland Drive  
Sarasota, FL 34240

Iris Snyder  
7755 Castleisland Drive  
Sarasota, FL 34240

Stan Pinkus  
7755 Castleisland Drive  
Sarasota, FL 34240

#### **ARTICLE VII** **OFFICERS**

A. The officers of the Corporation, to be elected by the Board of Directors, shall be President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two or more offices, provided, however, that the office of President and Secretary shall not be held by the same person. The affairs of the Corporation shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of one year in accordance with the procedure set forth in the Bylaws.

B. The names of the officers who are to manage the affairs of the Corporation until the first annual meeting of the Board of Directors are as follows:

President	-	Gerald Cool
Vice President	-	Connie Cullen
Secretary	-	Stan Pinkus
Treasurer	-	Iris Snyder

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**ARTICLE VIII**  
**CORPORATE EXISTENCE**

The Corporation shall have perpetual existence.

**ARTICLE IX**  
**BYLAWS**

The first Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles. Thereafter, the Bylaws may be altered, amended or rescinded by a majority vote of the Directors in the manner provided by such Bylaws.

**ARTICLE X**  
**AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles may be altered, amended, or repealed by the affirmative vote of the holders of more than one-half of the total votes of the Corporation membership. Notice of the subject matter or proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

**ARTICLE XI**  
**REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Corporation shall be at 1680 Fruitville Road, Suite 102, Sarasota, Florida 34240 and the registered agent shall be Levin, Tannenbaum, Wolff, Band, Gates and Pugh, P.L., whose business address is 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236. The Corporation may, however, maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

**ARTICLE XII**  
**BUDGET AND EXPENDITURES**

The Corporation shall obtain funds with which to operate by membership dues, and other revenue received in compliance with these Articles and Bylaws. Accordingly, the Board of Directors shall annually adopt a budget for the operation of the Corporation for the ensuing fiscal year and for the purpose of designating dues against all members, which budget shall be conclusive and binding upon all persons; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budget.

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**ARTICLE XIII**  
**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

All officers and Directors shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred in connection with any proceeding (including appellate proceedings) or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The Corporation may purchase and maintain insurance on behalf of all officers and Directors for any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such. This expense shall be deemed a common expense and included in the annual budget.


**ARTICLE XIV**  
**DISSOLUTION OF THE CORPORATION**

A. Upon dissolution of the Corporation, any assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed to the members in equal proportions

**ARTICLE XV**  
**BINDING EFFECT**

The provisions hereof shall bind and insure to the benefit of the members.

IN WITNESS WHEREOF, the undersigned incorporator, having hereunto set his hand and seal this \_\_\_\_\_ day of \_\_\_\_\_, 2001, for the purposes of forming this non-profit corporation under the laws of the State of Florida, and the undersigned hereby makes and files in the office of the Secretary of State of the State of Florida these Articles of Incorporation and certifies that the facts herein stated are true.

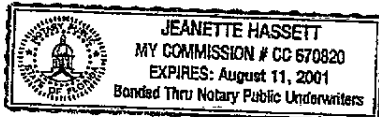
  
\_\_\_\_\_  
Alan Tannenbaum  
Incorporator

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of 14

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Marcel, 2001 by Alan Tannenbaum who is personally known to me ~~or who has~~  
~~produced~~ \_\_\_\_\_ as identification and who did  
not take an oath.



Jeanette Hassett  
Notary Public State of Florida  
Print: \_\_\_\_\_ JEANETTE HASSETT

My Commission Expires:

STATE OF FLORIDA

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile  
for the Service of Process Within This State,  
Naming Agent Upon Whom Process May Be Served

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

**Concerned Owners of Legends at Tatum Ridge, Inc.**

a non-profit corporation organized (or organizing) under the laws of the State of Florida with its principal office at **7756 Castleisland Drive, Sarasota, Florida 34240**, has named Levin, Tannenbaum, Wolff, Band, Gates and Pugh, P.L., 1680 Fruitville Road, Suite 102, Sarasota, Florida 34236, as its agent to accept service of process within this State.

On behalf of Levin, Tannenbaum, Wolff, Band, Gates and Pugh, P.L. the undersigned agrees as Resident Agent to accept Service of Process; to keep the office open during prescribed hours; to post the name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.



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LEVIN, TANNENBAUM, WOLFF, BAND,  
GATES & PUGH, P.L.

By: 

Alan E. Tannenbaum, Esq.

"REGISTERED AGENT"

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TALLAHASSEE, FLORIDA

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