

No 1000002597



ACCOUNT NO. : 072100000032

REFERENCE : 092780 11405A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 27, 2001

ORDER TIME : 1:03 PM

ORDER NO. : 092780-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Debra Cline
Peterson & Myers, P.a.

141 5th Street Northwest
Suite 300
Winter Haven, FL 33881

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-03/27/01--01086--008
*****78.75 *****78.75

DOMESTIC FILING

NAME: RIDGE RUN HOMEOWNERS'
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

2295
8067-1001

EXAMINER'S INITIALS:
TO AGENCY OF FILING
NOT INTENDED
TO ACKNOWLEDGE

2001 MAR 27 PM 1:44

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE

FILED
2001 MAR 27 PM 1:36
SECRETARY OF STATE
TALLAHASSEE FLORIDA

10/21/01



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

March 27, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RESUBMIT
Please give original
submission date as file date.

SUBJECT: RIDGE RUN HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W01000006908

We have received your document for RIDGE RUN 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
New Filings Section

Letter Number: 101A00018405

RECEIVED
01 APR 12 AM 11:32
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
RIDGE RUN
HOMEOWNERS' ASSOCIATION, INC.
A CORPORATION NOT-FOR-PROFIT

FILED

2001 MAR 27 PM 1:36

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, hereby subscribes to these Articles for the purpose of forming a corporation with the powers herein specified.

ARTICLE I. NAME

The name of this corporation shall be RIDGE RUN HOMEOWNERS' ASSOCIATION, INC. (hereinafter referred to as the "Association").

ARTICLE II. REGISTERED AGENT AND OFFICE

MARSHA BOWEN, whose address is 1050 Snively Avenue, Winter Haven, FL 33880, is hereby appointed the initial registered agent of this Association.

ARTICLE III. INITIAL PRINCIPAL OFFICE

The initial principal office of the Association shall be located at 1050 Snively Avenue, Winter Haven, FL 33880. The Association may change its principal office from time to time without amendment of these Articles of Incorporation.

ARTICLE IV. PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall have all powers permitted under Chapter 617, Florida Statutes, as it may be amended from time to time, including but not limited to the following enumerated powers:

- a. The power to own and convey property.
- b. The power to operate and maintain the Surface Water Management System Facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands, and any associated buffer areas and wetlands mitigation areas.
- c. Establish rules and regulations.

- d. Assess members and enforce assessments.
- e. Sue and be sued.
- f. Contract for services to provide for operation and maintenance of the Surface Water Management System Facilities, if the Association contemplates employing a maintenance company.
- g. Take any other action necessary for the purposes for which the Association is organized.

ARTICLE V. QUALIFICATION OF MEMBERS

The qualification of Members, manner of their admission to and termination of membership shall be as follows:

A. Every person or entity who is a fee simple record owner of a fee interest in any Lot which is subject to the Declaration, including contract sellers, shall be 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 separate from ownership of any Lot which is subject to the Declaration.

B. The membership of any person or entity shall be automatically terminated upon being divested of title or interest in such Lot; provided that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or a fee ownership interest in two or more Lots at any time while such person or entity shall retain fee title to or a fee ownership interest in any Lot.

C. Transfer of membership shall be recognized by the Association upon its being provided with a copy of the recorded deed conveying such fee simple title to a Lot to the new Member.

D. Except as an appurtenance to his Lot, no Member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association, subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, and the Bylaws hereof.

ARTICLE VI. VOTING RIGHTS

There shall be two classes of voting memberships:

CLASS A. The Class A Members shall be owners of a Lot as such is defined in the Declaration, with the exception of Declarant. A Class A Member shall be entitled to one (1) vote for each Lot owned.

CLASS B. The Class B Members shall be the Declarant, and the Declarant shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following, whichever first occurs:

- a. When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- b. December 31, 2005.

Until the recordation of the Declaration in the public records of Polk County, Florida, the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast one vote on all matters upon which the membership would be entitled to vote.

When more than one person holds an interest in a Lot, all such persons shall be Members. The vote for such Lot shall be exercised by one person as they determine, and such person shall be designated as the holder of the vote. If a corporation, partnership, joint venture or other entity is a fee simple title holder to a Lot, such entity shall designate one person as the holder of the vote. In no event shall more than one vote be cast with respect to any Lot.

ARTICLE II. BOARD OF DIRECTORS

A. The business affairs of this Association shall be managed by the Board of Directors who need not be Members of the Association. The number of members of the first Board of Directors shall be three (3) and the initial Board of Directors shall be appointed by the Declarant. Thereafter, the number of members of the Board of Directors shall be as set forth in the Bylaws.

B. The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are

appointed or chosen, are as follows:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Marsha Bowen	1050 Snively Avenue, Winter Haven, FL 33880
George B. Jacoby	1050 Snively Avenue, Winter Haven, FL 33880
Gilbert F. Bowen	1050 Snively Avenue, Winter Haven, FL 33880

C. At the first annual meeting after termination of the Class B membership, there shall be three (3) Directors, each for a term of one (1) year, and at each annual meeting thereafter, the members shall elect or re-elect all Directors.

ARTICLE VIII. OFFICERS

A. The officers of the Association shall be a President, one or more Vice Presidents, Secretary and Treasurer, and, if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directions of the Board of Directors.

B. Officers of the Association may not be compensated.

C. The person who shall serve as an officer of the Association until successors are chosen is:

<u>OFFICE</u>	<u>NAME</u>
President	Marsha Bowen
Vice President	Marsha Bowen
Secretary-Treasurer	Marsha Bowen

D. The officers shall be elected by the Board of Directors at their annual meeting as provided in the Bylaws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.

E. The President shall be elected from the membership of the Board, but no other officer need be a Director. All offices may be held by the same person.

ARTICLE IX. BYLAWS

A. The Board of Directors shall adopt by a majority vote the

original Bylaws of the Association.

B. The Bylaws shall be amended by the procedure more fully set forth in the Bylaws and shall be approved by at least a majority of each class of membership.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the votes of each class of Members.

ARTICLE XI. INDEMNITY

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding 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 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 any claim for reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or other officer may be entitled.

ARTICLE XII. NON-PROFIT STATUS


No part of the income of this corporation shall be distributed to the Members except upon the dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XII. DURATION

The corporation shall exist perpetually, provided, however, if the corporation is dissolved the control or right of access to the property containing the Surface Water Management System Facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that, if not accepted, then the Surface Water Management System Facilities shall be conveyed to a non-profit corporation similar to the Association.

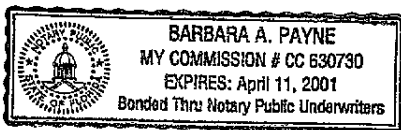
ARTICLE XIV. SUBSCRIBER

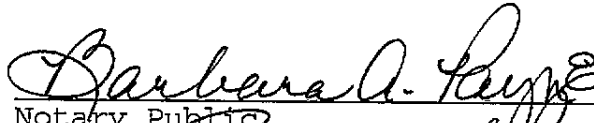
The name and address of the subscriber to these Articles is Marsha Bowen at 1050 Snively Avenue, Winter Haven, FL 33880.


MARSHA BOWEN

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 20th day of May, 2000, by MARSHA BOWEN, who is personally known to me or who has produced N/A as identification.




Notary Public
Print Name: BARBARA A. PAYNE
My Commission Expires:
Commission #:

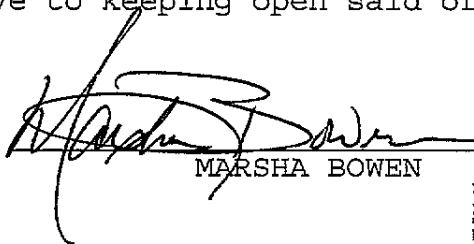
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, RIDGE RUN HOMEOWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Winter Haven, County of Polk, State of Florida, has named as its Registered Agent, MARSHA BOWEN, whose address is 1050 Snively Avenue, Winter Haven, FL 33880, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


MARSHA BOWEN

FILED
2001 MAR 27 PM 1:36
SEAL OF THE STATE
TALLAHASSEE FLORIDA