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Florida Department of State
Division of Corporations
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FLORIDA NON-PROFIT CORPORATION

McLeod Gardens Homeowners Association, Inc.

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 20, 2001

FLOYD & SAMMONS PA

SUBJECT: MCLEOD GARDENS HOMEOWNERS ASSOCIATION, INC.
REF: W01000013937

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*Funds have been sent and should have been received.
Please re file. Thank you.*

Cindy Linkson

ARTICLES OF INCORPORATION

MCLEOD GARDENS HOMEOWNERS ASSOCIATION, INC.

The undersigned, being the OWNERS of the property that will constitute all of the LOTS in MCLEOD GARDENS, PHASE III a Subdivision of Real Property, located in Section 13 Township 29 South, Range 25 East, and Section 18, Township 29 South, Range 26 East, Polk County, Florida, (hereafter called SUBDIVISION), desire to form a continuing association of the homeowners in the SUBDIVISION and possibly additional other property, and for that purpose adopt the following Articles of Incorporation to establish a corporation not for profit under the laws of the State of Florida, and do hereby certify that:

ARTICLE I. NAME

The name of the corporation shall be McLEOD GARDENS HOMEOWNERS ASSOCIATION, INC. (hereafter called the ASSOCIATION).

ARTICLE II. PRINCIPAL OFFICE

The principal office of the ASSOCIATION is located at:

616 2nd Street, SW
Winter Haven, Florida 33880

ARTICLE III. REGISTERED AGENT

James O. VAUGHN, whose address is 616 2nd Street SW, Winter Haven Florida 33880 is hereby appointed the initial registered agent of the ASSOCIATION.

ARTICLE IV. PURPOSE AND POWERS OF THE ASSOCIATION

The ASSOCIATION does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots, common areas, and common elements within the SUBDIVISION, and to promote the health, safety and welfare of the residents within the SUBDIVISION and any additions thereto as may hereafter be brought within its Jurisdiction. For the purpose, the ASSOCIATION shall be authorized and empowered to:

- A. Exercise all of the powers and privileges and perform all of the duties and obligations set forth in that certain Declaration of Covenants, Conditions, and Restriction, (hereinafter called the DECLARATION), applicable to the MCLEOD GARDENS PHASE THREE SUBDIVISION and recorded in Official Record Book ____ on Page ____ of the Public Records of Polk County, Florida, as the same may be amended from time to time as

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therein provided. The terms and definitions found in the DECLARATION are hereby incorporated by reference hereto. All OWNERS shall automatically be members of this ASSOCIATION.

- B. Fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the DECLARATION, and 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. Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, or lease, real and personal property.
- D. Operate and maintain all common areas and property, specifically the SURFACE WATER MANAGEMENT SYSTEM FACILITIES as permitted by the Southwest Florida Water Management District including inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, flood plain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.
- E. Contract for service to provide for the operation and maintenance of the SURFACE WATER MANAGEMENT SYSTEM FACILITIES, and for all common areas and real or personal property owned by or held by the ASSOCIATION.
- F. Borrow money, and with the assent of two-thirds (2/3) of the Members entitled to vote, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- G. Dedicate, sell or transfer all or any part of any common elements or areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members, No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Members entitled to vote, agreeing to such dedication, sale or transfer.
- H. Participate in mergers and consolidations with other corporations not for profit organized for the same purposes as the ASSOCIATION, or annex additional residential property and common elements or areas, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the members entitled to vote.
- I. Establish rules and regulations pursuant to the declaration of covenants, conditions and restrictions for the subdivision.
- J. Sue and be sued.
- K. Have and exercise any and all powers, rights and privileges which a corporation organized under chapter 617 of the Florida Statutes, entitled Corporation Not For Profit,

as that law presently exists or may hereafter be amended is entitled to exercise, and to take any other action necessary for the purposes for which the Association is organized.

ARTICLE V. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the ASSOCIATION, 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 separated from ownership of any Lot which is subject to assessment by the ASSOCIATION.

ARTICLE VI. VOTING RIGHTS

The ASSOCIATION shall have one class of voting membership which shall consist of all members:

A. Each member shall be entitled to one (1) vote for each lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VII. BOARD OF DIRECTORS

The affairs of the ASSOCIATION shall be managed by a Board of Directors. The Board of Directors shall initially consist of three (3) persons, who need not be Members of the ASSOCIATION. The number of Directors may be changed by amendment of the By-Laws of the ASSOCIATION. The names and addresses of the persons who are to act in the capacity of Director until the selection of their successors are:

James O. Vaughn
616 2nd Street, SW
Winter Haven, Florida 33880

Martha H. Vaughn
616 2nd Street, SW
Winter Haven, Florida 33880

Laura Griffith
616 2nd Street, SW
Winter Haven, Florida 33880

At the first annual meeting, and at each annual meeting thereafter, the Members entitled to vote shall elect three Directors to serve for a term of one year.

ARTICLE VIII. DISSOLUTION

The ASSOCIATION may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members entitled to vote. Upon dissolution of the ASSOCIATION other than incident to a merger or consolidation, the assets of the ASSOCIATION including the property consisting of the surface water management system of the subdivision shall be dedicated to an appropriate public agency or agency of local government to be used for purposes similar to those for which this ASSOCIATION was created, and shall not be transferred or paid out to the Members. In the event that such dedication is refused, then such assets shall be granted, conveyed and assigned to a similar nonprofit corporation, association, trust or other organization to be devoted to similar purposes.

ARTICLE IX. DURATION

This corporation not for profit shall exist in perpetuity. If the ASSOCIATION 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 X. AMENDMENTS

Amendments to these Articles shall require the assent of seventy-five percent (75%) of the entire membership, unless a different majority rule is specified herein for a particular subject matter.

ARTICLE XI. BY-LAWS

The ASSOCIATION shall adopt By—Laws which provide the rules under which it shall operate and manage its affairs. These bylaws shall be initially adopted and made by the Subscribers. At the first annual meeting of the ASSOCIATION, the Members entitled to vote may ratify or amend the By-Laws. The By-Laws may subsequently be amended or rescinded by vote of at least seventy-five percent of the Members entitled to vote.

ARTICLE XII. SUBSCRIBER

The name and address of the Subscriber to these Articles is:

James O. Vaughn
616 2nd Street, SW
Winter Haven, Florida 33880

IN WITNESS WHEREOF, the Subscriber hereby certifies the above statements to be true and accurate to the best of his knowledge and affixes his hand and seal on this 18th day of 2001.


James O. Vaughn

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 18 day of June, 2001,
by James O. Vaughn, who is personally known to me or who has produced a driver's license or
(describe other I.D.) and who did take an
oath.



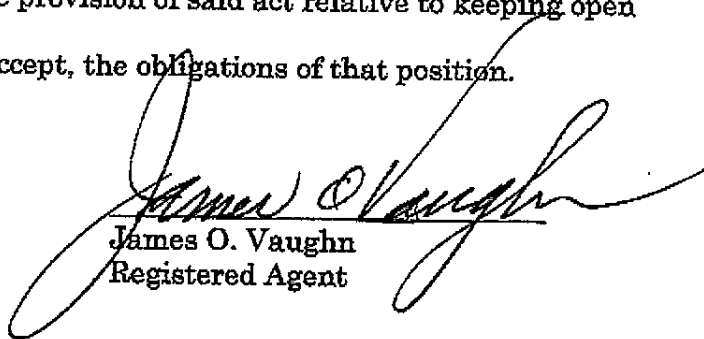
Cynthia L. Erickson
My Commission CC912073
Expires March 31, 2004

My Commission Expires:

Cynthia L. Erickson
Notary Public, state of
Florida, at large
print name:

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 provision of said act relative to keeping open said office. I am familiar with, and accept, the obligations of that position.


James O. Vaughn
Registered Agent

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