



ND1000005470

ACCOUNT NO. : 072100000032

REFERENCE : 351198 82866A

AUTHORIZATION :

COST LIMIT : \$ 70.00

FILED
01 AUG - 1 AM 10:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 1, 2001

ORDER TIME : 2:58 PM

ORDER NO. : 351198-005

CUSTOMER NO: 82866A

CUSTOMER: John J. Lancaster, Esq
Clark & Campbell, P.a.

500004511815--8

4740 Cleveland Heights Blvd

Lakeland, FL 33813

DOMESTIC FILING

NAME: SHADY OAK VILLAS HOMEOWNER'S
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

PS 8/3/01 ✓

6246
1001-17808

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 AUG - 1 PM 3:39

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 2, 2001

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: W01000017808

We have received your document for SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 801A00044583

RECEIVED
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
2001 AUG - 3 AM 9:31
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED

ARTICLES OF INCORPORATION

01 AUG -1 AM 10:27

OF

SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A corporation not-for-profit

Trifon Houvardas, acting as incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, hereby adopt the following articles of incorporation.

ARTICLE I. NAME

The name of the corporation is SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and to maintain and operate common real property, to include, without limitation, the surface water management system as permitted by the Southwest Florida Water Management District, Permit No. MSW 4811578.00 including all ponds, retention areas, culverts and related appurtenances, of SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC., and to collect assessments for maintenance, management and other matters, in accordance with the terms of these articles of incorporation, the bylaws of this corporation, and the Deed Covenants and Restrictions recorded in the public records of Polk County, Florida, pertaining to SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC.

The corporation is authorized:

- (a) To own, rent, lease, operate and maintain sufficient real and personal property to include easements therein, to carry out the purposes hereinabove expressed.
- (b) To receive donations, gifts, or bequests of money or other property, and to accept the same, subject to such conditions or trusts as may be attached thereto, and to perform and execute any and all such conditions or trusts.
- (c) To contract debts and to borrow money, to issue, sell and pledge bonds, debentures, notes and other evidence of indebtedness.
- (d) To establish rules and regulations.
- (e) To sue and be sued.
- (f) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these articles of incorporation.
- (g) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.

The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of the State of Florida.

ARTICLE III. MEMBERS

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

(a) The owners of all lots in SHADY OAK VILLAS HOMEOWNERS' ASSOCIATION, INC., shall be members of the corporation, and no other persons or entities to membership.

(b) Membership shall be established upon execution and delivery of the Installment Land Contract or the acquisition of fee title to a lot, and the membership of any party shall be automatically terminated upon his being divested of title to all lots in aforesaid subdivision.

(c) The interest of a member in the funds and assets of the corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his lot. The funds and assets of the corporation shall belong solely to the corporation 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 By-Laws which may be hereafter adopted, and in the Deed Covenants and Restrictions which have been recorded in the public records of Polk County, Florida, covering SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC.

(d) On all matters on which the membership shall be entitled to vote, there shall be one vote for each lot. Should any member own more than one lot, such member shall be entitled to exercise or cast as many votes as he owns lots.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually, however, if the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government, and if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

ARTICLE V. ADDRESS

The street address and mailing address of the corporation in the State of Florida is 1582 Gulf Boulevard, Unit #1304, Clearwater, Florida 33767. The Board of Directors may from time to time move the principal office to any other address in Florida and may establish branch officers in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS AND DIRECTORS

(a) The business affairs of this corporation shall be managed by the board of directors. This corporation shall have three (3) directors initially. The number of directors may be increased or decreased from time to time by the by-laws, but shall never be less than three.

(b) The name and address of the persons who are to serve as directors until the first annual meeting of the membership of the corporation, are:

Trifon Houvardas	1582 Gulf Blvd., Unit #1304 Clearwater, Florida 33767
Paul Houvardas	1582 Gulf Blvd., Unit #1304 Clearwater, Florida 33767
Anthony Houvardas	2516 Travelers Palm Circle Edgewater, Florida 32141

(c) The officers shall be: a President, Vice President, Secretary, and Treasurer and such other officers as the Board of Directors determines necessary. They shall be elected by the Board of Directors.

(d) The officers and members of the Board of Directors shall perform such duties, hold office for such term, and take office at such time as shall be provided by the Bylaws of the Association.

(e) The method of election of directors shall be stated in the bylaws.

ARTICLE VII. INCORPORATORS

The name and address of the incorporator of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Trifon Houvardas	1582 Gulf Blvd., Unit #1304 Clearwater, Florida 33767

ARTICLE VIII. ASSESSMENTS

The private property of the members shall not be subject to the payment of corporate debts of the corporation, provided, however, that this provision shall not in any manner limit the obligation of each member to the corporation as set forth and contained these Articles of Incorporation, the By-Laws which may be hereafter adopted, and the Deed Covenants, Restrictions and Easements affecting said lands in SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC., nor shall it limit the right of the corporation to levy and assess members for their proportionate share of the expenses of the corporation. The corporation shall be entitled to enforce collection of such assessments in such manner as may be reserved to the corporation in these Articles, said By-Laws and the protective Covenants, Restrictions and Easements.

ARTICLE IX. LIABILITY

Every director and officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel 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 malfeasance or misfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of, all other rights to which such director or officer may be entitled.

ARTICLE X. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

The corporation reserves the right to amend, alter, change or appeal any provision contained these articles of incorporation in the manner now or hereafter prescribed by law. Each amendment submitted to the members for approval must be approved by majority of the members entitled to vote thereon.

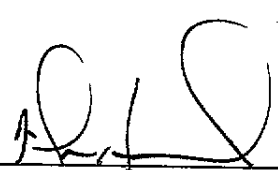
ARTICLE XI. NON-PROFIT CHARACTER

No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of this corporation, and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501 (c) of the Internal Revenue Code, to the Federal Government or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or trustee of this organization.

ARTICLE XII. REGISTERED OFFICE AND AGENT

The corporation hereby designates as its registered office 1582 Gulf Boulevard, Unit #1304, Clearwater, Florida 33767, and its registered agent, Trifon Houvardas, at the same address, for service of process.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, have, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, executed these articles of incorporation on this 30th day of July, 2001.




Trifon Houvardas

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day before me, personally appeared TRIFON HOUVARDAS, incorporator of SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC., who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.

SWORN to and subscribed before me this 30th day of July, 2001.



Notary Public

My commission number is: _____

My commission expires: _____

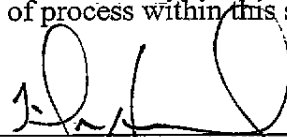


John J. Lancaster
MY COMMISSION # CC988693 EXPIRES
December 17, 2004
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

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

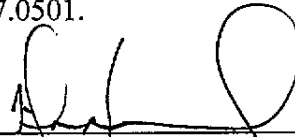
That SHADY OAK VILLAS HOMEOWNER'S ASSOCIATION, INC., desiring to
organize under the laws of the State of Florida with its principal office as indicated in the
Articles of Incorporation, at the City of Clearwater, County of Pinellas, State of Florida, and
has named Trifon Houvardas at 1582 Gulf Boulevard, Unit #1304, Clearwater, Pinellas
County, Florida 33767, as its agent to accept service of process within this state.



Trifon Houvardas, Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at
the place designated in this certificate, I hereby agree 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 Florida Statutes, §617.0501.



Trifon Houvardas, Registered Agent