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SENT CERTIFIED – RETURN RECEIPT REQUESTED
7000 0600 0024 3962 8179

May 10, 2002

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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

RE: COUNTY LINE COMMERCIAL PROPERTY OWNER'S ASSOCIATION, INC.

Dear Sir/Madam:

Enclosed for filing please find an original and one copy of the Articles of Incorporation for *County Line Commercial Property Owner's Association, Inc.* Also enclosed is our firm's check in the amount of \$78.75 for the filing fee, the designation of registered agent and a certified copy.

If you have any questions regarding this matter, please do not hesitate to contact my office.

Sincerely,

FIGURSKI & HARRILL

Sunny L. Moody

Sunny L. Moody, Paralegal

Enclosures

FILED
02 MAY 14 PM 3:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

D. WHITE MAY 16 2002

FILED

02 MAY 14 PM 3:48

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION

OF

**COUNTY LINE COMMERCIAL PROPERTY OWNER'S ASSOCIATION, INC.
A NOT-FOR-PROFIT FLORIDA CORPORATION**

In compliance with the requirements of the Florida Statutes, the subscribers, all of whom are residents of the State of Florida, and of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not-for-profit. The undersigned hereby certifies:

ARTICLE I

The name of the corporation is COUNTY LINE COMMERCIAL PROPERTY OWNER'S ASSOCIATION, INC., (hereinafter referred to as "Association"). The principal location of the corporation is at 43309 U.S. Highway 19 North, Tarpon Springs, Pinellas County, Florida 34689.

ARTICLE II

The registered agent is Lew Friedland, whose address is 43309 U.S. Highway 19 North, Tarpon Springs, Pinellas County, Florida 34689.

ARTICLE III

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for ownership, maintenance and preservation of the "Common Area" as defined hereinafter in the Declaration of Covenants, Conditions and Restrictions (hereinafter referred to as the "Declaration"), and to provide, according to the provisions of the Declaration, within that certain tract of property or so much thereof as has been made subject to the Declaration

(hereinafter referred to as "Property") as shown and described in Exhibit "A", attached hereto and by reference incorporated herein, for the promotion of the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association, and in furtherance of these purposes, to:

A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, as same may be amended from time to time as therein provided.

B. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all 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, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association; provided, however, no such dedication or transfer shall be effective unless a resolution signed by the Board of Directors certifying that not less than fifty-one percent (51%) of each class agreed to such dedication or transfer has been recorded in the Public Records of Hernando County, Florida, with formalities necessary for the recordation of a deed.

D. Borrow money, and with the assent of not less than fifty-one percent (51%) of each class, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

E. Dedicate, sell, or transfer all or any part of the Common Area to a public agency, authority, or utility for such purposes and subject to such conditions as may be

provided in the Declaration, including but not limited to the Restrictions that have been recorded in the Public Records of Hernando County, Florida, with formalities necessary for the recordation of a deed.

F. Have and exercise any and all powers, rights and responsibilities for the perpetual maintenance of the surface water management system facilities, including establishing appropriate rules and regulations, assessing members for maintenance and enforcing such assessments, contracting for services, and requiring all lot owners to be members of the association.

G. Have and exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Corporations Not-for-Profit, Laws of the State of Florida, by law may or hereafter have or exercise, including but not limited to the right to sue and be sued.

H. To take any other lawful action as is necessary for the purpose for which the Association is formed.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration and no part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE IV

The Developer, to the extent provided in the Declaration, and every person or entity that is a record Owner of a fee or undivided fee interest in any unit and/or residential lot which is subject by the Declaration to assessment by the Association shall be a member of the Association. The foregoing is not intended to include persons or entities that hold an

interest merely as security for performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any unit which is subject to assessment by the Association.

ARTICLE V

The period of duration of this Association shall be perpetual.

ARTICLE VI

The name and address of each subscriber is:

Lew Friedland
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

Daniel Aldridge
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

David Ford
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

ARTICLE VII

The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of not less than three (3) persons who need not be members of the Association. The first Board of Directors shall have three (3) members, and in the future that number will be appointed from time to time in accordance with the provisions of the By-Laws.

The names and addresses of the persons who are to act initially in the capacity of directors until the selection of their successors are:

Lew Friedland
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

Director/President

Daniel Aldridge
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

Director/Vice President

David Ford
43309 U.S. Hwy 19, N.
Tarpon Springs, Fl. 34689

Director/Secretary-Treasurer

ARTICLE VIII

The officers of this Association shall be a President, a Vice President, both of whom shall at all times be members of the Board of Directors, a Secretary and a Treasurer and such other officers as the Board may from time to time by resolution create. The election of officers shall take place at the first meeting of the Board of Directors.

ARTICLE IX

The By-Laws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at any regular or special meeting duly called for such purpose, on the affirmative vote of not less than fifty-one percent (51%) of each class existing at the time of any such meeting and present at the meeting in person or by proxy except that the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

ARTICLE X

The Association shall have two classes ("A" and "B") of voting membership which shall exist and possess such rights and be subject to such limitations as set forth in the Declaration.

ARTICLE XI

In the event of dissolution of the Association, other than incident to a merger or

consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for the purpose similar to those for which this Association was created. In the event such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes, or distributed to the members as appurtenances (if real property or any interest therein) to the members' lots, subject to any and all applicable laws. This Article is subject to provisions of Florida Statutes 617.0105.

ARTICLE XII

Proposals for the alteration, amendment or rescission of these Articles of Incorporation may be made by not less than two-thirds (2/3) of the total number of votes of each class voting in person or by proxy at a special or regular meeting of the members.

ARTICLE XIII

Anything herein to the contrary notwithstanding during the time that Developer, as defined in the By-Laws, is actively developing or selling the Subdivision or the remaining lands described in Exhibit "A", or any property hereafter annexed, Developer reserves the right to amend the Declaration, the Articles of Incorporation and the By-Laws of the Association in any manner whatsoever; provided, however, that Developer may not alter the character of the development as residential, nor may Developer delete any Common Area designated, submitted or committed to common usage. Developer's rights hereunder may be assigned to any successor to all or any part of Developer's interest in the Subdivision or the land described in Exhibit "A".

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned, the incorporators of this Association, have

executed these Articles of Incorporation this 16 day of APRIL 2002.

By: [Signature]

By: [Signature]

By: [Signature]

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, the following person(s), to-wit: Lew Friedland, Daniel Aldridge, and David Ford, to me well known and known to me to be the person(s) described in and who executed the foregoing instrument and they acknowledged before me that they executed the said instrument as their free and voluntary act and deed for the use and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 16 day of APRIL, 2002.

My Commissioner  Marilyn J. Williams
Commission # CG 894820
Expires Jan. 25, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

[Signature]
Notary Public

COUNTY LINE COMMERCIAL PROPERTY OWNER'S ASSOCIATION, INC.
A NOT-FOR-PROFIT FLORIDA CORPORATION

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 I FURTHER AGREE TO COMPLY
WITH THE PROVISION OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

Dated: 16 APRIL, 2002.

[Signature]
Registered Agent

FILED
02 MAY 14 PM 3:48
SECRETARY OF STATE
TALLAHASSEE FLORIDA