

No 2000004916

TRANSMITTAL LETTER

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

5.00005764695--7
-06/13/02--01021--003
*****78.75 *****78.75

SUBJECT: WHITNEY FARMS HOMEOWNER'S ASSOCIATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Robert A. Preston
Name (Printed or typed)

1984 LEVING LN
Address

CLEARWATER, FL 33760
City, State & Zip

727-463-2181
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 27 PM 2:34

NOTE: Please provide the original and one copy of the articles.

2551-611
W02-17386

6-27-02
WC



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 14, 2002

ROBERT A. PRESTON
1984 LEVINE LANE
CLEARWATER, FL 33760

SUBJECT: WHITNEY FARMS HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: W02000017386

We have received your document for WHITNEY FARMS HOMEOWNER'S ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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: 302A00039028

**ARTICLES OF INCORPORATION
OF
WHITNEY FARMS HOMEOWNER'S ASSOCIATION, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUN 27 PM 2:34

The undersigned incorporators, residents of the state of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida in compliance with Chapter 617, Florida Statutes.

Article I

NAME

The name of this corporation is WHITNEY FARMS HOMEOWNER'S ASSOCIATION, INC., a Florida corporation not for profit (hereinafter called the "Association" in these Articles).

Article II

OFFICE AND REGISTERED AGENT

The Association's registered agent is Frank Hill who lives at 1983 Levine Lane, Clearwater, Florida 33760. The principal office of the Association is located at 1983 Levine Lane, Clearwater, Florida 33760. The Board of Directors as provided by law may change the Association's registered agent from time to time.

Article III

PURPOSE

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of all common areas and residential lots within that certain tract of property (hereinafter called the "Property") in Pinellas County, Florida, and more particularly described as:

Whitney Farms, according to map or plat thereof;

and to promote the health, safety and welfare of the residents within the Property and any additions thereto.

Article IV

POWERS

Without limitation this Association is empowered to:

- (a) Restrictions. Exercise all rights, powers, privileges and perform all duties, of this Association set forth in that certain Restrictions of easements, covenants, conditions and restrictions (hereinafter called the Restrictions) applicable to the Property and recorded or to be recorded in the Public Records of Pinellas County Florida, a copy of which is attached hereto, and as the same may be amended from time to time as therein provided, said Restrictions being incorporated herein as if set forth in full;
- (b) Property. In any lawful manner, acquire, own, hold, improve, manage, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs.
- (c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Restrictions; and to use and expand the proceeds of assessment in the exercise of its powers and duties hereunder.
- (d) Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property.
- (e) Borrowing. Borrow money and with the approval of two-thirds of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.
- (f) Dedications. With the approval of three-fourths of the members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions, as seventy-five (75%) of the members determine.
- (g) Mergers. With the approval of two-thirds (2/3) of the members, participate in mergers and consolidations with other non-profit corporations organized for similar purposes.
- (h) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Area (as those terms are defined in the Restrictions) consistent with the rights and duties established in the Restrictions and these Articles.
- (i) General. Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and any privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Restrictions of these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted.
- (j) Enforcement. To enforce by legal means the obligations of the members of this Association and the provisions of the Restrictions.
- (k) Other. Engage in all lawful acts permitted or authorized by Chapter 617, Florida Statutes for a not-for-profit corporation.

Article V
MEMBERSHIP

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Restrictions is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Restrictions, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by record conveyance or other transfer of title of a Lot.

Article VI
VOTING RIGHTS

Members shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership under Article V hereof; provided, however, there shall be only one (1) vote per Lot. In any situation where a person is entitled personally to exercise the vote for his Lot and more than one (1) person holds the interest in such Lot required for membership, the vote for such Lot shall be exercised as those persons determine among themselves and advise the Secretary of this Association in writing prior to any meeting. In the absence of such advice, the Lot's vote shall be suspended if more than one (1) person seeks to exercise it.

Article VII
BOARD OF DIRECTORS

Section 1. A Board of Directors initially composed of five (5) Directors manages this Association's affairs. The number of Directors from time to time may be changed by amendment to this Association's By-Laws, but at all times it must be an odd number of three (3) or more but not to exceed seven (7). The initial Directors named below shall serve until this Association's first annual meeting. At the first annual meeting the members shall elect two (2) directors for a term of one year, one (1) director for a term of two years, two (2) directors for a term of three years. At each annual meeting thereafter the members shall elect as many directors as necessary to fill the position(s) of such directors whose terms are concluding that year, each director shall serve for a term of three years. Any Director may succeed himself or herself in office. All Directors will be elected by a show of hands. Each member may cast as many votes for each vacancy as they are entitled to exercise under the provision of the Restrictions. Cumulative voting is not permitted. Directors shall be Association members.

Section 2. The names and addresses of the persons who will serve as Directors until their successors have been duly elected and qualify, unless the sooner die, resign, or are removed, are:

Robert A. Preston
President
1984 Levine Lane
Clearwater, FL
33760

Frank Hill
Vice President
1983 Levine Lane
Clearwater, FL
33760

Kay Athan
Secretary
1943 Levine Lane
Clearwater, FL
33760

Terry Sharrock
Treasurer
1904 Levine Lane
Clearwater, FL
33760

To be voted upon at
Organizational
Meeting.

Article VIII

INCORPORATORS

The name and residence of the incorporators are:

Robert A. Preston
President
1984 Levine Lane
Clearwater, FL
33760

Frank Hill
Vice President
1983 Levine Lane
Clearwater, FL
33760

Kay Athan
Secretary
1943 Levine Lane
Clearwater, FL
33760

Terry Sharrock
Treasurer
1904 Levine Lane
Clearwater, FL
33760

Article IX

DISSOLUTION

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than two-thirds (2/3) of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any member or other private individual.

Article X

DURATION

This Association exists perpetually.

Article XI

BY-LAWS

The association members initially will adopt this Association's By-Laws. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of fifty-one percent (51%) of the association members, except as to those provisions for Amendment to the By-Laws which are provided in the Restrictions or any Supplemental Restrictions in which case those provisions shall control such Amendments.

Article XII

AMENDMENTS

Amendments to these Articles may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of fifty-one percent (51%) of the membership, except as to those provisions for Amendment to the By-Laws which are provided in the Restrictions or any Supplemental Restrictions in which case those provisions shall control such amendments.

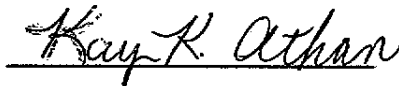
Article XIII

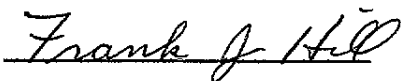
INTERPRETATION

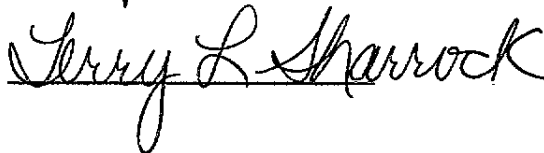
Express reference is made to the Restrictions where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Restrictions have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend its provisions to be consistent with the provisions of the Restrictions and to be interpreted, construed, and applied with those of the Restrictions to avoid inconsistencies or conflicting results.

In Witness whereof, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association have executed these Articles of Incorporation this 6 day of June, 2002.









Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Frank A Hill

Signature/Registered Agent

FRANK HILL

Rob A Preston

Signature/Incorporator

Robert A. Preston

6/23/02

Date

6/23/02

Date