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**FLORIDA NON-PROFIT CORPORATION**

**Bay Park Gardens Homeowners' Association, Inc.**

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**ARTICLES OF INCORPORATION  
OF  
BAY PARK GARDENS HOMEOWNERS' ASSOCIATION, INC.  
(A Corporation Not-for-Profit)**

THE UNDERSIGNED, for the purpose of forming a corporation not-for-profit (the "Association") under the provisions of Chapter 617 of the Florida Statutes, hereby agrees to the following:

**ARTICLE I: NAME AND ADDRESS**

The name of the Association shall be BAY PARK GARDENS HOMEOWNERS' ASSOCIATION, INC. The street and mailing addresses of the principal office of the Association shall be 200 Central Avenue, Suite 2300, St. Petersburg, Florida 33701

**ARTICLE II: PURPOSES AND POWERS**

The Association does not contemplate pecuniary gain or profit to the members thereof, and no distribution of income to its members, directors, or officers shall be made, except that nothing herein shall prevent the Association from compensating persons who may be members, directors, or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Association in furtherance of one or more of its purposes. The general purpose of the Association is to promote the common interests of the property owners in Bay Park Gardens, a planned residential development in Pinellas County, Florida, (the "Development") and the specific purpose of the Association is to provide for the maintenance and preservation of the common area amenities within the Development. The foregoing purposes shall include, but shall not be limited to:

- A. Exercising all of the powers and privileges and performing all of the duties and obligations of the Association, as set forth in the bylaws of the Association (the "Bylaws");
- B. Fixing, levying, collecting, and enforcing, by any lawful means, payment of all dues or assessments in accordance with the Bylaws;
- C. Paying all expenses in connection with the foregoing and all other expenses incident to the conduct of the business of the Association;

This instrument was prepared by:  
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D. Maintaining, repairing, and replacing the common area amenities and any improvements constructed thereon or in connection with the use thereof; and

E. Exercising any and all other powers, rights, and privileges of a not-for-profit corporation organized under the law of the State of Florida.

**ARTICLE III: MEMBERSHIP AND VOTING RIGHTS**

A. Every person, corporation, partnership, whether general or limited, or other legal entity who or that is the owner of record of a platted and numbered lot in Bay Park Gardens, a subdivision according to the plat recorded in Plat Book 33, at page 2, of the public records of Pinellas County, Florida, (individually, a "lot" and, collectively, the "lots") shall be a member of the Association. If title to a lot is held by more than one owner, each such owner shall be a member. An owner of more than one (1) lot shall be entitled to one (1) membership for each lot owned. No person, corporation, partnership, whether general or limited, or other legal entity other than an owner of a lot may be a member of the Association, and membership in the Association may not be transferred except by the transfer of title to a lot.

B. If there is more than one owner of any lot, all such owners shall be members, but there may be only one vote cast with respect to such lot. Such a vote may be exercised as such owners determine among themselves, but no split votes shall be permitted. Prior to any meeting at which a vote is to be cast, each such owner must file a specific voting certificate with the secretary of the Association naming the owner entitled to vote at such meeting, unless such owner previously has filed a general voting certificate with the said secretary applicable to all votes until rescinded. Notwithstanding the foregoing, no such certificate shall be necessary with respect to any lot held in a tenancy by the entireties and, in such event, either tenant shall be entitled to cast the vote for such lot unless and until the Association is notified otherwise in writing by the other tenant.

C. Each membership is appurtenant to the lot on which it is based and is transferred automatically by transfer of title to that lot, whether or not mention thereof is made in the instrument of transfer.

D. Only members then in good standing shall have the right to vote. To be in good standing, any and all dues or assessments fixed or levied by the board of directors of the Association (the "Board of Directors") in accordance with the Bylaws with respect to the lot owned by a member, together with such reasonable late fees as may be imposed by the Board of Directors in accordance with the Bylaws, must have been paid in full.

**ARTICLE IV: TERM OF EXISTENCE**

The Association shall have perpetual existence.

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**ARTICLE V: INCORPORATOR**

The name and address of the incorporator of the Association are as follows:

<u>Name</u>	<u>Address</u>
CFRA, LLC	CFRA, LLC One Harbour Place 777 South Harbour Island Boulevard Tampa, Florida 33602

**ARTICLE VI: MANAGEMENT**

The affairs of the Association shall be managed by its Board of Directors, which shall consist of not less than three (3) individuals, the precise number to be fixed in the Bylaws or by the Board of Directors from time to time. Directors shall be elected for one (1)-year terms by the members at the annual members' meeting, to be held as scheduled by the Board of Directors in the manner prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The Board of Directors shall elect a president, a secretary, a treasurer, and such vice presidents, assistant secretaries, assistant treasurers, and other officers as, in the opinion of the Board of Directors, may be necessary from time to time to adequately administer the affairs of the Association. Such officers shall hold office at the pleasure of the Board of Directors or until their successors are duly elected and qualified. Officers may be directors. Officers and directors must be members or officers, general partners, or agents of members of the Association. Any individual may hold two (2) or more corporate offices. The officers shall have such duties as may be specified by the Board of Directors or the Bylaws. Vacancies occurring on the Board of Directors and among the officers shall be filled in the manner prescribed by the Bylaws.

**ARTICLE VII: INITIAL OFFICERS**

The names of the initial officers who are to serve until their successors are elected under the provisions of these Articles of Incorporation and the Bylaws are as follows:

<u>Name</u>	<u>Title</u>
PAUL L. LYNCH	President
STEVEN W. BOLDT	Secretary and Treasurer

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**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The number of persons constituting the initial Board of Directors of the Association shall be four (4) and the names and addresses of the members of such initial Board of Directors, who shall hold office until their successors are elected pursuant to the provisions of these Articles of Incorporation and the Bylaws, are as follows:

<u>Name</u>	<u>Address</u>
STEVEN W. BOLDT	8300 37 <sup>th</sup> Avenue North, St. Petersburg, Florida 33710
PAUL L. LYNCH	8327 37 <sup>th</sup> Avenue North, St. Petersburg, Florida 33710
JULIE MARTIN	8235 37 <sup>th</sup> Avenue North, St. Petersburg, Florida 33710
THELMA MAXHEIMER	8319 37 <sup>th</sup> Avenue North, St. Petersburg, Florida 33710

**ARTICLE IX: BYLAWS**

The Bylaws shall be adopted by the initial Board of Directors, as constituted under Article VIII, above, at the organizational meeting of the initial Board of Directors. Thereafter, the Bylaws may be altered, amended, or rescinded by the affirmative vote of two-thirds (2/3rds) of the Board of Directors or, after notice to the members, by the majority vote of the members present and entitled to vote at any regular or special meeting of the membership.

**ARTICLE X: AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE XI: REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent for service of process on the Association required by Section 48.091 and Section 617.0501 of the Florida Statutes is as follows:

CFRA, LLC, a limited liability company organized and existing under the laws of the State of Florida with its principal place of business at (and the mailing address of which is) One Harbour Place, 777 South Harbour Island Boulevard, Tampa, Florida 33602.

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The above address is also the address of the registered office of the Association.

CFRA, LLC

By [Signature]  
JOEL B. GILES,  
its Authorized Agent

STATE OF FLORIDA )  
COUNTY OF PINELLAS )

The foregoing instrument was sworn to and acknowledged before me this 17<sup>th</sup> day of October, 2002, by JOEL B. GILES, who is personally known to me.

[Signature]  
(Sign on this line)  
(Legibly print name on this line)

NOTARY PUBLIC, State of Florida  
COMMISSION NO.: \_\_\_\_\_  
EXPIRATION DATE: \_\_\_\_\_

(SEAL)



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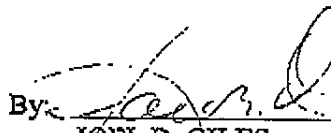
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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the Association, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the duties and obligations of the undersigned's position as registered agent.

Dated this 17th day of October, 2002.

CFRA, LLC

By:   
JOEL B. GILES,  
its Authorized Agent

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