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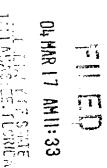
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Mailing Address: P.O. Box 49948, Sarasota, FL 34230-6948

240 South Pineapple Avenue Sarasota, FL 34236 TEL 941-366-6660 FAX 941-366-3999

WWW.ABELBAND.COM

Scott E. Gordon

Board Certified Real Estate Attorney
Writer's Direct Line: (941) 364-2736
Direct E-mail: sgordon@abelband.com
Please refer to our file number: 9640-3

March 15, 2004

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

Re: Harbor Lakes Mobile Home Owners Association, Inc.

Dear Sir or Madam:

In connection with the above referenced matter, we enclose the following items:

- 1. Original and one copy of the Articles of Incorporation.
- 2. Check in the amount of \$78.75 payable to Florida Department of State, Division of Corporations.

We would appreciate your filing the Articles of Incorporation at your earliest convenience and returning a copy of the filed document to the undersigned. Should you have any questions, please do not hesitate to contact me.

Very truly yours,

ABEL, BAND, RUSSELL, COLLIER, PITCHFORD & GORDON, CHARTERED

Scott H. Gordon

SEG:blt Enclosures

SARASOTA, FLORIDA

VENICE, FLORIDA

DENVER, COLORADO

ARTICLES OF INCORPORATION
OF

04 MAR 17 AM 11:33

HARBOR LAKES MOBILE HOME OWNERS ASSOCIATION, INC. AHASSEE, FLORIDA

The undersigned, each with the capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not-for-profit corporation under and by virtue of the laws of the State of Florida as contained in Chapter 617, Florida Statutes, and under Chapter 723, Florida Statutes, as amended (the "Acts").

ARTICLE I. NAME

The name of the corporation shall be HARBOR LAKES MOBILE HOME OWNERS ASSOCIATION, INC. The principal office and mailing address of the corporation is do Scott E. Gordon, Esquire, 240 South Pineapple Avenue, Sarasota, Florida 34236.

ARTICLE 2. DURATION

The date of commencement of corporate existence shall be on the date the Articles are filed with the Department of State, and the period of duration of the corporation shall be perpetual.

ARTICLE 3. PURPOSE AND POWERS

The general purpose for which the corporation is initially organized is to engage in, conduct and carry on the business of operation of a home owners association pursuant to F.S. Chapter 723;

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the corporation has the power to negotiate for, acquire and operate the mobile home park on behalf of the home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith; and to transact any or all lawful business for which corporations may be incorporated under the Acts. In addition, the corporation shall have all the powers specified in Section 617.0302, Florida Statutes. In the event the corporation purchases HARBOR LAKES in Charlotte County, Florida, it shall convert the same to a condominium, cooperative or other type of ownership.

ARTICLE 4. MEMBERSHIP

The members of the corporation are bona fide owners of a mobile home as defined in Chapter 723, Florida Statutes, located in HARBOR LAKES in Charlotte County, Florida, over two-thirds of which have consented in writing to the formation of the corporation.

ARTICLE 5. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 240 South Pineapple Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of the corporation at such address is SCOTT E. GORDON.

ARTICLE 6. DIRECTORS

The initial Board of Directors shall consist of no more than nine (9) members who are elected according to the Bylaws of the corporation. The names and addresses of the persons who

are to serve as directors until the first annual meeting of the members or until their successors be elected and qualify, or until their earlier resignation, removal from office or death, are as follows:

Name	Address
JAMES W. TRUEMAN	3737 El Jobean Road, 501-E-4, Port Charlotte, FL 33953
JERRY ALMAS	3737 El Jobean Road, 502-E-5, Port Charlotte, FL 33953
WEDGE RAFFERTY	3737 El Jobean Road, 521-E-13, Port Charlotte, FL 33953
DEL CARPENTER	3737 El Jobean Road, 268-F-6, Port Charlotte, FL 33953
STACEY POLING	3737 El Jobean Road, 528-E-15, Port Charlotte, FL 33953

ARTICLE 7. INCORPORATORS

The names and addresses of the incorporators of the corporation are as follows:

Name	Address
JAMES W. TRUEMAN	3737 El Jobean Road, 501-E-4, Port Charlotte, FL 33953
JERRY ALMAS	3737 El Jobean Road, 502-E-5, Port Charlotte, FL 33953

ARTICLE 8. PROVISIONS FOR THE REGULATION OF THE BUSINESS AND FOR THE CONDUCT OF THE AFFAIRS OF THE CORPORATION

8.1 <u>Meetings of Members and Directors</u>. Meetings of the members and directors of the corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws or by resolution of the Directors.

- 8.2 Amendments to Articles of Incorporation. The power to amend the Articles of Incorporation shall be in the members, but the affirmative vote of two-thirds of the members shall be necessary to exercise that power; except, however, upon the acquisition of the mobile home park and conversion to a condominium, cooperative or other type of ownership, in which event, the affirmative vote of the majority of the members of the Board of Directors shall be sufficient to amend these Articles of Incorporation so that the corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative or other type of resident-owned mobile home community, including, but not limited to, changing the qualifications for membership in the corporation.
- Bylaws. The initial Bylaws of the corporation shall be adopted by the Directors. The power to amend or repeal the Bylaws or to adopt new Bylaws shall be in the members, but the affirmative vote of the majority of the members shall be necessary to exercise that power; except, however, upon the acquisition of the mobile home park and conversion to a condominium, cooperative or other type of ownership, the affirmative vote of the majority of the members of the Board of Directors shall be sufficient to amend the Bylaws so that the corporation shall have all the powers necessary and/or convenient for the operation and management of such condominium, cooperative or other type of resident-owned community, including, but not limited to, changing the qualifications for membership in the corporation. The Bylaws may contain any provisions for the regulation and management of the corporation which are consistent with the Acts and these Articles of Incorporation.
- 8.4 <u>Contract in Which Directors Have an Interest.</u> No contract or other transaction of the corporation with any person, firm or corporation or no contract or other transaction in which the corporation is interested shall be invalidated or affected by (a) the fact that one or more of the

directors or officers is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others, may be a party to or may be interested in the contract or transaction; and each person who may become a director of the corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm, or corporation in which he may be interested.

OF A PURCHASE OF THE PARK

In the event the corporation purchases HARBOR LAKES in Charlotte County Florida, and before the issuance of any cooperative membership certificate, these Articles may be amended and restated in order to create a residential cooperative association under Chapter 7 19, Florida Statutes by a resolution of the Board of Directors.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on this _/5 day of ________, 2004.

AMES W. TRUEMAN, Incorporator

FRRY LMAS. Incorporator

STATE OF FLORIDA COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this 15 day of 2004, by JAMES W. TRUEMAN (Notary choose one) I who is personally known to me or I who has produced Florida Drivers as identification.
DENISE K. AVERSA MY COMMISSION # DD 288731 EXPIRES: February 9, 2008 Bondad Thru Noterly Public Underwrittens Notary Public
STATE OF FLORIDA

COUNTY OF CHARLOTTE

The foregoing instrument was acknowledged before me this , 2004, by JERRY ALMAS (Notary choose one) [v] who is personally known to me or [] who has produced identification.



ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for HARBOR LAKES MOBILE HOME OWNERS ASSOCIATION, INC., at the place designated in the Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Registered Agent

3-15004