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# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Little Neck Cove Homeowners'  
Association, Inc.

Signature \_\_\_\_\_  
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Requested by:

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Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- ☒ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
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## ARTICLE I

## ARTICLE II

### ARTICLE III

(A) Exercise any and all powers, rights and privileges which a corporation organized under Chapters 617 and 720, Florida Statutes, may now or hereafter have or exercise; subject always to the Declaration, as amended from time to time;

(B) Fix, levy, collect and enforce payment by any lawful means all charges, assessments or liens pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all license fees, taxes or governmental charges levied or imposed against the property of the corporation;

- (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 corporation;
- (D) Borrow money, and 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) To establish reasonable rules and regulations.
- (F) To contract for services to provide the services for operation and maintenance of the property which is subject to the Declaration referred to hereinabove.

#### **ARTICLE IV**

**MEMBERSHIP.** Every person or entity who is a record Owner of a fee simple or a fractional undivided fee simple interest in any Villa which is subject, by covenants or record to the jurisdiction and powers of the Association, shall be a member of the Association. The foregoing is not intended to include persons and entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Villa which is subject to the aforesaid jurisdiction and powers of the Association. All membership rights and duties shall be subject to and controlled by the Declaration, which is in the form of a covenant running with the land.

#### **ARTICLE V**

**VOTING RIGHTS.** All members of the Association shall be entitled to one vote for each Villa owned. When more than one person holds an interest in any Villa, all such persons shall be members, but the single vote for such Villa shall be exercised as they among themselves determined, and in no event shall more than one vote be cast with respect to any Villa.

#### **ARTICLE VI**

##### **DIRECTORS.**

- (A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors. As of the date of that these Articles are filed the Directors are as follows:

Robert D. Wilkins  
Falconer Jones III  
William Thomas

325 A Shirley Street, Winthrop, MA 02152  
620 Sandpiper Street, Naples, FL 34102  
7103 Barrington Circle, Naples, FL 34108

(B) Directors shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

(C) The business of the Association shall be conducted by the officers designated in the Bylaws.

## **ARTICLE VII**

**OFFICERS.** The affairs of the Association shall be administered by a President, a Secretary and a Treasurer and such other officers as may be determined in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the Annual meeting and shall serve at the pleasure of the Board of Directors. A person may hold more than one office. As of the date of that these Articles are filed the Officers are as follows:

Falconer Jones III, President	620 Sandpiper Street, Naples, FL 34102
Robert D. Wilkins, Secretary/Treasurer	325 A Shirley Street, Winthrop, MA 02152

## **ARTICLE VIII**

**TERM.** The term of the Association shall be perpetual.

## **ARTICLE IX**

**BYLAWS.** The Bylaws of the Association shall be adopted by the Board of Directors but may be altered, amended or rescinded by resolution adopted by a majority of the Board following the procedure for "Amendments" found in Article X of this document.

## **ARTICLE X**

**AMENDMENTS.** Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) **Proposal.** Amendments to these Articles may be proposed by a majority of the Board or by petition to the Board signed by at least one-half (1/2) of the voting interests of the Association.
- (B) **Procedure.** A proposed amendment must be submitted to a vote of the members not later than next annual meeting for which proper notice can still be given.
- (C) **Vote Required.** Except as otherwise required by Florida law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by both of the voting interests of the Association.

- 
- (D) Effective Date. An amendment becomes effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Collier County, Florida, with the same formalities as are required in the Declaration for recording amendments to the Declaration.

## **ARTICLE X**

**INDEMNIFICATION**. To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved the following:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or officers in a proceeding brought by or on behalf of the Association. In the event of an out-of-court settlement, the right to indemnification shall not apply unless a majority of the disinterested Directors approves the settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to, and not exclusive of all other rights to which a Director or officer may be entitled.

## **ARTICLE XI**

**REGISTERED AGENT**. The initial registered office of the Association is 5801 Pelican Bay Boulevard, Suite 103, Naples, Florida 34108. The registered agent at said address shall be Craig D. Blume, Esq.

WHEREFORE, the Directors have caused these presents to be executed this 17 day of June, 2004.

**LITTLENECK COVE HOMEOWNERS' ASSOCIATION, INC.**

BY: [Signature]  
Falconer Jones III, President

**ATTEST TO:**

**LITTLENECK COVE HOMEOWNERS' ASSOCIATION, INC.**

BY: [Signature]  
Robert D. Wilkins, Secretary

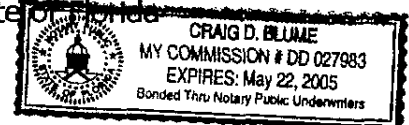
**STATE OF FLORIDA  
COUNTY OF COLLIER**

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Falconer Jones III as President of Littleneck Cove Homeowners' Association, Inc. well known to be the person described herein and who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the State and County aforementioned this 17 day of June, 2004.

[Signature]  
Notary Public - State of Florida

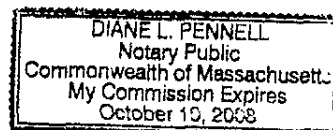
**STATE OF MASSACHUSETTS  
COUNTY OF Suffolk**



I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared Robert D. Wilkins, Secretary, of Littleneck Cove Homeowners' Association, Inc., well known to be the person described herein and who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the State and County aforementioned this 17<sup>th</sup> day of June, 2004.

[Signature]  
Notary Public - State of Massachusetts



### RESIDENT AGENT ACCEPTANCE

I, Craig D. Blume, Esq., agree to serve as resident agent and accept service for Littleneck Cove Homeowners' Association, Inc., at its registered office and am familiar with and agree to comply with the provisions of Sections 48.091 and 607.0505 of the Florida Statutes in keeping said office open.

Dated this 17<sup>th</sup> day of June, 2004.

  
Craig D. Blume, Esq.

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