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SECRETY OF DIVISION A

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## TRANSMITTAL LETTER

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

SUBJECT: ROYAL PIN	VES CONDOMINIUM ASSOC	IATION, INC.	CONTRACTOR OF THE PROPERTY.	<del></del> -
Englosed is an original	(PROPOSED CORPORAT)			04 AUG 16
\$70.00 Filling Fee	and one(1) copy of the Articl  \$78.75 Filing Fee & Certificate of Status	✓ \$78.75 Filing Fee & Certified Copy	☐ \$87.50 Filing Fee, Certified Copy & Certificate	77 77 77 77
FROM:		nted or typed)		
	SPRING HILL, FL 34606	dress		
	352-848-0029 Daytime Tele	phone number		

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

# ARTICLES OF INCORPORATION

DIVISION FOR AHIO: 56

**OF** 

# SOUTHERN PINES CONDOMINIUM ASSOCIATION, INC.

# (A CORPORATION NOT-FOR-PROFIT)

In order to form a corporation under and in accordance with the provisions of the Laws of the State of Florida for the formation of a corporation not-for-profit, We, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these Articles of Incorporation, set forth:

### ARTICLE I.

The name of this corporation shall be as indicated in the title of this instrument. This corporation shall hereinafter be referred to as the "Association". The mailing address for the corporation shall be 4084 Commercial Way, Spring Hill, Florida 34606.

### ARTICLE II.

The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, hereinafter referred to as the "Condominium Act", to operate SOUTHERN PINES CONDOMINIUM (hereinafter referred to as the "Condominium"), at Brooksville, Hernando County, Florida.

### ARTICLE III.

The Association shall have the following powers:

- 1. The Association shall have the powers and privileges granted to corporations not-for-profit except where the same are in conflict with the Declaration of Condominium and Exhibits attached hereto.
- 2. The Association shall have all the powers reasonably necessary to implement and effectuate the purposes of the Association, except as limited herein, as specified in the Declaration of Condominium and F.S. 718.111 including, but not limited to:
- (a) To make and establish Rules and Regulations governing the use of the Condominium Property.

- (b) To levy and collect assessments against members of the Association to defray the expenses of the Condominium as provided for in the Declaration of Condominium and Exhibits attached here to, and to use the proceeds of assessments and charges in the exercise of its powers and duties.
- (c) To maintain, improve, repair, reconstruct, replace, operate and manage the Condominium Property.
- (d) To contract for the management of the Condominium and to delegate in such contract all or any part of the powers and duties of the Association.
- (e) To enforce the provisions of said Declaration of Condominium and Exhibits attached thereto and the Rules and Regulations governing the use of said Condominium.
- (f) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to, or imposed upon the Association.
- (g) As provided in the Declaration of Condominium, to acquire and enter into agreements whereby the Association acquires leaseholds, membership and other possessory or use interest in lands or facilities, whether or not contiguous to the lands of the Condominium intended to provide for the enjoyment, recreation or other use or benefit of the members.
- (h) To purchase insurance upon the Condominium Property and insurance for the protection of the Association and its members as Unit Owners.
- (i) To reconstruct and repair improvements after casualty and to construct additional improvements to the Condominium Property.
- (j) To employ personnel to perform the services required for the proper operation of the Condominium.
- (k) To operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the applicable Southwest Florida Water Management District permit requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restriction which relate to the surface water or stormwater management system.
- (l) To levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

The provisions of the Declaration of Condominium and Exhibits attached thereto which provide for the conduct of the affairs of the Association and create, divide, limit and regulate the powers of the Association, directors, and members shall be deemed provisions hereof.

### ARTICLE IV.

The qualifications of members, the manner of their admission, termination of such membership, and voting of members shall be as follows:

- 1. The Owners of all Units in the Condominium and the Subscribers to this Certificate of Incorporation shall be members of the Association. No other persons or entities shall be entitled to membership. Membership of the subscribers shall terminate upon control of the Association being turned over to the members.
- 2. Subject to the provisions of the Declaration of Condominium and the By-Laws of this Association, membership shall be established by the acquisition of fee title to a Unit in the Condominium. The membership of any party shall be automatically terminated upon being divested of title to all Units owned by such member of the Condominium.
- 3. On all matters on which the membership shall be entitled to vote, each member shall have one vote for each Unit in the Condominium owned by such member. Such vote may be exercised or cast by the owner or owners of each Unit in such manner as is provided for in the Declaration, or in the By-Laws adopted by the Association.
- 4. Until such time as the Condominium Property which this Association is intended to operate is submitted to a Condominium ownership by the recordation of the Declaration of Condominium the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast one vote on all matters on which the membership shall be entitled to vote.

### ARTICLE V.

The Association shall have perpetual existence and shall commence upon the filing of these Articles of Incorporation with the Florida Secretary of State. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and approved by the Southwest Florida Water Management District to such termination, dissolution or liquidation.

### ARTICLE VI.

The principal office of the Association shall be located on the Condominium Property, Brooksville, Florida. The registered office of the Association shall be located at 4084 Commercial Way, Spring Hill, Florida 34606, and the registered agent at such address shall be CHARLES M. SASSER, JR.

### ARTICLE VII.

The affairs of the Association will be managed by the first Board of Directors initially consisting of three (3) Directors who need not be members of the Association.

At such time as the members are entitled to elect all Directors as set forth in F.S. 718.301, and subject to the provisions of the By-Laws, the Board of Directors shall consist of five (5) members.

Directors of the Association shall be elected at the annual meeting in the manner provided in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

The Directors named in these Articles shall serve pursuant to the By-Laws and the Condominium Act and any vacancies in their number occurring shall be filled as the By-Laws provide.

The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

CHARLES M. SASSER, JR. 4084 Commercial Way

Spring Hill, Florida 34606

O. CLINTON PATTERSON, JR. 4084 Commercial Way

Spring Hill, Florida 34606

JOHN L. CRANDALL 4084 Commercial Way

Spring Hill, Florida 34606

### ARTICLE VIII.

Subject to the provisions of the By-Laws, the officers of the Association shall be elected by the Board of Directors at their first meeting following the members annual meeting. Officers shall serve at the pleasure of the Board. The names of the officers who shall serve until their successors are elected are as follows:

President: CHARLES M. SASSER, JR. Vice-President: CHARLES M. SASSER, JR. Secretary & Treasurer: CHARLES M. SASSER, JR.

### ARTICLE IX.

The Subscriber to these Articles of Incorporation is Charles M. Sasser, Jr., 4084 Commercial Way, Spring Hill, Florida 34606.

### ARTICLE X.

The original By-Laws of the Association shall be adopted by a majority vote of the Directors of the Association. The By-Laws may be altered or rescinded by the Board of Directors and the members of the Association subject to the provisions thereof.

### ARTICLE XI.

These Articles of Incorporation may be amended in the following manner:

- 1. The Board of Directors shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting.
- 2. Within the time and in the manner provided in the By-Laws for the giving of notice of meetings of members, written notice setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each member of record entitled to vote thereon. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.
- 3. At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of members entitled to vote thereon, whether such member is present at such meeting, and the approval of eligible holders holding mortgages on Units which have at least 51 percent of the votes of units subject to eligible holder mortgages. Such amendment shall be filed within then (10) days from said approval with the Office of the Secretary of State of Florida.
- 4. A copy of each amendment shall be accepted and certified by the Secretary of State of Florida and recorded in the Public Records of Hernando County, Florida.
  - 5. Amendments may also be made as otherwise provided by Florida law.

NOTWITHSTANDING the foregoing provisions of this Article, no amendment to these Articles of Incorporation may be adopted or become effective which makes any changes in the qualifications neither for membership nor in the voting rights or property rights of members without approval in writing by all members and joinder of all record owners or mortgages upon units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

### ARTICLE XII.

The share of any member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to a Unit. The funds and assets of the Association shall belong solely to the Association and are subject to the limitation that the same be expended, held, or used for the benefit of the membership and for the purposes authorized in the Declaration of Condominium, and Exhibits attached hereto.

The Association does and shall indemnify its officers and directors as provided in the By-Laws.

IN WITNESS WHEREOF, the Subscriber has affixed his signature this day of Mugust, 2004.  CHARLES M. SASSER, JR.
I HEREBY ACCEPT the designation as Registered Agent as set forth in these Articles of Incorporation.  CHARLES M. SASSER, JR.
State of Florida County of Hernando
Before me, the undersigned authority, personally appeared CHARLES M. SASSER, JR., who, after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles, this 10 day of 1000 day.  Ourseaclly rown to Ne.  Mass. Mass.
Notary Public  My Commission Expires:  MARY JO MAHLA  Notary Public - Stote of Florida  My Commission Expires Nov 29, 2006  Commission # DD156083  Bonded By National Notary Assn.

Prepared By: Charles M. Sasser, Jr. 4084 Commercial Way Spring Hill, Florida 34606