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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 078896 11405A

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pizeto

ORDER DATE : December 13, 2004

ORDER TIME : 10:51 AM

ORDER NO. : 078896-005

CUSTOMER NO: 11405A

CUSTOMER: Ms. Debra Cline
Peterson & Myers, P.a.

P.o. Drawer 7608

Winter Haven, FL 33883-7608

DOMESTIC FILING

NAME: LAKE MATTIE MEADOWS HOMEOWNERS
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
____ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 14, 2004

CSC

SUBJECT: LAKE MATTIE MEADOWS HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W04000045646

We have received your document for LAKE MATTIE MEADOWS HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

An effective date may be added to the Articles of Incorporation if a 2005 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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) 245-6067.

Neysa Culligan
Document Specialist
New Filings Section

Letter Number: 504A00069649

Resubmit

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
LAKE MATTIE MEADOWS HOMEOWNERS ASSOCIATION, INC.,
A Nonprofit Corporation

I, the undersigned natural person of legal age, who is a citizen of the State of Florida, acting as an incorporator of a corporation under Chapter 617 of the Florida Statutes, hereby adopts the following articles of incorporation:

Article I: Name

The name of the corporation is LAKE MATTIE MEADOWS HOMEOWNERS ASSOCIATION, INC. (hereinafter the "Association").

Article II: Non-Profit Status

The Association is a nonprofit corporation. The principal office and mailing address is 1400 Broadway Blvd., Polk City, FL 33868.

Article III: Duration

The period of its duration is perpetual.

Article IV: Purpose and Powers of the Association

The Association is formed for the primary purpose of providing for the development, maintenance, preservation, and architectural control of the residential Homesite Lots and common areas within a certain subdivided tract of real property described on attached Exhibit A, and known

as LAKE MATTIE MEADOWS (the "Subdivision"), and to promote the health, safety, and welfare of the residents within the Subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

In furtherance of such purposes, the Association will have the power to:

(a) Perform all of the duties and obligations of the Association as set forth in a certain Declaration of Covenants and Restrictions of LAKE MATTIE MEADOWS applicable to the Subdivision to be recorded in the public records of Polk County, Florida, as amended from time to time (the "Declaration");

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the Declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed on the property of the Association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

(d) Borrow money and, subject to the consent by vote or written instrument of two-thirds of the membership votes, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members;

(f) Have and exercise all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise;

(g) Operate and maintain the surface water management facilities in the subdivision, including swales, culverts, retention areas;

(h) From time to time adopt, alter, amend, and rescind reasonable rules and regulations governing the use of Homesite Lots, common areas, recreation facilities, surface water management facilities, and the like, as described in the Declaration, which rules and regulations shall be consistent with the rights and duties established by the Declaration and the provisions of these articles of incorporation; and

(i) Take any other action necessary for the purposes for which the Association is organized.

The Association is organized and will be operated for the above purposes. The activities of the Association will be financed by assessments on members as provided in the Declaration, and no part of any net earnings will inure to the benefit of any member within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1954, nor shall the Association engage in any other activity prohibited by such Section.

Article V: Registered Office and Agent

The street address of the initial registered office of the Association is 1400 Broadway Blvd., S.E., Polk City, Florida 33868, and the name of its initial registered agent at that address is Jesse Douthit.

Article VI: Management

The affairs and business of the Association shall be managed by a board of directors and by officers as provided in the Association's bylaws. The method of election of directors shall be stated in the Association's bylaws.

Article VII: Membership

Every person or entity who/which is a record owner of a fee or undivided fee interest in any Homesite Lot which is subject by covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, will be a member of the Association. Membership will be appurtenant to and may not be separated from ownership of a Homesite Lot, which is subject to assessment, by the Association.

Article VIII: Voting Rights

The Association will have two classes of voting members, which are defined as follows:

Class A. Class A members will include all owners with the exception of the Developer, as that term is defined in the Declaration. Class A members will be entitled to one vote for each Homesite Lot owned. When more than one person holds an interest in any Homesite Lot, all of those persons will be members. The vote for such Homesite Lot will be exercised as such members determine among themselves, but in no event will more than one vote be cast with respect to any Homesite Lot owned by Class A members.

Class B. The Class B member will be the Developer, as that term is defined in the Declaration. The Developer will be entitled to three votes for each Homesite Lot owned. The Class B membership will cease and be converted to Class A membership as provided in the Declaration.

Article IX: Board of Directors

The affairs of the Association shall be managed by a board of directors, which shall consist of at least one or more members, who need not be a member of the Association. The manner in which the directors are to be elected or appointed and the number of directors shall be as stated and provided in the bylaws, as amended from time to time, but the number of directors shall never be less than one.

Article X: Dissolution

The Association may be dissolved with the assent given in writing and signed by members entitled to cast not less than two-thirds (2/3) of the votes of the members.

Article XI: Incorporators

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Jesse Douthit	1400 Broadway Blvd Polk City, Florida 33868

Article XII: Bylaws

The bylaws of the Association shall be initially adopted by the board of directors. Thereafter, the bylaws may be amended by majority vote of a quorum of the members present at any regular or special meeting of the membership duly called and convened.

Article XIII: Amendments

Any amendments of these articles may be proposed by any member of the Association at any regular or special meeting of the membership duly called and convened and shall require the assent of the members entitled to cast at least a majority of the total votes eligible to be cast at any regular

or special meeting of the membership duly called and convened.

Article XIV: Indemnity

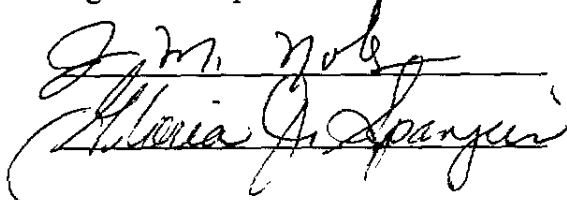
The Association shall indemnify any person made a party or threatened to be made a party to any threatened, pending, or completed action, or proceeding, pursuant to the provisions contained in Sections 617.0831 and 607.0850, Florida Statutes (2002), and any amendments thereto.

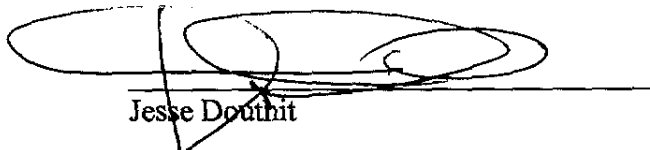
Article XV: Interpretation

Express reference is hereby made to the terms and provisions of the Declaration where necessary to interpret, construe, and clarify the provisions of these articles of incorporation. In subscribing and filing these articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these articles and the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

Executed at Winter Haven, Polk County, Florida, on this 1 day of December 2004.

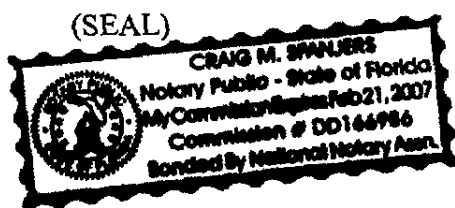
Signed in the presence of:

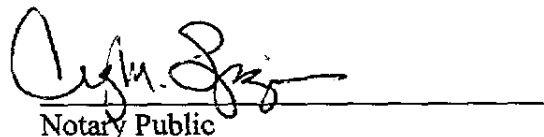



Jesse Douthit

STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 1st day of DECEMBER, 2004, by JESSE DOUTHIT, who ☒ is personally known to me or ☐ produced _____ as identification.



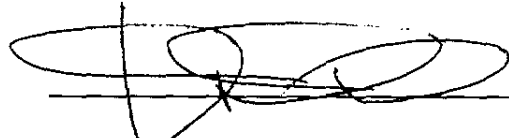

Notary Public

My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above named corporation, at the place designated, 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 state that I am familiar with, and accept, the obligations of my position as registered agent.

DECEMBER 1
Dated: November __, 2004.



JESSE DOUTHITT

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TALLAHASSEE, FLORIDA
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EXHIBIT A

The NW $\frac{1}{4}$ of the SW $\frac{1}{4}$ and the West $\frac{1}{2}$ of the NE $\frac{1}{4}$ of the SW $\frac{1}{4}$ of Section 1, Township 27 South, Range 25 East, Polk County, Florida;

AND:

All that part of the East $\frac{1}{2}$ of Section 2, Township 27 South, Range 25 East lying South of State Road 400 (Interstate Highway 4) less rights-of-way, Polk County, Florida and less additional right-of-way for Interstate Highway 4 as described in O.R. Book 4584, Page 1803, Public Records of Polk County, Florida;

AND:

That part of the East $\frac{1}{2}$ of Section 2, Township 27 South, Range 25 East, lying Northeasterly of State Road 557 and Southeasterly of State Road 400 (Interstate Highway 4) less rest area as described in O.R. Book 3414, Page 1395 and less additional right-of-way for Interstate Highway 4 as described in O.R. Book 4584, Page 1809, Public Records of Polk County, Florida.