

N050000006014

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

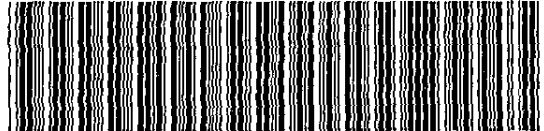
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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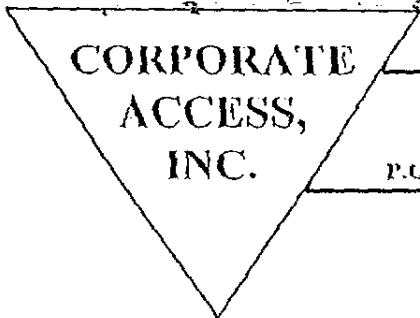
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06/09/05--01033--005 **78.75

FILED
01 JUN -9 PM 10:51
TALLAHASSEE, FLORIDA

FILED
05 JUN -9 PM 12:59
TALLAHASSEE, FLORIDA

6/10/05



236 East 6th Avenue - Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

PICK UP 6/9/05-Lumsden

☒

CERTIFIED COPY

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☒ FILING Articles

1.) Lumsden Property Owners Maintenance Association, Inc.
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

FILED
05 JUN -9 PM 12:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
LUMSDEN PROPERTY OWNERS MAINTENANCE ASSOCIATION, INC.,
a corporation not for profit**

In compliance with the requirements of Florida Statute, Chapter 617, the undersigned, a resident of Florida, and of full age, for the purpose of forming a corporation not for profit does hereby certify:

NAME OF CORPORATION

The name of the corporation is Lumsden Property Owners Maintenance Association, Inc., a corporation not for profit organized under Chapter 617 of the Florida Statutes (the "Corporation").

PRINCIPAL OFFICE

The initial principal office of the Corporation is located at c/o The Sembler Company, 5858 Central Avenue, St. Petersburg, Florida 33707, which shall be the initial registered office of the Corporation.

REGISTERED AGENT

Corporate Access, Inc., whose address is 236 East 6th Avenue, Tallahassee, Florida 32303, is hereby appointed the initial registered agent of the Corporation.

PURPOSE AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is organized and for which it is to be operated are to provide for maintenance, operation, repair, preservation, and care of the Common Facilities described in the Declaration of Restrictions and Easements recorded in Official Records Book 8293, Page 0501, of the Public Records of Hillsborough County, Florida, as amended and as the same may be further amended from time to time as therein provided (collectively the "Declaration"), to maintain, improve and enhance the Entire Parcel (as defined in the Declaration) and to improve and enhance the attractiveness, desirability and safety of the Entire Parcel (as defined in the Declaration). In connection therewith, the Corporation shall have the following powers:

To exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the Declaration.

To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Corporation or any other person affiliated with the Corporation pursuant to the terms of the Declaration; to pay all expenses in connection therewith; and to pay all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation.

To accept title to any property and improvements transferred to the Corporation by the Declarant under the Declaration, together with the duty and obligation to perform all administrative functions associated therewith, provided that such functions are not inconsistent with the terms of the Declaration, these Articles of Incorporation or the Bylaws of the Corporation.

To 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.

To borrow money, and with the affirmative vote (in person or by proxy) or written consent, or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Corporation, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

To obtain insurance as permitted pursuant to the Declaration

To participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of members holding not less than two-thirds (2/3) of the total votes of the Corporation.

To adopt, amend, repeal and enforce rules and regulations as may be deemed necessary or desirable for the implementation of the Declaration, the operation of the Corporation, and the use and enjoyment of the Common Areas and Common Facilities (each as defined in the Declaration). Any such rules and regulations shall be reasonably and uniformly applied.

To retain and pay for the services of any manager or managers to undertake any of the management duties or other functions for which the Corporation is responsible; provided, however, that the Corporation shall remain ultimately responsible for the performance and exercise of its duties, powers and functions in accordance with the Declaration, these Articles of Incorporation and the Bylaws of the Corporation. In addition the Corporation shall have the power to hire and discharge employees and agents and to retain and pay for legal, accounting and other services as may be necessary or desirable in connection with the performance of any duties or the exercise of any powers of the Corporation.

To have and to exercise any and all powers, rights and privileges which a corporation organized under Florida law, including Chapter 617, Florida Statutes, by law may now or hereafter have or exercise.

To levy and collect adequate assessments against members of the Corporation pursuant to the Declaration.

To sue and be sued in the name of the Corporation.

MEMBERS

Every person or entity who is, from time to time, an Owner (as defined in the Declaration), shall be a Member in the Corporation. There shall be one (1) membership in the Corporation for each Parcel within the Entire Parcel. The person or entity who constitutes the Owner of a Parcel shall automatically be the holder of the membership interest in the Corporation appurtenant to that Parcel, and such membership shall automatically pass with fee simple title to the Parcel. Membership in the Corporation shall not be assignable separate and apart from fee simple title to a Parcel (except as may specifically be permitted in the Declaration). The foregoing shall not include persons or entities who hold an interest merely as security for the performance of an obligation.

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a board of directors (the "Board"). The number of directors shall be as set forth in the Bylaws, but in no event shall there be fewer than three (3)

directors at any time. The initial number of directors shall be three (3) and may be changed pursuant to the Bylaws of the Corporation. The names and addresses of the persons who are to act in the capacity of directors until the appointment of their successors are:

Craig H. Sher
5858 Central Avenue, St. Petersburg, Florida 33707

Gregory S. Sembler
5858 Central Avenue, St. Petersburg, Florida 33707

Brent W. Sembler
5858 Central Avenue, St. Petersburg, Florida 33707

The manner in which the directors are appointed is as stated in the Bylaws.

DISSOLUTION

The Corporation may be dissolved upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Corporation. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency or to any non-profit corporation, association, trust, or other organization to be used for purposes similar to those for which this Corporation was created.

DURATION

The existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Corporation shall exist perpetually.

AMENDMENTS

The Corporation shall have the right to amend these Articles of Incorporation at any time upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Corporation. Amendments may be proposed by resolution approved by a majority of the Board; provided, however, that no amendment shall make any changes in the qualifications for members nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Parcels. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform to the same.

BYLAWS

The Bylaws of the Corporation shall be adopted by the Board at the first meeting of directors (or by written corporate action executed by the Directors), and may be altered, amended or rescinded thereafter in the manner provided therein.

INCORPORATOR

The name and address of the incorporator is:

Sembler Family Partnership #21, Ltd.
5858 Central Avenue
St. Petersburg, Florida 33707

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 1st day of June, 2005.

"INCORPORATOR"

SEMBLER FAMILY PARTNERSHIP #21, LTD.,
a Florida limited partnership

By: Sembler Retail, Inc., a Florida corporation,
its sole general partner

By: Gregory S. Sembler
Name: GREGORY S. SEMBLER
Title: SR. VICE PRESIDENT

STATE OF FLORIDA
COUNTY OF Pinellas

The foregoing instrument was acknowledged before me this 1st day of June, 2005 by GREGORY S. SEMBLER, SR. VICE PRESIDENT of Sembler Retail, Inc., a Florida corporation, the sole general partner of **SEMBLER FAMILY PARTNERSHIP #21, LTD.,** a Florida limited partnership, on behalf of such entities. He is (☒) personally known to me or has produced _____ as identification.




Vicki L. Marcink
Commission #DD311159
Expires: May 22, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Vicki L. Marcink
Notary Public
Print Name: Vicki Lee Marcink
Commission expires: 5/22/08
Commission # DD 311159

CONSENT OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the office designated in the foregoing Articles of Incorporation, I am familiar with the duties and obligations of Registered Agents and I hereby agree to act in this capacity and to comply with all statutes relative to the proper and complete performance of my duties.


Name: Danny Bennett, Registered Agent

FILED

05 JUN -9 PM 12:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA