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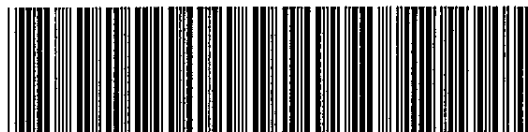
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## TRANSMITTAL LETTER

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

SUBJECT: RIDGWAY ACRES HOMEOWNERS ASSOCIATION, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: DEVIN R. MAXWELL, ESQ  
Name (Printed or typed)

405 NW THIRD STREET  
Address

OKEECHOBEE, FLORIDA 34972  
City, State & Zip

(863) 763-1119  
Daytime Telephone number

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

**Articles of Incorporation  
of  
RIDGWAY ACRES HOMEOWNERS ASSOCIATION, INC.**

The undersigned, acknowledges and files in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the "Florida Not For Profit Corporation."

**ARTICLE I  
Corporate Name**

- 1.1 **Name.** The name of the Corporation shall be **RIDGWAY ACRES HOMEOWNERS ASSOCIATION, INC.**, and the principal office shall be at 301 NW 4<sup>th</sup> Avenue, Okeechobee, Florida, 34972.

**ARTICLE II  
Purpose and Powers**

- 2.1 **Purposes.** The purposes for which the Corporation is formed are as follows:

- a) To be the community association for the owners of Lots and Properties within Sunset Acres Subdivision a subdivision in Okeechobee County, Florida.
- b) To own, manage and convey property, real, personal, and mixed;
- c) To own, hold, manage, and maintain all roads, storm water management areas, landscape easements, drainage easements and any and all other community and association assets related to the beneficial enjoyment and benefit of the company.
- d) To operate and maintain the surface water management system established by the South Florida Water Management District and any and all amendments thereto.
- e) Assess the Owners of the lots and Members of the Association for necessary operating funds, maintenance and reserves, and to enforce such assessments, including a lien upon lots.
- f) Generally, to do all and everything proper, which may

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

be necessary or expedient to the accomplishment of any purpose or the attainment of any of the objects herein set forth, no matter how remotely connected.

- g) The Corporation shall have such corporate powers as are granted in Chapter 617 of the Florida Statutes and Chapter 720 of the Florida Statutes and all amendments subsequent thereto, together with such other additional powers as shall be reasonably co-existent and appropriate and necessary for the full use and proper management of the corporation or any of its purposes; provided however, that this corporation in exercising any one or more of its powers, shall do so in furtherance of the exempt purposes for which it has been organized, and as described in the Internal Revenue Code and Regulation and provisions herein, provided further that any which would render the corporation non-exempt for tax purposes shall be treated as void and of no effect.

2.2 Powers. To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit, and be sued. No part of the income of the Corporations shall be distributed to the members, directors and officers of the Corporation.

- a) Limitations on Activities. Notwithstanding any other provisions of these Articles, this Corporation will not carry on any activities not permitted to be carried on by; ( I ) a corporation exempt from Federal Income Tax under Section 501 ( c )( 3 ) of the Internal Revenue Code of 1986, as may be amended, or ( II ) a corporation, contributions to which are deductible under Section 170 ( c )( 2 ) of the Internal Revenue Code of 1986 and as may be amended.
- b) No Personal Inurement. The assets of Corporation shall not inure to the personal benefit of any individual, member, director or officer of Corporation or for the Corporation by any individual.

### ARTICLE III Members

3.1 The Corporation shall have voting members who shall be Owners of Lots within Ridgway Acres Subdivision in Okeechobee County, Florida. Membership shall be automatic upon purchase of a lot or property in Ridgway Acres Subdivision.

- 3.2 Ridgway Development Corporation, a Florida corporation, as developer of the subdivision, shall be an initial member of the association.
- 3.3 Other initial members shall be CBC MANAGEMENT CORP and IAN RIDGWAY and MARJORIE RIDGWAY.

#### ARTICLE IV

##### Directors of Corporation and Officers

- 4.1 Governing Board. The affairs and property of the Corporation shall be managed and governed by a Board of Directors in accordance with the By-Laws. The number of directors shall be determined in accordance with the Corporation's By-Laws; however, in no event shall the Board of Directors be composed of less than three ( 3 ) persons nor more than seven ( 7 ). The terms of office for the initial Directors named herein shall be three ( 3 ) years and until their successors have been elected and qualified as prescribed in the By-Laws. The terms of office of Directors serving after the initial Board shall be as prescribed in the By-Laws.
- 4.2 Initial Board of Directors. The initial Board of Directors shall consist of three ( 3 ) members, one ( 1 ) appointed by CBC MANAGEMENT CORP, two ( 2 ) appointed by IAN and MARJORIE RIDGWAY. The names and addresses of the persons who shall serve on the initial Board of Directors are as follows:
1. Thomas C. Close; 301 NW Fourth Avenue, Okeechobee, FL 34972
  2. Ian Ridgway; 4A Hilton Road, Disley Cheshire England, SK122JU
  3. Marjorie Ridgway, 4A Hilton Road, Disley Cheshire England, SK122JU
- 4.3 Officers. The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers and assistant officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and such manner as may be prescribed by the Bylaws.

#### ARTICLE V

##### Period of Duration:

- 5.1 Period of Duration. The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of Corporation's assets shall inure to the benefit of any member but shall instead be distributed to such charitable organization or organizations selected by the final Board of Directors of the Corporation, which organization or organizations must qualify as charitable organizations under Article 501 ( c )( 3 ) of the United States Internal Revenue

Code of 1986 as may be amended.

- 5.2 Surface Water Management Systems. If the Association is dissolved, the surface water management system and property rights containing such system of common area shall be conveyed to an agency of local government determined to be acceptable to South Florida Water Management District. If the local government declines to accept the conveyance, then the surface water management system and property rights containing such portions of the common area shall be dedicated to a non-profit corporation as association.

#### ARTICLE VI

##### Non-Stock

- 6.1 No Stock Issued. The Corporation shall not issue stock nor any evidence of ownership of any interest in the Corporation.
- 6.2 Limitation. No By-Law shall be adopted or amended that would place the Corporation in violation of Section 501 ( c )( 3 ) of the Internal Revenue Code of 1986, as it may be amended from time to time.

#### ARTICLE VII

##### Registered Agent and Office

- 7.1 Registered Office. The initial registered office of the Corporation is 405 NW Third Street, Okeechobee, Florida, 34972.
- 7.2 Registered Agent. The initial registered agent whose address is identical to the registered office given above is Maxwell & Maxwell, P.A.

#### ARTICLE VIII

##### Incorporators

- 8.1 Incorporator. The name and street address of the incorporators signing these Articles of Incorporation is:

Thomas C. Close; 301 NW Fourth Avenue, Okeechobee, Florida, 34972

#### ARTICLE IX

##### Amendment of Articles of Incorporation

- 9.1 Vote. These Articles of Incorporation may be amended by a three-fourth (3/4th) vote of the Board of Directors, unless applicable law or By-Law shall provide otherwise.
- 9.2 Limitations. No amendment of these Articles shall be made in violation of Article

501 ( c ) ( 3 ) of the Internal Revenue Code of 1986, as it may be amended from time to time.

- 9.3 Limitations as to Surface Water Management System. Any amendment to these Articles of Incorporation, or as may be amended in the future or any amendment which would effect the common areas owned, held or managed by Association which would effect the Surface Water Management System shall be submitted to a South Florida Water Management District for determination of such amendment requires a modification fo the South Florida Water Management District Permit.

IN WITNESS WHEREOF, the undersigned hereto set their hands and seals this 21<sup>st</sup> day of June, 2005.



THOMAS C. CLOSE

STATE OF FLORIDA                    )  
  )  
COUNTY OF OKEECHOBEE        )

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of June, 2005, by Thomas C. Close,, who ☒ is personally known to me or ☐ has produced \_\_\_\_\_ as identification.



  
NOTARY PUBLIC

My Commission Expires:


**Certificate Designation Place of Business of Domicile  
for Service of Process Within this State Naming Agent  
Upon Whom Process may be Served**

In pursuance of §48.091(1) and §617.0501, Florida Statutes, the following is submitted in compliance thereof:

That **RIDGWAY ACRES HOMEOWNERS ASSOCIATION, INC.**, desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida, being in the County of Okeechobee at 405 NW Third Street, Okeechobee, Florida, 34972, has named Devin R. Maxwell, Esquire, located at the same address as its initial registered agent to accept service of process within this State.

**Acknowledgement:**

Having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0503, Florida Statutes.

By:   
DEVIN R. MAXWELL, ESQUIRE  
Florida Bar No. 172693  
The Law Firm of Maxwell & Maxwell, P.A.  
405 NW Third Street  
Okeechobee, Florida 34972  
Tel. (863) 763-1119  
Fax (863) 763-1179