

**N05000008947**

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

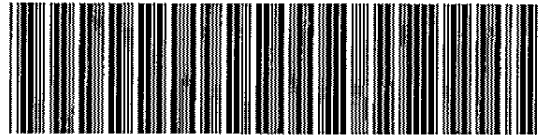
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**L. Burch AUG 31 2005**

## CAPITAL CONNECTION, INC.

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

North Ridge Professional Center  
Property Owners' Association, Inc.

Signature \_\_\_\_\_

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

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 \_\_\_\_\_

\_\_\_\_ Courier \_\_\_\_\_

**ARTICLES OF INCORPORATION**  
**OF**  
**NORTH RIDGE PROFESSIONAL CENTER**  
**PROPERTY OWNER'S ASSOCIATION, INC.**  
**(A Corporation Not For Profit)**

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TALLAHASSEE, FLORIDA

I, the undersigned, acting as incorporator of a nonprofit corporation under the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

1.1 The name of the Corporation (hereinafter called Association) is NORTH RIDGE PROFESSIONAL CENTER PROPERTY OWNER'S ASSOCIATION, INC. The address of the Corporation shall be 7722 SR 544 E., Ste 215, Winter Haven, FL 33881.

**ARTICLE II**

2.1 The purposes for which the Association is formed are to provide the maintenance and preservation of common areas within a certain subdivided tract of real property described as NORTH RIDGE PROFESSIONAL CENTER, a subdivision including the sign and entrance way greenery, and any replatted portions thereof in Polk County, Florida, and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purposes.

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

2.2(1) Perform, or contract for the performance of, all of the duties and obligations of the association as set forth in a certain Declaration of Covenants, Conditions, Easements, and Restrictions (the Declaration) applicable to the subdivision and to be recorded in the public records of Polk County, Florida;

2.2(2) Affix, levy and collect, and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the Declaration; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the property of the Association.

2.2(3) Acquire (by gift, purchase or otherwise), own hold and improve, build upon, 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;

2.2(4) Dedicate, sell or transfer all or any part of the common areas to the county, any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the members, agreeing to such dedication, sale, or transfer, excepting those done by the incorporator herein;

2.2(5) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of not less than two-thirds (2/3) of the members.

2.2(6) Have and exercise any and all powers, rights, and privileges that a nonprofit corporation organized under the Florida Statutes by law may now or hereafter have or exercise.

2.3 The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration, and all earnings of the Association shall inure to the benefit of the Association and its members.

### **ARTICLE III**

3.1 The members of this Corporation shall initially consist of the undersigned incorporator until control has been turned over to lot owners as provided in ARTICLE IX herein. Thereafter, every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association.

#### **ARTICLE IV**

4.1 The period of duration of the Association shall be perpetual.

#### **ARTICLE V**

5.1 The name and address of the initial subscriber is:

BRUCE A. DAVIS  
7222 SR 544 E., Ste 215  
Winter Haven, FL 33881

#### **ARTICLE VI**

6.1 The affairs of the Association shall be managed by a Board of Directors, and, at a minimum, a President, a Secretary and a Treasurer, who shall at all times be members of the Board of Directors. Elections of such officers shall be held at the first meeting of the Board of Directors. Elections of such officers shall be held at the first meeting of the Board of Directors following each annual meeting of members.

6.2 The names of the officers who are to serve until the first election are:

BRUCE A. DAVIS, President, Secretary, and Treasurer

#### **ARTICLE VII**

7.1 The number of persons constituting the first Board of Directors of the Association shall be not less than three after turn over provided in Article IX, and the name and addresses of the person who shall serve as director until the first election are:

BRUCE A. DAVIS  
7222 SR 544 E., Ste 215  
Winter Haven, FL 33881

#### **ARTICLE VIII**

8.1 The bylaws of the Association may be made, altered, amended, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of not less than two-thirds (2/3) of the members existing at the time of and present at such meeting except that the initial bylaws of the Association shall be made and adopted by the Board of Directors.

## **ARTICLE IX**

9.1 The membership in the Association and initial control thereof shall be as follows:

9.1(1) Notwithstanding any other provision of these Articles, in order to assure that the purposes of the Association are carried out while the subdivision development is being completed, the control of the Association, shall initially be in the sole and absolute control of the Developer/Incorporator named above. The members consisting of lot owners shall take control of the Association from the Developer five (5) years from the date of incorporation, or when the Developer/Incorporator, at their own discretion, relinquishes control to the members, or when the final unit is sold, whichever comes first. It is the Intent of this paragraph to form a contractual relationship between the Developer/Incorporator and the members under which the Developer/Incorporator shall initially provide the services contemplated in the Restrictions applicable to NORTH RIDGE PROFESSIONAL CENTER without the need of accounting therefore and the members shall thereafter take control of the Association as provided by this paragraph.

9.1(2) Thereafter, every owner of a lot shall be a member of the Association; membership shall be appurtenant to and may not be separated from ownership of a lot. Members shall be entitled to one vote for each lot owned. When more than one person holds an interest in a given lot, such persons shall be members and the vote for such lot shall be exercised as they may determine among themselves and a written certificate shall be filed with the Association designating the person who shall vote for such lot.

## **ARTICLE X**

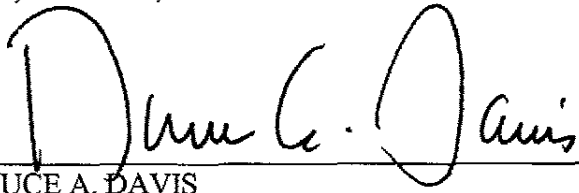
10.1 On dissolution, the assets of the Association shall be distributed to the lot owners of NORTH RIDGE PROFESSIONAL CENTER, as tenants in common.

## **ARTICLE XI**

11.1 The street address of the initial registered office of this Corporation is 7722 SR 544 E., Ste 215, Winter Haven, FL 33881, and the name of the initial registered agent of this Corporation at

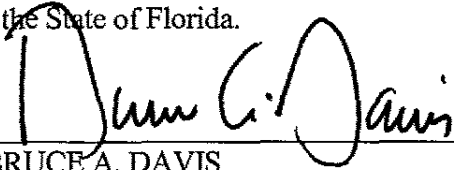
**ACCEPTANCE AS REGISTERED AGENT**

I, BRUCE A. DAVIS, accept the designation as registered agent at the registered address of 7722 SR 544 E., Ste. 215, Winter Haven, FL 33881, as listed in Article XI of these Articles of Incorporation.

  
\_\_\_\_\_  
BRUCE A. DAVIS

that address is BRUCE A. DAVIS.


IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal, this 26<sup>th</sup> day of August, 2005, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

  
\_\_\_\_\_  
BRUCE A. DAVIS

STATE OF FLORIDA  
COUNTY OF POLK

BEFORE ME, a Notary Public, duly authorized to take acknowledgments, personally appeared, BRUCE A. DAVIS, to me known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation as his free act and deed, for and on behalf of the Partnership.

WITNESS my hand and official seal, this 26<sup>th</sup> day of August, 2005.

  
\_\_\_\_\_  
Notary Public/State of Florida  
My Commission Expires: \_\_\_\_\_



Jennings Kemp Brinson  
MY COMMISSION # DD334175 EXPIRES  
June 30, 2008  
BONDED THRU TROY FAIN INSURANCE, INC.