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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

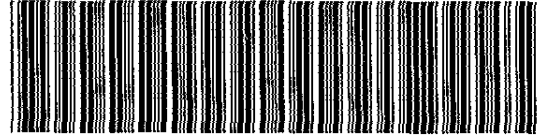
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TALLAHASSEE FLORIDA

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LIVELY, JENNIFER
TALLAHASSEE, FLORIDA

3/27/06

ATTORNEYS' TITLE

Requestor's Name

1965 Capital Circle NE, Suite A

Address

Tallahassee, Fl 32308

City/St/Zip

850-222-2785

Phone #

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- THUNDERATION OWNERS' ASSOCIATION, INC.

2-

3-

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Walk-in

Pick-up time ASAP

Certified Copy

Mail-out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF INCORPORATION
OF
THUNDERATION OWNERS' ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator, who is a resident of the State of Florida and who is of lawful age, for the purpose of forming a corporation not-for-profit pursuant to the laws of the State of Florida, Florida Statutes, Chapter 617, this day acknowledges, makes and files with the Secretary of State these Articles of Incorporation for Thunderation Owners' Association, Inc., a Florida not-for-profit corporation (the "Association").

PREAMBLE

Roberto J. Iglesias, Trustee of the Thunderation Land Trust Dated July 1, 1999 (hereinafter referred to as "Developer"), is the owner of all of the property within Thunderation, a subdivision according to plat thereof recorded in Plat Book 19, Pages 21 through 2D, of the Public Records of Charlotte County, Florida (hereinafter referred to as the "Property"), and has executed and recorded the Thunderation Declaration of Restrictions in Official Records Book 2253, Page 1732 of the Public Records of Charlotte County, Florida (hereinafter referred to as the "Declaration") which affects the Property. The Association is being formed to administer the Declaration, and to perform the duties and exercise the powers pursuant to the Declaration. All of the defined terms contained in the Declaration shall apply to these Articles of Incorporation, and to the Bylaws of the Association.

ARTICLE I
NAME

The name of the corporation is Thunderation Owners' Association, Inc.

ARTICLE II
ADDRESS

The physical address of the principal office of this corporation is 5718 Westheimer, Suite 1806, Houston, TX 77057, and the mailing address of the corporation is 5718 Westheimer, Suite 1806, Houston, TX 77057.

ARTICLE III
OFFICE

The principal office of the Association is located at 5718 Westheimer, Suite 1806, Houston, TX 77057.

ARTICLE IV
REGISTERED AGENT

HAROLD C. WHITE, whose physical address is 137 Bond Street, Clewiston, Florida, 33440 is hereby appointed the initial registered agent of this Association.

ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall have all of the common law and statutory powers of a corporation not-for-profit and homeowners association under the laws of the State of Florida, and shall have the powers and duties to administer, enforce, carry out and perform all of the acts, functions, rights and duties provided in, or contemplated by, the Declaration, including but not limited to, the following:

1. To own, purchase, sell, mortgage, encumber, lease, administer, manage, operate, maintain, improve, repair and/or replace real and personal property;
2. To make and collect assessments against Owners to defray the costs, expenses and losses incurred or to be incurred by the Association, and to use the proceeds thereof in the exercise of the Association's powers and duties;
3. To enforce the provisions of the Declaration, these Articles, and the Bylaws;
4. To make, establish and enforce reasonable rules and regulations governing the use of Common Area Facilities, Lots, Units and other property under the jurisdiction of the Association;
5. To grant and modify easements, and to dedicate property owned by the Association to any public or quasi-public agency, authority or utility company for public, utility, drainage and cable television purposes;
6. To borrow money for the purposes of carrying out the powers and duties of the Association;
7. To exercise control over exterior alterations, additions, improvements, or changes in accordance with the terms of the Developer;
8. To obtain insurance as provided by the Declaration;

9. To employ personnel necessary to perform the obligations, services and duties required of or to be performed by the Association and for proper operation of the properties for which the Association is responsible, or to contract with others for the performance of such obligations, services and duties; and
10. To sue and be sued.

ARTICLE VI MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to covenants of record and to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VII VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, excluding the Developer, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member shall be the Developer (as defined in the Declaration), and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of the earlier of (a) January 1, 2012, or (b) three months after 90% of the Lots have been conveyed by Developer to individual purchasers thereof, or sooner at the option of the Developer.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than seven (7) Directors, who need not be members of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
ROBERTO J. IGLESIAS	5718 Westheimer, Suite 1806, Houston, TX 77057
LEW WATSON	5718 Westheimer, Suite 1806, Houston, TX 77057
SHARON MERRILL	4554 S. Claire Pumpkin Point, Inverness, FL 33450

At the first annual meeting the members shall elect three Directors for a term of one year, and at each annual meeting thereafter the members shall elect three Directors for a term of one year, unless and until the Board increases the number of Directors constituting the Board.

ARTICLE IX DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE X DURATION

The corporation shall exist perpetually.

ARTICLE XI AMENDMENTS

Amendment of these Articles may be proposed by any member and shall require the affirmative vote of a majority of the members voting in person or by proxy at any regular or special meeting of the membership of the Association called and noticed in accordance with the Bylaws, (i.e. once a quorum is established at any regular or special meeting of the membership, a majority of the members who are entitled to vote and who are present in person or by proxy may amend these Articles).

ARTICLE XII
OFFICERS

The names of the officers who are to serve until the first election by the Board of Directors shall be:

ROBERTO J. IGLESIAS
LEW WATSON
SHARON MERRILL

President
Vice-President
Secretary/Treasurer

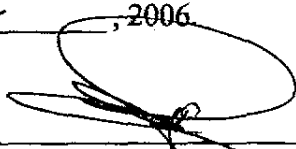
ARTICLE XIII
BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

ARTICLE XIV
INCORPORATORS

The name and residence of the Incorporator hereto is ROBERTO J. IGLESIAS, 5718 Westheimer, Suite 1806, Houston, TX 77057.

IN WITNESS WHEREOF, for the purpose of forming his corporation under the laws of the State of Florida, I the undersigned, the incorporator of this Association, have executed these Articles of Incorporation this 9th day of MARCH, 2006.



ROBERTO J. IGLESIAS

STATE OF TEXAS
COUNTY OF HARRIS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared ROBERTO J. IGLESIAS to me well known and known to me to be the individual described in and who executed the foregoing, and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state named above this 9th day of March, 2006.



Chrystal L. Wursteisen
Notary Public, State of TEXAS
My Commission Expires: 1/26/08

**CERTIFICATE DESIGNATING A REGISTERED AGENT
AND REGISTERED OFFICE
FOR THE SERVICE OF PROCESS**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THUNDERATION OWNERS' ASSOCIATION, INC., a Florida corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 5718 Westheimer, Suite 1806, Houston, TX 77057, has designated HAROLD C. WHITE, whose street address is 137 Bond Street, Clewiston, Florida, 33440, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.



HAROLD C. WHITE

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