

NO 0000004979

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

File date 5/3/06

Office Use Only

BATCH WORK



100062969651

05/05/06--01019--007 *\$73.75

FILED

06 MAY -3 AM 10:52

5/8
30

STAACK, SIMMS & HERNANDEZ, P.A.
Attorneys At Law

GARY P. CORS
GINGER ANN DEGROFF
ALEXANDER HERNANDEZ
JOSEPH T. HOBSON
CAMERON D. MOYER
JOHN S. SIMMS
JAMES A. STAACK *

900 DREW STREET
SUITE 1
CLEARWATER, FL 33755

CLEARWATER: (727) 441-2635
TAMPA: (813) 920-9882
FAX: (727) 461-4836
Website: www.staack-firm.com
toll free: 1-(800)-474-9935

*Bar Certified Attorney: Real Estate

April 28, 2006

The Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: EMILIA TOWNHOMES OWNERS' ASSOCIATION, INC.

Dear Sir or Madam:

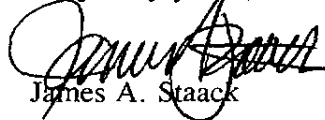
Enclosed herewith please find two original executed Articles of Incorporation / Designation Registered Agent/Registered Office for the above referenced not for profit corporation, along with our check in the amount of \$78.75 to cover the cost of the following:

Filing Fee	\$35.00
Certification & Return of Copy	8.75
Registered Agent Designation	<u>35.00</u>
Total	\$ 78.75

Please return the Certificate of Incorporation along with the certified copy of the Articles of Incorporation to me at the above address.

Thank you for your attention to this matter.

Very truly yours,


James A. Staack

JAS/bb
Enclosures

STAACK, SIMMS & HERNANDEZ, P.A.
Attorneys At Law

GARY P. CORS
GINGER ANN DEGROFF
ALEXANDER HERNANDEZ
JOSEPH T. HOBSON
CAMERON D. MOYER
JOHN S. SIMMS
JAMES A. STAACK *

900 DREW STREET
SUITE 1
CLEARWATER, FL 33755

CLEARWATER: (727) 441-2635
TAMPA: (813) 920-9882
FAX: (727) 461-4836
Website: www.staack-firm.com
toll free: 1-(800)-474-9935

*Bar Certified Attorney: Real Estate

April 28, 2006

The Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314


Re: EMILIA TOWNHOMES OWNERS' ASSOCIATION, INC.

Dear Sir or Madam:

Enclosed please find this firm's check in the amount of \$78.75 which was inadvertently not included with the original Articles of Incorporation / Designation Registered Agent/Registered Office mailed this same date under separate cover for the above referenced not for profit corporation. If possible, please process the filing and return the certified copy as previously indicated.

Thank you for your assistance. If you need anything further, please call.

Sincerely,


Barbara Barnes
Legal Assistant

Enclosures

ARTICLES OF INCORPORATION

OF

EMILIA TOWNHOMES OWNERS' ASSOCIATION, INC.

FILED
06 MAY -3 AM 10:52
TALLAHASSEE, FLORIDA

We, the undersigned, acting as incorporators of a non-profit Homeowners' Association under Chapter 617 and Chapter 720 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is: EMILIA TOWNHOMES OWNERS' ASSOCIATION, INC.

ARTICLE II

The street address and the mailing address of the initial principal office of the Corporation is:

17819 Gulf Blvd.
Redington Shores, FL 33708

The street address of the initial registered office of the Corporation is 900 Drew Street, Clearwater, FL 33755, and the name of the initial registered agent of the Corporation at that address is James A. Staack, Esq. of Staack, Simms & Hernandez, P.A.

ARTICLE III

The specific primary purposes for which the Corporation is formed are to provide for maintenance, preservation, and architectural control of the residence lots and common areas within a certain Townhouse Project known as Emilia Townhomes, located at 17819 Gulf Boulevard, Redington Shore, Florida and to promote health, safety, and welfare of the residents within the above-described Townhouse Project and such additions thereto as may hereafter be brought within the jurisdiction of the Corporation for such purpose.

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

a. Perform all of the duties and obligations of the Owners' Association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the "Declaration") applicable to the subdivision known as Emilia Townhomes and to be recorded in the public records of Pinellas County, Florida;

b. 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 Corporation, including all licenses, taxes, or governmental charges levied on or imposed against the property of the Corporation;

c. 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 Corporation;

d. Borrow money and, subject to the consent by vote or written instrument of two-thirds of each class of members, mortgage, pledge, convey by deed or trust, 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 upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale, or transfer;

f. 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 two-thirds of each class of members;

g. Have and exercise any and all powers, rights, and privileges that a non-profit corporation organized under Chapter 617 and Chapter 720 of the Florida Statutes by law may now or hereafter have or exercise.

The Corporation is organized and shall be operated exclusively for the purposes set forth above. The activities of the Corporation will be financed by assessments against members as provided in the Declaration, and no part of any net earnings of the Corporation will inure to the benefit of any member.

ARTICLE IV

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

The Corporation shall have two classes of voting members as follows:

Class A. Class A members shall be all owners with the exception of Declarant, as such term is defined in the Declaration, 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 such members may determine among themselves, but in no event shall more than one vote be cast with respect to any lot owned by Class A members.

Class B. The Class B member shall be the Declarant, as such term is defined in the Declaration, who shall be entitled to four (4) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership as provided in the Declaration.

ARTICLE V

The period of duration of the Corporation shall be perpetual.

ARTICLE VI

The affairs of the Corporation shall be managed by a board of directors, a president and vice president, who shall at all times be members of the board of directors, and a secretary and treasurer who may or may not be members of the board of directors. Such officers shall be appointed at the first meeting of the board of directors following each annual meeting of members.

ARTICLE VII

The number of persons constituting the initial board of directors of the Corporation, who shall be initially appointed and thereafter elected annually as provided in the By-Laws of the Corporation, shall be not less than three (3).

ARTICLE VIII

The By-Laws of the Corporation may be made, altered, or rescinded at any annual meeting of the Corporation, or at any special meeting duly called for such purpose, on the affirmative vote of a majority of members of each class existing at the time of and present at such meeting.

ARTICLE IX

Amendments to these Articles of Incorporation may be proposed by any member of the Corporation. These articles may be amended at any annual meeting of the Corporation, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the quorum of members existing at the time of, and present at such meeting.

ARTICLE X

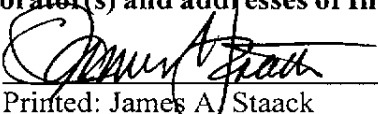
Initially, such three (3) persons or more as the Developer may name shall be the members of the Corporation who shall be the sole voting members of the Board of Directors of the Corporation until such time as the unit owners, other than the Developer, own fifteen percent (15%) or more of the units that will be operated ultimately by the Association, at which time the unit owners other than the Developer shall then be entitled to elect not less than one-third (1/3) of the members of the Board of Directors of the Corporation. Unit owners other than the Developer shall be entitled to elect not less than a majority of the members of the Board of Directors of the Corporation three (3) months after sales have been closed by the Developer of not less than ninety percent (90%) of the units that will be operated ultimately by the Corporation. When unit owners other than the Developer are entitled to elect a majority of directors as set out above, then the Class B Membership shall be deemed converted to a Class A membership, provided, however, that the Developer shall be entitled to elect not less than one (1) member of the Board of Directors of the Corporation as long as the Developer holds for sale in the ordinary course of business 5% of the units in the community operated by the Corporation.

ARTICLE XI

On dissolution, the assets of the Corporation shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Corporation was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

Incorporator(s) and addresses of Incorporator(s):

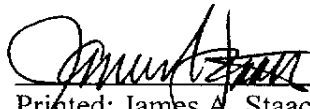
Date: 04/28/06



Printed: James A. Staack

Address: Staack, Simms & Hernandez, PA
900 Drew Street, Suite 1
Clearwater, FL 33755

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Certificate, 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 am familiar with and accept the obligations of my position as Registered Agent.


Printed: James A. Staack
Date: 04/28/06

FILED
06 MAY -3 AM 10:52
CLERK OF COURT
HALL COUNTY, FLORIDA