

NO6000006659

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

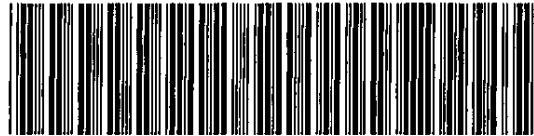
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000076376220

06/20/06--01074--006 \*\*78.75

FILED


06 JUN 20 PM 3:53

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12-9-06  
C.F. 6-21

**MARK E. CLEMENTS, P.A.**  
ATTORNEYS AT LAW

**MARK E. CLEMENTS**

 Certified as an Elder Law Attorney by the  
National Elder Law Foundation  
WILLS - ESTATES - ESTATE PLANNING  
ELDER LAW - MEDICAID - NURSING HOME  
GUARDIANSHIPS - MEDIATION  
CORPORATE AND BUSINESS LAW

310 East Main Street  
Lakeland, Florida 33801  
Telephone (863) 687-2287  
Fax (863) 682-7385

**TIMOTHY L. FLANAGAN**  
OF COUNSEL

June 19, 2006

Department of State  
Corporate Records Bureau  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: West Pipkin Road Village Property Owners Association, Inc.

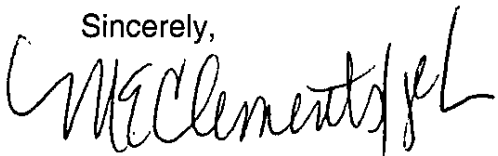
Dear Sir/Madam:

We are enclosing the original and one copy of the proposed Articles of Incorporation for West Pipkin Road Village Property Owners Association, Inc., a Florida non-profit corporation. The designation of the Resident Agent is contained within the Articles. Please approve and file the original and return a certified copy to our office.

We are also enclosing our firm's check payable to you in the amount of \$78.75 for the filing fee and one certified copy of the Articles.

Please call or write our office if anything further is required. Thank you.

Sincerely,



Mark E. Clements

MEC/jeh  
Enclosures  
cc: Barbara Sanders  
N:\CLIENTS\CLINE\West Pipkin Road Village\SecState.doc

**Statement Required by U.S. Treasury Department**

To the extent this message contains tax advice, the U.S. Treasury Department requires us to inform you that any tax advice in this correspondence is not intended or written by our firm to be used, and cannot be used by any taxpayer, for the purpose of avoiding any penalties that may be imposed under the Internal Revenue Code. Advice from our firm relating to Federal tax matters may not be used in promoting, marketing or recommending any entity, investment plan or arrangement to any taxpayer.

ARTICLES OF INCORPORATION  
of  
WEST PIPKIN ROAD VILLAGE PROPERTY OWNERS ASSOCIATION, INC.

FILED  
06 JUN 29 2006  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, for the purpose of forming a corporation not-for-profit, pursuant to Chapter 617 of the Florida Statutes does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation is West Pipkin Road Village Property Owners Association, Inc., hereinafter called the "Association".

ARTICLE II. PRINCIPAL OFFICE

The principal office of the Association is located at 1010 Jordan Road, Lakeland, Florida 33811. The Board of Directors of the Association may change the location of the principal office of said Association from time to time.

ARTICLE III. REGISTERED AGENT

Mark E. Clements, whose address is 310 E. Main Street, Lakeland, Florida 33801, is hereby appointed the initial registered agent of this Association.

ARTICLE IV. PURPOSE AND POWERS OF ASSOCIATION

Pipkin Duplex, LLC, hereinafter referred to as "Developer", is developing a residential subdivision in Polk County, Florida known as West Pipkin Road Village, the plat of which will be recorded in the public records of Polk County, Florida. The real estate owners of such platted property are intended to be members of the Association, hereinafter referred to as the "Subdivision". The Subdivision will be subject to the terms of those certain Declarations of Covenants, Restrictions, Limitations and Conditions to be recorded in the public records of Polk County, Florida, which will refer to the Association and which will be referred to herein as the "Declaration". This Association does not contemplate pecuniary gain or profit to its members and is formed as the Association described and referred to in the Declaration and shall have the power and responsibility to perform all repair, maintenance and replacement responsibilities as set forth in the Declaration, shall have the power and authority to enforce the terms and provisions of the Declaration, shall have the power and authority to develop and implement a security system, shall pay the cost of street lighting for the Subdivision, shall contribute its proportionate share of the costs of maintenance of the entrance to the Development and the landscaped roadway in the Development along the road known as Pipkin Road and shall contribute its proportionate share of the cost of lighting and irrigation of such road, and also its proportionate share of the costs of maintenance of the landscaping located within the Subdivision. Maintenance shall include repair, replacement and costs of irrigation. The term "proportionate share" shall be deemed to mean the ratio of the number of lots in the Subdivision to the total number of developed lots within those areas of the Development obligated to contribute to the foregoing maintenance costs. The Association shall also have such other authority as

may be necessary for the purpose of promoting the health, safety, and general welfare of the residents, and of the owners of lots in the Subdivision who are members of the Association.

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

a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, as the same may be amended from time to time as therein provided, the terms of which Declaration are incorporated herein by reference;

b) Fix, levy, collect, and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration and the Bylaws of the Association; 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;

c) 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 Association;

d) Borrow money and, with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the members;

f) Have and to exercise any and all powers, rights and privileges that a nonprofit corporation organized under Chapter 720 of the Florida Statutes by law may now or hereafter have or exercise, as well as all other express and implied powers of corporations not-for-profit.

g) Operate and maintain the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

h) Establish rules and regulations.

i) Sue and be sued.

j) Contract for services to provide for operation and maintenance of the surface water management system facilities.

k) Take any other action necessary for the purposes for which the Association is organized or, in furtherance of the Declaration of Covenants, Restrictions, Limitations, and Conditions of West Pipkin Road Village.

The Association shall be conducted as a nonprofit organization for the benefit of its members. 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 in accordance with the Bylaws and no part of any net earnings of the Association will inure to the benefit of any member.

#### ARTICLE V. MEMBERS

Every person or entity who is a record owner of a fee or undivided fee interest in any lot (as defined in the Declaration and referred to herein as "Lot") in the Subdivision 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. Membership in the Association shall be appurtenant to the ownership of a Lot and it may not be transferred separate from the ownership of a Lot. Until January 1, 2011, the Developer shall be the only member who may cast votes at any meeting of the members of the Association; thereafter, the owner of each Lot shall be entitled to one (1) vote at any meeting of members of the Association.

#### ARTICLE VI. DURATION

The period of duration of the Association shall be perpetual, unless sooner dissolved pursuant to provisions of Florida Statutes 720, as amended; provided, however, that if the association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the association.

#### ARTICLE VII. SUBSCRIBERS

The name and residence address of each subscriber is:

R. Neal Cline, Jr., 1010 Jordan Road, Lakeland, Florida 33811  
Barbara Sanders, 1010 Jordan Road, Lakeland, Florida 33811

#### ARTICLE VIII. OFFICERS AND DIRECTORS

The affairs of the Association shall be managed by a Board of Directors who shall be members of the Association. The Board of Directors shall be elected at the annual meeting of the Association. Vacancies on the Board of Directors may be filled until the next annual meeting in such a manner as provided by the Bylaws. The officers shall be: a President, Vice President, Secretary, and Treasurer and such other officers as the Board of Directors determines necessary. They shall be elected by the Board of Directors. The officers and members of the Board of Directors shall perform such duties, hold office for

such term, and take office at such time as shall be provided by the Bylaws of the Association.

#### ARTICLE IX. INITIAL DIRECTORS

The number of persons constituting the first Board of Directors of the Association shall be two (2), but may increase in number from time to time by action of the Members. The first Board of Directors who shall serve until the first election at the regular annual meeting are:

R. Neal Cline, Jr., 1010 Jordan Road, Lakeland, Florida 33811  
Barbara Sanders, 1010 Jordan Road, Lakeland, Florida 33811

#### ARTICLE X. BYLAWS

The Bylaws of the Association may be made, altered, or rescinded as provided for in the Bylaws of the Association. However, the initial Bylaws of the Association shall be made and adopted by the initial Board of Directors of the Association.

#### ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of three-fourths (3/4) of the membership existing at the time of, and present at such meeting. A copy of each amendment shall be filed with the Secretary of State, pursuant to the provisions of the applicable Florida Statutes and a copy certified by the Secretary of State shall be recorded in the public records of Polk County, Florida.

#### ARTICLE XII. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by no less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for the 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.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned has executed these Articles of Incorporation this 19 day of June, 2006.

R. Neal Cline, Jr.  
R. Neal Cline, Jr.

Barbara Sanders  
Barbara Sanders

STATE OF FLORIDA  
COUNTY OF POLK

ACKNOWLEDGED before me by R. Neal Cline, Jr., who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (not) take an oath this 19th day of June, 2006.



Julie E. Hance  
Notary Public

STATE OF FLORIDA  
COUNTY OF POLK

ACKNOWLEDGED before me by Barbara Sanders, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did (not) take an oath this 19th day of June, 2006.




Julie E. Hance  
Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of West Pipkin Road Village Property Owners Association, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 19 day of Jun, 2006.

  
\_\_\_\_\_  
Mark E. Clements

N:\CLIENTS\CLINE\West Pipkin Road Village\ARTICLES OF INCORPORATION.doc

FILED  
06 JUN 20 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA