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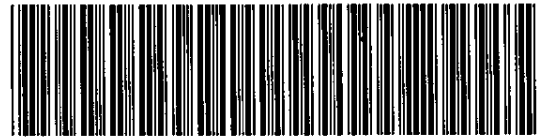
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B. McKnight OCT 30 2006

CAPITAL CONNECTION, INC.

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

Dunes at Crooked Lake Homeowners
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 _____



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 26, 2006

CAPITAL CONNECTION, INC.
ATTN: SP

Corrected

SUBJECT: DUNES AT CROOKED LAKE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W06000047032

We have received your document for DUNES AT CROOKED LAKE HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

An effective date may be added to the Articles of Incorporation if a 2007 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 206A00063700

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
06 OCT 27 PM 1:04

ARTICLES OF INCORPORATION
OF
DUNES AT CROOKED LAKE HOMEOWNERS ASSOCIATION, INC.
(A Corporation Not For Profit)

We, the undersigned, acting as incorporators 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 DUNES AT CROOKED LAKE HOMEOWNERS ASSOCIATION, INC. The principal and mailing address of the Corporation shall be 240 Crescent Lake Court, Lakeland, Florida 33813.

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 DUNES AT CROOKED LAKE, a subdivision including the sign and entrance way greenery, and any replatted portions thereof in Winter Haven, 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 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 residence address of the initial subscriber is:

MARK G. TURNER

255 Magnolia Avenue, SW
Winter Haven, FL 33880

ARTICLE VI

6.1 The affairs of the Association shall be managed by a Board of Directors, and a President, a Vice President, a Secretary and a Treasurer, and Secretary and Treasurer may be one person prior to turn over provided in Article IX, 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:

DAVID J. HOUSTON - President
DAVID J. HOUSTON – Vice President
BRENT BURRIS – Secretary
DAVID J. HOUSTON - Treasurer

ARTICLE VII

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

DAVID J. HOUSTON	240 Crescent Lake Court Lakeland, FL 33813
BRENT BURRIS	422 Eunice Road Lakeland, FL 33803
DAVID DALTON	P. O. Box 2766 Lakeland, FL 33806-2766
EDWARD LADERER	5087 Ironwood Trail Bartow, FL 33830

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 DUNES AT CROOKED LAKE 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.

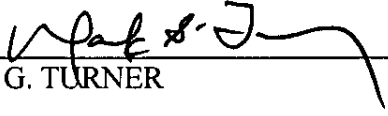
ARTICLE X

10.1 On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association 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 or to any governmental entity for a public purpose.

ARTICLE XI

11.1 The street address of the initial registered office of this Corporation is 255 Magnolia Avenue, SW, Winter Haven, Florida 33880, and the name of the initial registered agent of this Corporation at that address is MARK G. TURNER.

IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal, this 24th day of October, 2006, for the purpose of forming this Corporation not for profit under the laws of the State of Florida.



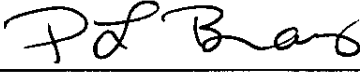
MARK G. TURNER

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, a Notary Public, duly authorized to take acknowledgments, personally appeared, MARK G. TURNER, 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 24th day of October, 2006.

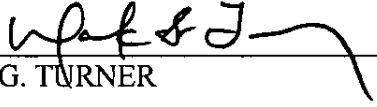




Notary Public/State of Florida
My Commission Expires: _____

ACCEPTANCE AS REGISTERED AGENT

I, MARK G. TURNER, accept the designation as registered agent at the registered address of 255 Magnolia Avenue, SW, Winter Haven, Florida 33880, as listed in Article XI of these Articles of Incorporation.



MARK G. TURNER

FILED
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DIVISION OF CORPORATIONS
06 OCT 27 PM 1:04