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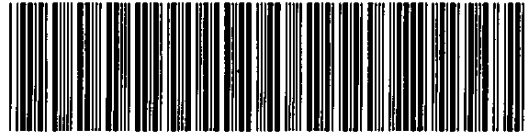
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FILED**

T. Burch DEC 27 2006

C. B. MYERS III, P.A.

ATTORNEY AT LAW

202 E. Stuart Avenue  
P. O. Box 1410  
Lake Wales, FL 33859-1410

(863) 679-5337 • FAX (863) 679-5215

December 19, 2006

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Filing Articles of Incorporation

Please find enclosed Articles of Incorporation for **LANDINGS AT LAKE EASY HOMEOWNERS ASSOCIATION, INC.** to be filed with the Department of State. I have enclosed a check in the amount of \$78.75 to cover the filing costs as follows: \$35.00 to file the Articles; \$35.00 for the Registered Agent Designation and \$8.75 for a certified copy.

Upon recording, please return the documents in the self addressed, stamped envelope enclosed.

If you have any questions, please feel free to contact me at your convenience.

Sincerely,



Deborah Partlow  
Assistant to C. B. Myers III

enclosures

FILED

2006 DEC 26 PM 2: 20

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
LANDINGS AT LAKE EASY HOMEOWNERS ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, being a resident of the State of Florida and of full age, hereby forms a corporation not for profit in accordance with the laws of the State of Florida, and certify as follows:

ARTICLE I - NAME

The name of this corporation is LANDINGS AT LAKE EASY HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association".

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of this Association shall be located at 1860 Pinnacle Drive, Lakeland, Florida 33813, which office may be changed from time to time by action of the Board of Directors.

ARTICLE III - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Association shall be Norman Larry Black, Jr., 1860 Pinnacle Drive, Lakeland, Florida 33813.

ARTICLE IV - PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to its members.

The specific purposes for which it is formed are to promote the health, safety, and general welfare of the residents and property within all of Landings of Lake Easy development, herein called the "Properties", described in those certain Declaration of Covenants, Conditions and Restrictions for said Landings of Lake Easy, now or hereafter recorded among the Public Records of Polk County, Florida, and any amendments or modifications thereof, herein called the "Declaration", relating to the Properties and any additions thereto as may hereafter be brought within the jurisdiction of the Association. The purposes of this Association shall include, without limitation of the foregoing, the improvement, maintenance, and control of the various tracts and parcels within the Properties, and carrying out, enforcing and otherwise fulfilling its rights and responsibilities under and pursuant to the Declaration. For the foregoing purposes, and without limitation, this Association is empowered to:

- (1) 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;
- (2) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, and to pay all expenses in connection therewith

and all office and other expenses incident to the conduct of the business of this Association, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Association;

- (3) acquire, either by gift, purchase or otherwise, and to own, hold, improve, build upon, operate, maintain, convey, sell, lease or transfer, or otherwise dispose of real or personal property, or interests therein, in connection with the affairs of this Association; provided, however, any conveyance of all or any portion of the Common Area shall require approval of two-thirds (2/3) vote of each class of members;
- (4) borrow money, and upon two-thirds (2/3) vote 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;
- (5) dedicate, sell, or transfer all or any part of this Association's property to any public body or governmental agency or authority, or any public or private utility for such purposes and subject to such conditions as may be agreed to by the members;
- (6) grant easements as to the Common Area to public and private utility companies, and to public bodies or governmental agencies or other entities or persons, without cost or charge, where convenient, desirable or necessary in connection with the development of the Properties, and the providing of utility and other services thereto;
- (7) participate in mergers and consolidations with other non-profit corporations organized for similar purposes, provided that any such merger or consolidation shall have been approved by a two-thirds (2/3) vote of each class of members;
- (8) adopt, alter, amend, and rescind reasonable rules and regulations from time to time, which rules and regulations shall be consistent with the rights and duties established by the Declaration and with the provisions of these Articles of Incorporation;
- (9) contract for the maintenance and management of the Common Area and to authorize a management agent to assist the Association in carrying out its powers and duties under the Declaration;
- (10) to adopt such annual budgets as are necessary to carry out the provisions of the Declaration; and
- (11) have and exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, Florida Statutes by law may now or hereafter have or exercise.
- (12) In the event the Properties have on site wetland mitigation as defined in the regulations which requires monitoring and maintenance, the Association shall include in its budget an appropriate allocation of funds for monitoring and maintenance of the wetland mitigation area(s) each year until the Southwest Florida Water Management District

("SWFMD") determines that the area(s) is successful in accordance with the Environmental Resource Permit.

- (13) The purposes of the Association shall further include the right and obligation to operate, maintain and repair the Common Area, and any improvements thereon, including, but not limited to any Surface Water Management System ("SWMS") as herein after defined, 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, and/or related appurtenances which may be located within the Properties.

ARTICLE V - MEMBERSHIP AND VOTING RIGHTS

- A. This Association shall be a membership corporation, without certificates of shares of stock. The Association may have more than one classes of membership, with different voting rights among such classes and members, as designated in the Declaration and the Bylaws of the Association.
- B. Qualification for, admission to, and membership in the Association shall be regulated by the Declaration and the Bylaws of the Association.
- C. Voting rights of the various classes of membership shall be regulated by the Declaration and the Bylaws of the Association.
- D. The share of an owner or a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance of such owner's or member's Lot.

ARTICLE VI - BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, which so long as Class B membership exists, shall consist of three (3) directors, and thereafter shall consist of not less than three (3) nor more than nine (9) directors. Directors shall be members of the Association; provided, however, that so long as Class B membership shall exist, directors need not be members of the Association. The names and addresses of the persons who are to act in the capacity of directors until their successors are elected and qualified, unless they sooner shall die, resign or be removed, are:

<u>NAME</u>	<u>ADDRESS</u>
Norman Larry Black, Jr.	1860 Pinnacle Drive Lakeland, FL 33813
Jason Rogers	184 Huntley Oaks Blvd. Lake Placid, FL 33862

C. B. Myers, III

202 E. Stuart Ave.  
Lake Wales, FL 33853

The initial Board of Directors herein designated shall serve until Class B membership has ceased and been converted to Class A membership and until the first annual membership meeting thereafter, at which time the members shall elect three (3) directors. Directors elected at the first such annual membership meeting and thereafter shall serve for a period of one year, and until their successors have been duly elected and qualified. So long as Class B membership shall exist, any member of the Board of Directors may be removed, with or without cause, but only by the Class B member, and any vacancies occurring on the Board of Directors shall only be filled by appointment by the Class B member.

#### ARTICLE VII - OFFICERS

The Association shall be administered by a president, vice president, secretary and treasurer, and such other officers as may be designated in the Bylaws, and shall be elected at the time and in the manner prescribed in the Bylaws. Officers need not be members of the Association. The names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Norman Larry Black, Jr.	President	1860 Pinnacle Drive Lakeland, FL 33813
Jason Rogers	Vice President/ Treasurer	184 Huntley Oaks Blvd. Lake Placid, FL 33862
C. B. Myers III	Secretary	202 E. Stuart Avenue Lake Wales, FL 33853

#### ARTICLE VIII - SUBSCRIBER

The name and address of the subscriber to these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Norman Larry Black, Jr.	1860 Pinnacle Drive Lakeland, FL 33813

#### ARTICLE IX - DISSOLUTION

This Association may be dissolved with the assent given in writing and signed by

members entitled to cast not less than two-thirds (2/3) of the votes of each class of members. Upon dissolution of this Association, other than incident to a merger or consolidation, the assets of this 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes, but in no event shall such assets inure to the benefit of any member or other private individual.

#### ARTICLE X - BYLAWS

The Bylaws of this Association shall be initially adopted by the Board of Directors. Thereafter, the Bylaws may be amended, altered or rescinded in the manner provided by the Bylaws.

#### ARTICLE XI - AMENDMENT OF ARTICLES

- A. These Articles of Incorporation may be amended, from time to time, as follows:
- (1) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
  - (2) A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by not less than one-third (1/3) of the voting members of the Association.
  - (3) Except as elsewhere provided, an amendment shall be adopted if approved either:
    - (a) by not less than two-thirds (2/3) of the entire membership of the Board of Directors and also by not less than sixty-seven percent (67%) of the votes of the voting members duly qualified to vote; or
    - (b) by not less than seventy-five percent (75%) of the vote of the voting members duly qualified to vote, regardless of approval of the Board of Directors.

B. No amendment shall make any change in the qualifications for membership nor the voting rights or property rights of members, without approval in writing by all members and the joinder of all record owners of mortgages upon Lots.

C. No amendment shall make any change in the rights of the Declarant without the written approval of the Declarant. No amendment shall be made that is in conflict with the Declaration.

D. No amendment shall be effective until a copy of such amendment shall have been certified by the Secretary of State of the State of Florida and thereafter shall have been recorded

in the Public Records of Polk County, Florida.

E. HUD/VA, for so long as there is a Class B membership, shall have the right to veto amendments to these Articles.

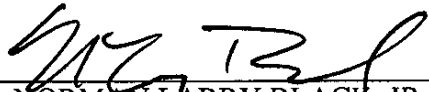
#### ARTICLE XII - INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him in connection with any proceeding or settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

#### ARTICLE XIII - INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of this Association, has executed these Articles of Incorporation this 28 day of November, 2006.

  
\_\_\_\_\_  
NORMAN LARRY BLACK, JR.



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for LANDINGS AT LAKE EASY HOMEOWNERS ASSOCIATION, INC., at the place designated in these Articles of Incorporation, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of the laws of the State of Florida relative to keeping such open office.

Dated this 28 day of November, 2006.

  
NORMAN LARRY BLACK, JR.

Principal Corporation Office:

1860 Pinnacle Drive  
Lakeland, Florida, 33813