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Dora Lake Estates Property Owners Association, Inc.

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March 8, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

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SUBJECT: DORA LAKE ESTATES PROPERTY OWNERS ASSOCIATION, INC.
REF: W07000011665

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ARTICLES OF INCORPORATION
OF
DORA LAKE ESTATES
PROPERTY OWNERS ASSOCIATION, INC.

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2007 MAR 12 A 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED HEREBY ASSOCIATE THEMSELVES FOR THE PURPOSE OF FORMING A CORPORATION NOT-FOR-PROFIT UNDER AND PURSUANT TO CHAPTER 617, FLORIDA STATUTES, AND DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I
NAME

1.1 The name of the Corporation shall be **DORA LAKE ESTATES PROPERTY OWNERS ASSOCIATION, INC.** and its initial principal place of business in Florida shall be 21137 Ladymarion Way, Leesburg, Florida 34748, and mailing address of the business shall be 814 West Diamond Ave., Suite 200, Gaithersburg, MD 20878. For convenience, the Corporation shall be herein referred to as the "Association."

ARTICLE II
PURPOSES AND POWERS

2.1 Purposes. The specific primary purposes for which the Association is organized are to provide for maintenance, preservation and architectural control of the Lots and common elements within a certain tract of real property described as Dora Lake Estates, and to promote the health, safety and welfare of the residents within the above-described development and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

The Association shall operate, maintain and manage the Surface Water or Stormwater Management Systems in a manner consistent with the St. Johns River Water Management District Permit No. 42-069-1279N-ERP requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the Surface Water or

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Stormwater Management Systems.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the Common Elements and Surface Water or Stormwater Management Systems.

2.2 Powers. In furtherance of such purposes set forth in Section 2.1 above, the Association shall have the power to:

a. Perform all of the duties and obligations of the Association as set forth in the Declaration of Covenants, Conditions and Restrictions (the "Declaration") applicable to the Subdivision and to be recorded in the Public Records of Lake County, Florida.

b. Affix, levy, 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.

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 Association.

d. Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of each class of members, mortgage, pledge, convey by deed of 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, sale or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Members, agreeing to such dedication, sale

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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 (2/3) of the Members.

g. Have and exercise any and all powers, rights and privileges that a nonprofit corporation organized under Chapter 617 of 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 no part of any net earnings of the Association will inure to the benefit of any Member.

**ARTICLE III
MEMBERS**

3.1 Every person or entity who is a record Owner of a fee or undivided fee interest in any Lot which is subject by covenant 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 not be separated from Ownership of a parcel which is subject to assessment by the Association.

**ARTICLE IV
DURATION AND DISSOLUTION**

4.1 Existence and Duration. Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

4.2 Dissolution. In the event of termination, dissolution or final liquidation of the

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Association, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

**ARTICLE V
OFFICERS AND DIRECTORS**

5.1 The affairs of the Association will 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. Such officers shall be elected at the first annual meeting of the Board of Directors.

5.2 The names and addresses of the officers who shall hold office until their successors are elected and have qualified, or unless removed for cause, are as follows:

<u>OFFICERS</u>	<u>TITLE</u>	<u>ADDRESS</u>
Gary L. Bailey	President	21137 Ladymarion Way Leesburg, Florida 34748
Sheryl A. Bailey	Secretary	21137 Ladymarion Way Leesburg, Florida 34748
Michael Adams	Treasurer	1402 Bermuda Dunes Court Mitchellville, Maryland 20721

5.3 The number of persons constituting the first Board of Directors of the Association shall be three (3), and thereafter, the membership shall consist of not less than three (3) and not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>DIRECTORS</u>	<u>ADDRESS</u>
Gary L. Bailey	21137 Ladymarion Way Leesburg, Florida 34748
Sheryl A. Bailey	21137 Ladymarion Way

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Leesburg, Florida 34748

Michael Adams

1402 Bermuda Dunes Court
Mitchellville, Maryland 20721

5.4 The method by which Directors are elected shall be as set forth in the Bylaws.

ARTICLE VI
BYLAWS

6.1 The Bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at special meeting duly called for such purpose, on the affirmative vote of a majority of the class of Members entitled to vote at the time, present in person or by proxy at such meeting, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

ARTICLE VII
AMENDMENTS

7.1 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 a majority of the number of total votes of the Membership entitled to vote at the time of such meeting.

ARTICLE VIII
VOTING

8.1 The Association shall have two classes of voting members.

Class A: Class A Owners shall be all Owners in the Subdivision except the Declarant. Each Owner shall be entitled to one vote for each Lot owned. When more than one person holds an interest in a given Lot, all such persons shall be members and the vote for such Lot shall be exercised as they may determine among themselves, however in no event shall more than one vote be cast with respect to any Lot.

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Class B: The Class B member shall be the Declarant, its successors and assigns.

The Class B member shall be entitled to five votes per Lot.

**ARTICLE IX
INCORPORATORS**

9.1 Gary L. Bailey, 21137 Ladymarion Way, Leesburg, Florida 34748, Sheryl A. Bailey, 21137 Ladymarion Way, Leesburg, Florida 34748, and Michael Adams, 1402 Bermuda Dunes Court, Mitchellville, Maryland 20721.

**ARTICLE X
DISSOLUTION**

10.1 Upon a two-thirds (2/3) vote of the Members, the corporation may be dissolved. The procedures for dissolution will be as set forth in Chapter 617 Florida Statutes.

**ARTICLE XI
REGISTERED AGENT**

11.1 The initial registered agent of the corporation shall be Gary L. Bailey and the initial registered address of the corporation shall be 21137 Ladymarion Way, Leesburg, Florida 34748.

**ARTICLE XII
EFFECTIVE DATE**

12.1 The effective date of this Corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

**ARTICLE XIII
INDEMNIFICATION**

13.1 Each Director and Officer of this Association shall be indemnified by the Association against all costs and expense reasonably incurred or imposed upon him or her in connection with or arising out of any action, suit or proceedings in which he or she may be involved or to which he or she may be made a party by reason of his or her having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself).

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IN WITNESS WHEREOF, I have hereunto set my hand and seal at 814 W. Diamond Ave.
Gaithersburg, MD
this 5th day of March, 2007.

INCORPORATOR:

Gary L. Bailey
Gary L. Bailey

Sheryl A. Bailey
Sheryl A. Bailey

Michael Adams
Michael Adams

ACCEPTANCE BY REGISTERED AGENT:

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

Gary L. Bailey
Gary L. Bailey

STATE OF Maryland
COUNTY OF Montgomery

I HEREBY CERTIFY that on this 5th day of March, 2007, before me, the undersigned authority, personally appeared Gary L. Bailey, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal at Gaithersburg, said County and State, the day and year first above written.

Judith Thompson
NOTARY PUBLIC - STATE OF Maryland
County of Montgomery
Printed Name of Notary Public Judith Thompson
Commission Number: MA
My Commission Expires: 8-1-09

[SEAL]



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