

NO7000005606

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax and number (shown below) on the top and bottom of all pages of the document.

((H07000150242 3)))



H070001502423ABCV

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)558-1575

FLORIDA PROFIT/NON PROFIT CORPORATION

LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	09
Estimated Charge	\$78.75

D. WHITE JUN - 6 2007

Electronic Filing Menu

Corporate Filing Menu

Help

FILED

2001 JUN -5 P 3:06

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC.
(A Florida Corporation Not-For Profit)

ARTICLE I

The name of the corporation is **LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**

ARTICLE II

The corporation is incorporated as a corporation not-for-profit under the provisions of Chapter 617, Florida Statutes, as amended from time to time.

ARTICLE III

The registered office and address of the corporation shall be 2221 Misty Court, Dunedin, Florida 34698.

ARTICLE IV

CHARLES F. JOSEPH, whose address is 2221 Misty Court, Dunedin, Florida 34698, is hereby appointed the initial Registered Agent of this corporation.

ARTICLE V

The purpose for which this corporation is organized is to act on behalf of its Members in operating and governing **LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**, and to

have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, and By-Laws may now or hereafter have and exercise, including but not limited to, the following:

(a) To join with other corporations or entities in becoming a Member of LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as "Association"), the purposes of which are hereinbelow described;

(b) To collect assessments from each Member for the maintenance, repair and replacement of certain property (hereinafter referred to as "Common Area"), title to which shall be held by Loken Subdivision Homeowners Association, their successors and assigns, and to assist Association in promoting the health, safety and welfare of the residents using the common property and any additions thereto;

(c) Exercise all of the powers and privileges and to perform all of the duties and obligations of this corporation as set forth in the Declaration of Agreements, Easements, Covenants, Conditions and Restrictions executed by L.M. LOKEN (hereinafter referred to as "Declarant") and filed in the Official Records Book of Pinellas County, Florida at O.R. Book 10139, Page 925 (hereinafter referred to as "Restrictions") as applicable to the plat of the property recorded in the Office of the Clerk of the Circuit Court of Pinellas County, Florida, and as the same may be amended from time to time as therein provided;

(d) Collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Restrictions; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against

any properties of the corporation; and

(e) Have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, and by law may now or hereafter have and exercise.

(f) Operate and maintain common property, specifically including, without limitation, any surface water management system as permitted by the Southwest Florida Water Management District, including all ponds, retention areas, water management areas, ditches, culverts, structures and related appurtenances.

ARTICLE VI

The Members of the corporation shall consist of all of the record owners of each and every fee or undivided fee interest in any Lot subject to the Restrictions in LOKEN SUBDIVISION. Membership shall be held by the person or entity, or in common by the persons or entities, owning such property interest. Membership in the corporation is limited to Owner(s), as defined in Article I of the Declaration of Covenants and Conditions of LOKEN SUBDIVISION, and as evidenced by the filing of a deed to such Lot. Membership is an incident of ownership and is not separately transferable. All of the owners of each Lot in LOKEN SUBDIVISION shall collectively have one (1) vote, so that each Lot, through its owners, has one (1) vote.

ARTICLE VII

The term for which the corporation is to exist is perpetual.

ARTICLE VIII

The affairs of the corporation shall be governed by a Board of Directors, which Board shall consist of not less than three (3) and not more than seven (7) persons. The initial Board of Directors

shall consist of three (3) Directors. The Board of Directors shall be elected from among the Lot Owners; or if a Lot Owner shall be a corporation, partnership, or trust, then an officer, partner, or beneficiary of such Lot Owner shall be qualified to be a Director. The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the corporation and shall have all of the powers and duties referred to in the Statutes of the State of Florida respecting corporations not-for-profit.

Provisions for the election of Directors and provisions respecting the removal and resignation of Directors, and for filling vacancies in the Board, shall be established by the By-Laws.

ARTICLE IX

The initial Board of Directors of the corporation shall be selected within thirty (30) days of the filing hereof with the Secretary, each of whom shall serve until the 31st day of January, 2008. Thereafter, the Board initially consisting of three (3) members, shall be elected over staggered terms, with one (1) being elected for one (1) year, one (1) being elected for two (2) years, and one (1) being elected for three (3) years. Thereafter, elections shall occur annually so that the Board continuously consists of at least three (3) Directors, with one (1) being replaced each year.

ARTICLE X

The operation of the corporation shall be governed by the By-Laws.

The By-Laws may be altered, amended or supplemented in any duly called meeting of the Members provided;

- 1) Notice of the meeting shall contain a statement of the proposed amendment;
- 2) If the amendment has received the unanimous approval of the Board of Directors, then it shall be approved upon the affirmative vote of the Members casting a

majority of the total votes of the Members of the Corporation;

3) If the amendment has received less than unanimous approval by the Board of Directors, then the amendment shall be approved by the affirmative vote of the Members of the corporation casting not less than fifty (50%) percent of the total vote of the Members of the corporation; and

4) Said amendment shall be certified and recorded among the Public Records of Pinellas County, Florida.

ARTICLE XI

The affairs of the corporation shall be administered by the President of the corporation, assisted by a Vice President, a Secretary and a Treasurer, and if any, the Assistant Secretary and the Assistant Treasurer subject to the directions of the Board of Directors. The Board of Directors, or President with prior approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the exclusive, singular and unique operation or management of the corporation, provided that no such person or principal or entity employed as managing agent or personnel of the corporation shall be a Member of the corporation.

The Board of Directors shall elect the officers of the corporation at the first meeting of the Board of Directors following the annual meeting of the Members. The President shall be elected from the membership of the Board of Directors, but no other Officer need be a Director. The same person may hold two (2) offices, the duties of which are not incompatible; provided, however, that the Office of President and Vice President shall not be held by the same person, nor shall the Office of President and Secretary or Assistant Secretary be held by the same person.

The initial Officers of this corporation shall be as follows:

<u>NAME</u>	<u>TITLE</u>
Charles F. Joseph	President
Robert Marinak	Secretary
Michael deLorenzi	Treasurer

ARTICLE XII

These Articles of Incorporation may be altered, amended, changed, added to or repealed, in the manner as herein set forth, at any duly called meeting of the Members of this corporation, provided that notice of the meeting is given in the manner provided for in the By-Laws and that the notice contain a full statement of the proposed alteration, amendment, change, addition or repeal of any provision of these Articles, and that at such meeting, there is an affirmative vote of three-quarters (3/4) of the Members, qualified to vote, present in person or by proxy in favor of said alteration, amendment, change, addition or repeal.

ARTICLE XIII

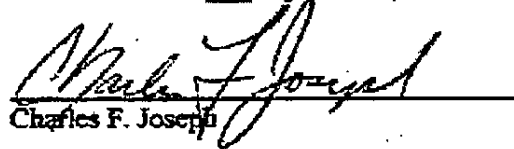
This corporation shall not have or issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its Members, Directors or Officers. This corporation must pay compensation in a reasonable amount to its Members, Directors and Officers for services rendered, may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation, pursuant to Chapter 617, Florida Statutes, as amended from time to time, may make distribution to its Members, and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income; provided, however, no compensation may be paid for services rendered solely in the capacity of a Director, Officer, or Member.

ARTICLE XIV

The name and address of the incorporator of this corporation is as follows:

Charles F. Joseph
2221 Misty Court
Dunedin, FL 34698

I, the undersigned, being the incorporator hereinabove named, for the purposes of forming a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation and have hereunto set my hand and seal this 4th day of June, 2007.


Charles F. Joseph

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing was acknowledged before me this 4th day of June, 2007, by CHARLES F. JOSEPH, () who is personally known to me, or (☒) who has produced his driver's license as identification, and who acknowledged that he did subscribe to the foregoing Articles of Incorporation freely and voluntarily for the purposes therein expressed, and did not take an oath.


Notary Public

My Commission Expires:



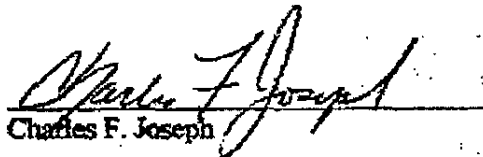
**CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OF PROCESS
WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit, desiring to organize under the laws of the State of Florida, hereby designates Charles F. Joseph, whose address is 2221 Misty Court, Dunedin, Florida, as its Registered Agent to accept service of process within the State of Florida.

ACCEPTANCE BY REGISTERED AGENT

Having been named as the initial Registered Agent of LOKEN SUBDIVISION HOMEOWNERS ASSOCIATION, INC., I hereby agree to act in this capacity and agree to maintain said corporation's initial registered office at 2221 Misty Court, Dunedin, Florida 34698, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

Dated the 4th day of June, 2007.


Charles F. Joseph

FILED
2007 JUN -5 P 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA