

David H. Galloway, P.A.

Attorney at Law

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September 27, 2007

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32301

Re: Montego Place Property Owners Association, Inc.

Gentlemen:

Please find enclosed original and one copy of Articles of Incorporation of Montego Place Property Owners Association, Inc., which we would appreciate your filing in your records.

Also enclosed is my check for \$78.75 to cover the following costs:

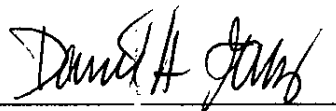
Filing fee	\$ 35.00
Registered Agent Designation	\$ 35.00
Certified copy	<u>\$ 8.75</u>
Total	\$ 78.75

Please return a certified copy of the Articles of Incorporation to the undersigned.

Very truly yours,

DAVID H. GALLOWAY, P. A.

By



David H. Galloway

Enclosures

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
MONTEGO PLACE PROPERTY OWNERS ASSOCIATION, INC.
A Florida Corporation Not For Profit

ARTICLE I - NAME

The name of the corporation is MONTEGO PLACE PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II - DURATION

The duration of the corporation is perpetual; and the corporate existence will commence upon the filing of these Articles with the Department of State.

ARTICLE III - REGISTERED AGENT AND PRINCIPAL OFFICE

The initial principal place and office of business shall be at 506 N. Alexander Street, Plant City, Florida 33563, with branch offices at such places as the Board of Directors may from time to time by resolution provide within and without the State of Florida and the United States of America.

The name of the corporation's registered agent and address is :

DAVID H. GALLOWAY

506 N. ALEXANDER STREET

PLANT CITY, FLORIDA 33566

ARTICLE IV - GENERAL PURPOSES

The general nature and purpose for this corporation is to implement and enforce the Declaration of Covenants, Restrictions and Assessments for Montego Place, a subdivision in Hillsborough County, Florida and to do all things necessary to preserve, protect and enhance the value and amenities in the subdivision to ensure the residents enjoyment of the rights and privileges in the community properties and as the Board of Directors may deem appropriate from time to time, any other associated legal activities.

ARTICLE V - POWERS

This corporation shall have all the rights and powers now or hereafter conferred upon not for profit corporations by the laws of the State of Florida.

The corporation shall not carry on activities that are prohibited for corporations exempt from Federal Income Tax under the *Internal Revenue Code of 1986* (or in any future United States Internal Revenue Code).

The Corporate Association shall additionally and specifically have the following enumerated powers:

- a. To own and operate property
- b. To 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.
- c. To establish rules and regulations.
- d. To assess members and enforce assessments.

- e. To sue and be sued.
- f. To contract for services to provide for operation and maintenance of the surface water management system facilities if the association contemplates employing a maintenance company.
- g. To require all lot owners, parcel owners, or unit owners to be members.
- h. Exist in perpetuity; however, if the association is ever 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.
- i. To take any other action necessary for the purposes for which the association is organized.

ARTICLE VI - NON PROFIT PURPOSES AND POWERS

The purposes of which the Corporation is organized are:

- 1. To manage, preserve, enhance and protect the property of MONTEGO PLACE, a subdivision subject to covenants and restrictions running with the land, located in Hillsborough County, Florida, by operating the corporation not for profit, fixing and collecting assessments from the property owners, managing those funds collected from the various property owners, each of whom will be a member of this Association, and to expend such funds as are necessary to meet the requirements established by the Declaration of Covenants, Restrictions and Assessments for Montego Place, and to enhance the community for the benefit of the members-

property owners.

3. If the Corporation shall be or become a private foundation as such term is defined by *Internal Revenue Code Section 509*, then the Corporation shall be required to distribute its income for each taxable year at such time and in such manner as not to subject it to tax under *Internal Revenue Code Section 4942*, and the Corporation shall be prohibited from engaging in any act of self-dealing (as defined in Section 4941(d), from retaining any excess business holdings (as defined in Section 4943(c), from making any investments in such manner to subject the Corporation to tax under Section 4944, and from making any taxable expenditures (as defined in Section 4945(d)). The statutory references in this Paragraph 3 are to the Internal Revenue Code of 1986, and the regulations thereunder, as they now exist and may hereafter be amended from time to time.

ARTICLE VII - SUBSCRIBERS

The name and address of the Subscriber of the Articles of Incorporation is:

NAME

ADDRESS

LEAFORD SHAKES 1917 COLSON ROAD PLANT CITY, FL 33567

ARTICLE VIII - MEMBERSHIP

Membership in this Corporation shall consist of those persons who are hereafter named as initial members of the Board of Directors of this Corporation, together with such other persons who from time to time hereafter, meet the requisite qualifications of membership in this Corporation as provided by the By-Laws of the Corporation, and who are elected to membership in this Corporation in the manner provided in the By-Laws of the Corporation.

ARTICLE IX - MANAGEMENT OF CORPORATE AFFAIRS

1. Board of Directors:

The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation may be increased or diminished from time to time by the By-Laws, but shall never be less than THREE (3).

The Directors named herein as the first Board of Directors shall hold office until the first meeting of the Members, at which time an election of Directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve until their successors have been elected. Annual meetings shall be held at the principal office of the Corporation, or a such other place as the Board of Directors may designate from time to time by resolution, each year unless otherwise determined by the Board.

Any action required to permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board and any such action by written consent shall have the same force and effect as if taken by unanimous written consent of the Board of Directors without a meeting and that the Articles of Incorporation and By-Laws of this Corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

It is also understood that any member of the Board of Directors may participate in regular or specially called meetings of the Board of Directors via conference call, and that such participation and action will be accepted and appropriately recorded as binding and legal as provided in the By-Laws of the Corporation.

The names and addresses of such first members of the Board of Directors and their

addresses are as follows:

<u>NAME</u>	<u>ADDRESS</u>
LEAFORD SHAKES	1917 COLSON ROAD, Plant City, Florida 33567
DAVID H. GALLOWAY	506 N. ALEXANDER ST. Plant City, Florida 33563
YVONNE SHAKES	5738 HORTON ROAD Plant City, Florida 33567

2. Corporate Officers

The Board of Directors shall elect the following officers: President, Secretary and Treasurer and such other officers as the By-Laws of the Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
LEAFORD SHAKES	President & Treasurer
DAVID H. GALLOWAY	Secretary

ARTICLE X - BY-LAWS

The Board of Directors of this Corporation may provide such By-Laws for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the By-Laws may be amended, altered or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Corporations Not For Profit Law of Florida concerning corporate action that must be authorized or approved by members of the Corporation.

ARTICLE XI - AMENDMENTS TO ARTICLES OF INCORPORATION

Any amendment to these Articles of Incorporation may be proposed by a any member of the Corporation, but such amendment may be adopted only after receiving an affirmative vote of the majority of the Board of Directors.

ARTICLE XII - DISSOLUTION

The Board of Directors alone has power to determine to dissolve this Corporation. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such manner as shall, at the time of such disposal, be permitted of a not for profit corporation. Any assets not so disposed of shall be disposed of by the appropriate Court of the county in which the principal office of the Corporation is then located, as said Court shall determine.

ARTICLE XIII - DISTRIBUTIONS, TAX EXEMPT STATUS

1. Distributions, Assets, Tax Treatment.

During such period or periods of time, if any, as the Corporation is treated as a “private foundation” pursuant to §509 of the *Code*, the Directors must distribute the Corporation’s income at such time and in such manner so as not to subject the Corporation to tax under §4942 of the *Code*, and the Corporation is prohibited from engaging in any act of self-dealing (as defined in §4943(c) of the *Code*) which would subject the Corporation to tax under §4943 of the *Code*, from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under §4943 of the *Code*, from making any investments or otherwise acquiring

assets in such manner so as to subject the Corporation to tax under §4944 of the Code, from retaining any assets which would subject the Corporation to tax under §4944 of the Code if the Directors have acquired such assets, and from making any taxable expenditures (as defined in §4945(d) of the Code).

2. Activities.

Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a Corporation described in the Code, or cause it to lose any exempt status, or carry on any activity not permitted to be carried on by a Corporation, contributions to which are deductible under the Code.

ARTICLE XIV - INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suite or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Director or Officer of the Corporation (whether or not he is a Director or Officer of the Corporation at the time he is made a party to such action, suit or proceedings, or at the time such costs or expense is incurred by or imposed upon him) except in relation to matters as to which he shall be finally adjudged in such actions, suit or proceedings to have been derelict in the performance of his duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

IN WITNESS WHEREOF, I have hereunto subscribed my name to these Articles of Incorporation this 27th day of September, 2007.



LEAFORD SHAKES

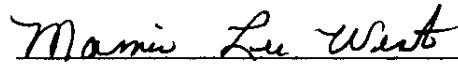
2007 OCT -1 P 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged under oath before me this 27th day of September, 2005, by LEAFORD SHAKES, who declared his identity and who has produced his Florida Drivers License as personal identification.

MAMIE LEE WEST
Notary Public, State of Florida
My comm. exp. July 12, 2010
Comm. No. DD 570087



Notary Public, State of Florida
My Commission expires:

ACKNOWLEDGMENT

Having been named as Registered Agent of the foregoing The MONTEGO PLACE PROPERTY OWNERS ASSOCIATION, INC., I hereby accept and agree to act in this capacity and agree to comply with the laws of the State of Florida in all respects.



DAVID H. GALLOWAY