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SECRETARY OF STATE

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MARY D. HANSEN, ESQUIRE CONSULTING ATTORNEY LAND USE & ENVIRONMENTAL LAW

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

07 NOV 13 AM 9:30

Suite 1 4393 South Ridgewood Avenue Port Orange, FL 32127 (386) 763-7001 (386) 763-7002 (fax) mdhpa@earthlink.net

September 13, 2007

Florida Department of State Division of Corporations Clifton building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Articles for Filing (Lake Linden Friends, Inc., a not-for profit corporation)

Enclosed for filing is an original set of articles of incorporation for Lake Linden Friends, Inc., organized under Chapter 617, Florida Statutes (2007). The subscriber's check #283 in the amount of \$70.00 is also enclosed, to cover the statutory filing and registered agent fees.

If the Division needs anything further, please let me know. I am most easily reached on my cell phone at (386) 547-2320.

Thank you for your assistance.

very truly yours

Mary D. Hansen, Esquire

MDH/kp (encl.)

xc: Glenn Housman

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FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

07 NOV 13 AM 9:30

### FLORIDA DEPARTMENT OF STATE Division of Corporations

September 18, 2007

MARY D. HANSEN, ESQUIRE 4393 SOUTH RIDGEWOOD AVENUE SUITE 1 PORT ORANGE, FL 32127

SUBJECT: LAKE LINDEN FRIENDS, INC.

Ref. Number: W07000046140

We have received your document for LAKE LINDEN FRIENDS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected 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) 245-6973.

Claretha Golden Document Specialist New Filing Section

Letter Number: 907A00054997

FILED SECRETARY OF STATE DIVISION OF COMPORATIONS

07 NOV 13 AM 9:30

## ARTICLES OF INCORPORATION OF LAKE LINDEN FRIENDS, INC. (Nonprofit Corporation)

BY THESE ARTICLES OF INCORPORATION, the incorporator forms a corporation under the laws of the State of Florida.

#### **ARTICLE I - NAME**

The name of this corporation is LAKE LINDEN FRIENDS, INC.

#### ARTICLE II - PURPOSE

The purposes for which this corporation is organized are:

- to educate its Members and all others concerning factors affecting the environmental health of, and the recreational and riparian opportunities provided by, Lake Linden, located in Seminole County, Florida, including its waters and surrounding areas contributing to the water quality, drainage and flood control functions it performs;
- 2. to promote interest in and knowledge of conditions and forecasts concerning the welfare of said Lake Linden, through meetings of the membership, and to formulate and undertake actions to preserve, maintain and enhance said welfare:
- to initiate, support and invest in projects intended to enhance the recreational and environmental functions performed by Lake Linden, including but not limited to, being the applicant for necessary permits and the hiring and oversight of contractors to perform work authorized by permit; and
- 4. to lobby for or against the projects of others which may adversely affect Lake Linden, including but not limited to, acting on behalf of its Members in public hearings, and administrative and judicial proceedings.
- 5. to exercise any or all corporate powers for such other purposes authorized by law, as the directors or membership shall from time to time approve.

#### **ARTICLE III - STOCK**

This corporation shall issue no stock.

#### ARTICLE IV - TERM

This corporation shall exist perpetually.

#### **ARTICLE V - MEMBERS**

This corporation shall have Members. Members of the corporation will be required to have an avowed interest in the health and welfare of Lake Linden. Subject to the membership roster qualification herein, those that meet that qualification shall be admitted upon a vote of simple majority of the Board of Directors at a duly called and noticed meeting, and upon full payment of the dues, as set forth more particularly in the By-Laws of the corporation. At all times, Members who own property immediately adjacent to Lake Linden shall comprise at least 51% of the total membership roster, and shall be designated "owner-members". Owner-members shall be admitted upon 1) execution of a letter of intent to provide project access upon notification by the Corporation as further provided in the By-Laws, and 2) execution of a deed restriction for their property requiring membership in the Corporation for themselves and their heirs, assignees and successors in interest, which shall be recorded in the Public Records of Seminole County, Florida, at the expense of the Corporation.

#### ARTICLE VI - VOTING

No special assessment may be approved by the membership unless a majority of the owner-members vote in its favor.

#### **ARTICLE VII - OFFICERS**

The affairs of the corporation shall be managed by officers appointed by the initial Board of Directors. The names of the officers who shall serve until the election of the new

Board of Directors at the organizational meeting after these articles are approved and the corporate Charter confirmed are:

President/Treasurer

**GLENN HOUSMAN** 

Vice President

JAMES HIRSCH

Secretary

KRISTI JOHNSON

#### **ARTICLE VIII - DIRECTORS**

This corporation shall have a board of directors, of three directors initially. The number and manner of election of directors shall be as prescribed by the By-Laws but at least three directors shall be officers unless hereafter provided otherwise in the By-Laws. The names of the initial directors who shall serve by the consensus of organizers until the first election at the organizational meeting are:

Director

**GLENN HOUSMAN** 

Director

JAMES HIRSCH

Director

KRISTI JOHNSON

Vacancies in the initial board of directors occurring before the first election as prescribed in the By-Laws shall be filled by directors remaining in office even though they do not constitute a quorum of directors. Thereafter any vacancies in the board of directors shall be filled by the majority vote of a quorum of the directors. A quorum shall be a simple majority of the board of directors. Should there be less than a quorum due to death, resignation and/or a failure or refusal of enough directors to constitute a quorum at a properly noticed regular or special meeting of the corporation, the remaining director(s) is/are empowered to fill such vacancies through the appointment of replacement directors.

#### ARTICLE IX - SUBSCRIBER

The name and residence of the subscriber is:

GLENN HOUSMAN, 27 Windsor Isle Drive, Longwood, FL 32779

#### **ARTICLE X- BY LAWS**

The By-Laws shall be adopted by the board of directors at its organizational meeting, which shall occur immediately after the organizational meeting. By-Laws may be amended from time to time by a simple majority of directors or of the membership entitled to vote.

#### **ARTICLE XI - AMENDMENTS**

An amendment to these articles may be proposed by the board of directors or an officer or a member. Amendments shall be adopted board of directors by affirmative vote of at a least three fourths of the directors present and voting at a meeting at which a quorum is present with the secretary entitled to cast two votes.

#### **ARTICLE XII - ADDRESS**

The initial post office address of the principal office of the corporation in the State of Florida is: 27 Windsor Isle Drive, Longwood, FL 32779.

The board of directors from time to time may move the principal office to any other address in Florida.

#### ARTICLE XIII - RESIDENT AGENT

The initial registered agent of this corporation shall be of Mary D.

Hansen, 4393 South Ridgewood Avenue, Suite 1, Port Orange, Florida 32127.

#### **ARTICLE XIV - MEMBER MEETINGS**

No act of the members shall be valid unless taken at a meeting of the members

#### **ACCEPTANCE OF DESIGNATION**

The undersigned hereby accepts designation as registered agent of LAKE LINDEN FRIENDS, INC. for service of process within the State of Florida.

Mary D. Harsen, Esquire Fla. Bar No. 0332429

My commission expires:

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