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FLORIDA PROFIT/NON PROFIT CORPORATION

Bungalow Park Homeowners' Association, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
BUNGALOW PARK HOMEOWNERS' ASSOCIATION, INC.

75th Street West, LLC, a Florida limited liability company, being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, states as follows:

ARTICLE I. NAME

The name of the corporation is Bungalow Park Homeowners' Association, Inc., hereinafter referred to as the "Association." The street address and mailing address of the initial principal office of the Association is 528 74th Street, Holmes Beach, FL 34217.

ARTICLE II. PURPOSE

The general purpose of the Association shall be to serve as a homeowners' association to operate a residential development known as Bungalow Park (the "Subdivision").

The specific purposes for which the Association is organized are:

- (a) To promote the health, safety, and general welfare of the residents and owners of Lots in the Subdivision, which is being developed by 75th Street West, LLC (the "Developer");
- (b) To provide overall supervision, management, and control for the Subdivision in accordance with that certain Declaration of Covenants, Restrictions and Easements for the Subdivision executed by the Association and Developer, as amended from time to time (the "Declaration"); and
- (c) To operate, maintain, repair, administer, perpetuate, and own certain common properties (the "Community Properties") within the Subdivision for the use and enjoyment of residents and owners in the Subdivision, as more fully set forth in the Declaration.

The foregoing paragraph enumerates the specific purposes of the Association, but it is expressly provided hereby that such enumeration shall not be held to limit or restrict in any manner the purposes or powers of the Association otherwise permitted by law.

ARTICLE III. POWERS AND DUTIES

The Association shall have all of the common law and statutory powers, rights, and duties of a corporation not for profit as lawfully modified by these Articles of Incorporation, the Bylaws of the Association (the "Bylaws"), and the Declaration including, without limitation, the power to own and convey property, sue and be sued, contract for services, adopt Rules, and levy Assessments against Members, all as provided in the Declaration.

ARTICLE IV. LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any Member, director, or officer of the Association; provided, however, the Association may pay compensation in a reasonable amount for services rendered, may confer benefits on its Members in conformity with its purposes, and may make rebates of excess membership dues, fees, or Assessments. The amount of earnings, if any, is not to be taken into account in any manner for the purpose of determining whether there should be a rebate or the amount of any rebate.

ARTICLE V. TERM OF EXISTENCE

The existence of the Association shall commence on December 31, 2007, and shall continue perpetually.

ARTICLE VI. MEMBERS

Every owner of a vested present fee simple interest in a "Lot", as such term is defined in the Declaration, shall automatically become a Member of the Association, as more fully provided in the Declaration and the Bylaws. Each owner designated in a deed or other instrument establishing title to a Lot which is duly recorded among the Public Records of Manatee County, Florida, shall be entitled to all the rights and privileges of membership upon delivery of a copy of such instrument to the Association. Membership in the Association shall automatically terminate when the title to the Lot supporting said membership vests in another person or legal entity. Prior to recording the Declaration among the Public Records of Manatee County, Florida, the Developer shall be the sole Member of the Association.

ARTICLE VII. VOTING RIGHTS

Section 1. The Association shall have two (2) classes of voting membership:

(a) CLASS A. Every Member with the exception of Developer shall be a Class A Member. Each Class A Member shall be entitled to cast one vote for each Lot owned as more fully set forth in the Bylaws. Such vote or votes shall be cast by the Voting Representative for the Lot.

(b) CLASS B. The Class B Member shall be Developer and shall be entitled to cast four (4) votes for each Class A vote.

Section 2. As of the Turnover Meeting, as defined in the Declaration, the Class B membership shall cease, and all Members shall thereafter have the voting rights of a Class A Member. Notwithstanding the foregoing, Developer's unweighted votes shall continue to be cast by Developer after the Turnover Meeting.

ARTICLE VIII. BOARD OF DIRECTORS

Section 1. The business affairs of the Association shall be managed by a Board of Directors (the "Board").

Section 2. The Association shall have three (3) directors.

Section 3. The names and addresses of the initial directors who are to serve as the Board until the Turnover Meeting are as follows:

<u>Name</u>	<u>Address</u>
Gregory J. Ross	526 74 th Street Bradenton, FL 34217
Andrew O'Malley	526 74 th Street Bradenton, FL 34217
Alan Valadie	526 74 th Street Bradenton, FL 34217

Section 4. Each director shall be elected and hold office as provided in these Articles of Incorporation and the Bylaws. Any vacancies occurring on the Board prior to the Turnover Meeting shall be filled by the Developer.

ARTICLE IX. OFFICERS

Section 1. The officers of the Association shall be a President, a Vice President (if determined to be necessary by the Board), a Secretary, and a Treasurer. Such other officers, assistant officers, and agents as may be deemed necessary may be elected or appointed from time to time as provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the Association until the first annual meeting of the Board are:

<u>Office</u>	<u>Name</u>
President	Gregory J. Ross
Secretary/ Treasurer	Gregory J. Ross

Section 3. The officers shall be elected at each annual meeting of the Board or as provided in the Bylaws, and each shall serve until his or her successor is chosen and qualified, or until his or her earlier resignation, disqualification, removal from office, or death.

Section 4. The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE XI. DISSOLUTION

The Association shall not be dissolved, nor shall the Association dispose of any common open space by sale or otherwise, except to an organization conceived and organized to own and maintain the common open space, without first offering to dedicate the same to Manatee County or another appropriate governmental agency.

ARTICLE XII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Association is 7051 Manatee Avenue West, Bradenton, FL 34209-2256, and the name of the initial registered agent of the Association located at that address is Robert W. Hendrickson, III.

ARTICLE XIII. INCORPORATOR

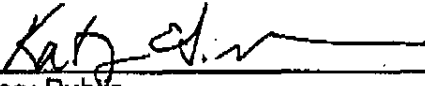
The name and address of the Incorporator is Robert W. Hendrickson, III, 7051 Manatee Avenue West, Bradenton, FL 34209-2256.

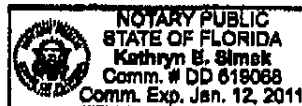
WHEREFORE, for the purpose of forming a corporation not for profit under the provisions of Chapter 617. of the Florida Statutes, the undersigned has executed these Articles of Incorporation this 31st day of December, 2007.


Robert W. Hendrickson, III

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 31st day of December, 2007, by Robert W. Hendrickson, III, who is personally known to me or has produced _____ as identification and did not take an oath.


Notary Public
Notary Seal:



ACCEPTANCE

I hereby accept to act as initial Registered Agent for Bungalow Park Homeowners' Association, Inc., as stated in these Articles of Incorporation.


Robert W. Hendrickson, III

(SEAL)

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