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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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Office Use Only



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02/04/08--01050--016 **70.00

EFFECTIVE DATE

1/31/08

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2008 FEB -4 P 5:02

FILED

The Davis Law Firm



12610 Race Track Road
P.O. Box 10653
Tampa, Florida, 33679
Telephone: 813-856-4722
Facsimile: 1-866-567-6811
kdavis@goDavisLaw.com
www.goDavisLaw.com

January 31, 2008

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: **Not-for-Profit Articles of Incorporation for Aripeka Estates Homeowners' Association, Inc.**

To whom it may concern:

Enclosed please find the Articles of Incorporation for Aripeka Estates Homeowners' Association, Inc., a Florida not-for-profit corporation along with the filing fee of \$70.00. Please file by stamping or otherwise endorsing it as "filed" together with the Secretary of State's official title and the date and time of receipt. Upon filing, please deliver an acknowledgment of filing to me at the address listed above. Please keep in mind, in conformance with F.S. 617.0203(1), the corporation's existence begins on January 31, 2008, which is a period within five (5) business days prior to the date of filing.

Please feel free to call me with any questions you may have.

Sincerely,

Kurt E. Davis

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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February 12, 2008

Diane Cushing
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Filing Correction for Aripeka Estates Homeowners' Association, Inc. Articles of Incorporation

Dear Diane:

Thanks for taking my telephone call this afternoon regarding the filing of the above-referenced articles of incorporation.

Just to recap, I received a letter from Dale White refusing to accept the articles because the date of incorporation is January 31, 2008, and Ms. White alleged that it was received by your office after 5 business days following such date. As I had mentioned on the phone, however, the actual date of Ms. White's letter was only 4 business days after the date of incorporation. Additionally, you mentioned to me that your office actually received the articles on February 4, 2008, which was only 2 business days following the incorporation date.

Following your instructions, I hereby enclose the original Articles of Incorporation so that they may be properly filed with the Division of Corporations. Please forward to me confirmation that these were filed timely and that the date of incorporation is in fact January 31, 2008.

Should you have any questions regarding this, please feel free to contact me.

Sincerely,



Kurt E. Davis

KED/fm
cc: Aripeka Estates, LLC via email

enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 6, 2008

THE DAVIS LAW FIRM
KURT E. DAVIS
PO BOX 10653
TAMPA, FL 33679

SUBJECT: ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: W08000006501

We have received your document for ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, 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):

The effective date is not acceptable since it is not within five working days of the date of receipt.

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) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

Letter Number: 808A00007920

EFFECTIVE DATE 1/31/08

**ARTICLES OF INCORPORATION OF
ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, INC.**

FILED

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, being a resident of the State of Florida and of full age, hereby forms a corporation not for profit in accordance with the laws of the State of Florida, and certify as follows:

2008 FEB 14 2 02a
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Association".

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of this Association shall be located at 1254 South Pinellas Avenue, Tarpon Springs, Florida 34689, which office may be changed from time to time by action of the Board of Directors.

ARTICLE III - DATE OF INCORPORATION

In conformance with Florida Statute 617.0203(1), the existence of ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, INC. shall commence on January 31, 2008.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Association shall be Kurt E. Davis, The Davis Law Firm, 12610 Racetrack Rd., Tampa, Florida 33756.

ARTICLE V - PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to promote the health, safety, and general welfare of the residents within that certain real property, herein called the "Real Property", described in that certain Declaration of Covenants, Conditions and Restrictions for ARIPEKA ESTATES, now or hereafter recorded among the Public Records of Pasco County, Florida, and any amendments or modifications thereof, herein called the "Declaration", relating to the Real Property and any additions thereto as may hereafter be brought within the jurisdiction of the Association.

The purpose of the Association shall be to operate, maintain and repair the Common Area, and any improvements thereon, including, but not limited to any Surface Water Management System ("SWMS") defined as, lakes, retention areas, culverts and/or related appurtenances which may be located within the Real Property; to maintain the decorative entranceways to the Real Property, if any, including, but not limited to, the sidewalks, irrigation, lighting, landscaping, walls, signage, gates, curbing, roadways and berms, and streets within the Real Property; to maintain and repair the interior and exterior surface of certain walls and fences, if any, bordering the Real Property and bordering the streets within the Real Property; to maintain and repair any irrigation facilities servicing land which the Association is obligated to maintain; to pay for the costs of street lighting for Common Areas if required, streets within the Real Property, or other areas designated by the Board of Directors, and take such other action as the Association is authorized to take with regard to the Real Property pursuant to these Articles of Incorporation and By-Laws, or the Declaration.

For the foregoing purposes, this Association is empowered to:

(1) exercise all of the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in the Declaration as the same may be amended from time to time as therein provided;

(2) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of this Association, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Association;

(3) acquire, either by gift, purchase or otherwise, and to own, hold, improve, build upon, operate, maintain, convey, sell, lease or transfer, or otherwise dispose of real or personal property, or interests therein, in connection with the affairs of this Association;

(4) borrow money, and upon two-thirds (2/3) vote of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(5) dedicate, sell, or transfer all or any part of this Association's property to any public body or governmental agency or authority, or any public or private utility for such purposes and subject to such conditions as may be agreed to by the members;

(6) grant easements as to the Common Area to public and private utility companies, and to public bodies or governmental agencies or other entities or persons, without cost or charge, where convenient, desirable or necessary in connection with the development of the Properties, and the providing of utility and other services thereto;

(7) participate in mergers and consolidations with other non-profit corporations organized for similar purposes, provided that any such merger or consolidation shall have been approved by a two-thirds (2/3) vote of each class of members;

(8) adopt, alter, amend, and rescind reasonable rules and regulations from time to time, which rules and regulations shall be consistent with the rights and duties established by the Declaration and with the provisions of these Articles of Incorporation;

(9) contract for the maintenance and management of the Common Area and to authorize a management agent to assist the Association in carrying out its powers and duties under the Declaration;

(10) to adopt such annual budgets as are necessary to carry out the provisions of the Declaration;

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

(12) In the event the Real Property has on site wetland mitigation as defined in the regulations which requires monitoring and maintenance, the Association shall include in its budget an appropriate allocation of funds for monitoring and maintenance of the wetland mitigation area(s) each year until the Southwest Florida Water Management District ("SWFMD") determines that the area(s) is successful in accordance with the Environmental Resource Permit.

(13) The purpose of the Association shall be to operate, maintain and repair the Common Area, and any improvements thereon, including, but not limited to any Surface Water Management System Facilities ("SWMS") defined as, including, but not limited to: 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, and/or related appurtenances which may be located within the Properties.

ARTICLE VI - MEMBERSHIP AND VOTING RIGHTS

A. This Association shall be a membership corporation, without certificates of shares of stock.

B. Qualification for, and admission to, membership in the Association shall be regulated by the Declaration and the Bylaws of the Association.

C. The share of an owner or a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance of such owner's or member's Lot.

D. Every person or entity who is a record owner of any Lot is entitled to membership and voting rights in the Association. Membership is appurtenant to, and inseparable from, ownership of the Lot.

ARTICLE VII- BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, which shall consist of three (3) directors. Directors shall be members of the Association; provided, however, that so long as Class B membership shall exist, directors need not be members of the Association. The names and addresses of the persons who are to act in the capacity of directors until their successors are elected and qualified, unless they sooner shall die, resign or be removed, are:

<u>NAME</u>	<u>ADDRESS</u>
Alexander N. Mourtakos	1254 South Pinellas Avenue Tarpon Springs, Florida 34689
Douglass E. Naumann	1254 South Pinellas Avenue Tarpon Springs, Florida 34689
Alexander Mourtakos	1254 South Pinellas Avenue Tarpon Springs, Florida 34689

The initial Board of Directors herein designated shall serve until Class B membership has ceased and been converted to Class A membership and until the first annual membership meeting thereafter, at which time the members shall elect three (3) directors. Directors elected at the first such annual membership meeting and thereafter shall serve for a period of one year, and until their successors have been duly elected and qualified. So long as Class B membership shall exist, any member of the Board of Directors may be removed, with or without cause, but only by the Class B member, and any vacancies occurring on the Board of Directors shall only be filled by appointment by the Class B member.

ARTICLE VIII - OFFICERS

The Association shall be administered by a president, vice president, secretary and treasurer, and such other officers as may be designated in the Bylaws, and shall be elected at the time and in the manner prescribed in the Bylaws. Officers need not be members of the Association. The names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Alexander N. Mourtakos	President	1254 South Pinellas Avenue Tarpon Springs, Florida 34689
Douglass E. Naumann	Vice President	21254 South Pinellas Avenue Tarpon Springs, Florida 34689
Alexander Mourtakos	Secretary/ Treasurer	1254 South Pinellas Avenue Tarpon Springs, Florida 34689

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator is as follows:

NAME

ADDRESS

Kurt E. Davis

12610 Racetrack Rd.
Tampa, FL 33626

ARTICLE X - DISSOLUTION

The Association shall exist in perpetuity. Provided, this Association may be dissolved with the assent given in writing and signed by members entitled to cast not less than two-thirds (2/3) of the votes of each class of members. Upon dissolution of this Association, other than incident to a merger or consolidation, the assets, including the surface water management system, of this Association shall be dedicated to an appropriate public body or agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit organization to be devoted to such similar purposes, but in no event shall such assets inure to the benefit of any member or other private individual.

ARTICLE XI - BYLAWS

The Bylaws of this Association shall be initially adopted by the Board of Directors. Thereafter, the Bylaws may be amended, altered or rescinded in the manner provided by the Bylaws.

ARTICLE XII - AMENDMENT OF ARTICLES

A. These Articles of Incorporation may be amended, from time to time, as follows:

(1) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

(2) A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by not less than one-third (1/3) of the voting members of the Association.

(3) Except as elsewhere provided, an amendment shall be adopted if approved by not less than fifty-one percent (51%) of the vote of the voting members duly qualified to vote.

B. No amendment shall make any change in the qualifications for membership nor the voting rights or property rights of members, without approval in writing by all members and the joinder of all record owners of mortgages upon Lots.

C. No amendment shall make any change in the rights of the Declarant without the written approval of the Declarant. No amendment shall be made that is in conflict with the Declaration.

D. No amendment shall be effective until a copy of such amendment shall have been certified by the Secretary of State of the State of Florida and thereafter shall have been recorded in the Public Records of Pasco County, Florida.

ARTICLE XIII - INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him in connection with any proceeding or settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIV - INTERPRETATION

Express reference is hereby made to the terms, provisions, definitions, and rules of interpretation contained in the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions hereof be consistent with the provisions of the Declaration and, to the extent not prohibited by law, that the provisions of these Articles and of the Declaration be interpreted, construed, and applied so as to avoid inconsistencies or conflicting results.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the Incorporator of this Association, has executed these Articles of Incorporation this 31st day of January, 2008


Kurt E. Davis
Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for ARIPEKA ESTATES HOMEOWNERS' ASSOCIATION, INC., at the place designated in these Articles of Incorporation, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of the laws of the State of Florida relative to keeping such open office.

Dated this 31st day of January, 2008.

THE DAVIS LAW FIRM

By: 
KURT E. DAVIS
Registered Agent

Registered Office:

12610 Racetrack Rd.
Tampa, FL 33626

Principal Corporation Office:

1254 South Pinellas Avenue
Tarpon Springs, Florida 34689

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2008 FEB -4 P 5:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA