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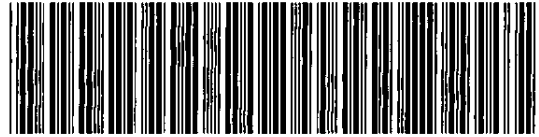
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09 APR 29 AM 1:17

STATE OF ARIZONA
COUNTY OF MARICOPA

COVER LETTER

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

SUBJECT: Lake June West Property Owners' Association, Inc.

(**PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX**)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Pamela T. Karlson
Name (Printed or typed)

301 Dal Hall Blvd
Address

Lake Placid, FL 33852
City, State & Zip

863-465-5033
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

OF

LAKE JUNE WEST PROPERTY OWNERS' ASSOCIATION, INC. (A Non-Profit Corporation)

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is LAKE JUNE WEST PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes and powers of the corporation are:

a) To maintain, manage and operate certain real property in Highlands County, Florida, known as LAKE JUNE WEST TOWNHOMES ON THE WATER and to assess, enforce and collect assessments for maintenance, management and other matters, in accordance with the terms of these Articles of Incorporation, the By-Laws of this corporation, and the Declaration of Covenants and Restrictions recorded in the public records of Highlands County, Florida pertaining to LAKE JUNE WEST TOWNHOMES ON THE WATER. The corporation shall be conducted as a non-profit corporation.

b) To operate and maintain the surface water management system as permitted by the applicable Florida Water Management District 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 own, rent, sell, convey, lease, operate and maintain sufficient real and personal property to carry out the purposes hereinabove expressed.

d) To receive donations, gifts, or bequests of money or

other property, and to accept the same, subject to such conditions or trusts as may be attached thereto, and to obligate itself to perform and execute, any and all such conditions or trusts.

e) To contract debts and to borrow money, to issue, sell and pledge bonds, debentures, notes and other evidences of indebtedness. To contract for services to provide for operations and maintenance of the surface water management system if the association so contemplates employing a maintenance company.

f) To sue and be sued and establish rules and regulations.

g) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these Articles of Incorporation.

h) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.

i) In furtherance of the purposes of the Association, the Association shall have all of the powers set forth in the act, and all of the powers reasonably necessary to operate the Association pursuant to the Declaration of Covenants and Restrictions, including but not limited to the following irrevocable rights, powers, and authority:

1) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants and Restrictions hereinafter called the "Declaration" applicable to the property and recorded or to be recorded in the Office of the Clerk of Highlands County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

2) To enforce the covenants and restrictions contained in the Declaration, and to make, establish and enforce reasonable Rules and Regulations governing the administration, management, and use of the Property;

3) To establish a budget for the operations of the Association; to designate those expenses which shall constitute the Common Expenses and Limited Common Expenses of

the Association; to make, levy, and collect assessments against Unit Owners of the Association to provide the funds to pay for Common Expenses and Limited Common Expenses of the Association as provided for in the Declarations; and to use and expend the proceeds of Assessments in the exercise of the powers and duties of the Association;

4) To maintain, repair, replace, and operate those portions of the Association Property that the Association has the duty or right to maintain, repair, replace and operate under the Declarations;

5) To have access to each Unit from time to time during reasonable hours as may be necessary for the maintenance, repair, or replacement of any Common Elements or Limited Common Elements therein or accessible therefrom, or, to have immediate access at any time as may be necessary for making emergency repairs necessary to prevent damage to any other Unit or Units;

6) To contract for the management of the Association Property and to delegate to such agent(s) all or some of the powers, duties, and responsibilities of the Association;

7) To employ personnel to perform the services required for proper operation of the Association;

8) To purchase and maintain all forms of insurance on the Association Property for the protection of the Association and its members;

9) To reconstruct the Association Property after casualty or other loss;

10) To make additional improvements on and to the Association Property;

11) To approve or disapprove the transfer, mortgage, and ownership of Units to the extent such power is granted to it under the Declarations;

12) To retain legal counsel at the expense of the Association and to enforce by legal action the provisions of the Declarations and the Rules and Regulations of the Association;

13) To acquire, by purchase or otherwise, Units in the Association, and to hold, lease, mortgage, and convey the same;

14) To lease or license the use of Common Elements and Limited Common Elements in a manner not inconsistent with the rights of Unit Owners;

15) To pay taxes and assessments which are liens against any part of the Association other than individual Units (unless the individual Units are owned by the Association) and the appurtenances thereto, and to assess the same against the Units subject to liens for such purposes;

16) To pay the cost of all power, water, sewer, trash, garbage, and other utility services rendered to the Association and not billed to the individual Units;

17) To adopt and establish Bylaws for the operation of the Property Owners' Association;

18) Borrow money, and with the assent of two-thirds 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;

19) Dedicate, sell, or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale or transfer;

20) Maintain the surface water management system including all lakes, retention areas, culverts and related appurtenances, on or servicing that project known as LAKE JUNE WEST TOWNHOMES ON THE WATER, including the right to contract for services to provide for the operation and maintenance of the surface water management system;

21) Establish rules and regulations.

j) The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of Florida.

ARTICLE III. MEMBERS

The qualification of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

(a) The owners of all units in LAKE JUNE WEST TOWNHOMES ON THE WATER shall be members of the corporation, and no other persons or entities shall be entitled to membership.

(b) Membership shall be established by the acquisition of fee title to a unit, and the membership of any party shall be automatically terminated upon his being divested of title to all units.

(c) The interest of a member in the funds and assets of the corporation cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his unit. The funds and assets of the corporation shall belong solely to the corporation subject to the limitation that the same be expended, held or used for the benefit of the Membership and for the purposes authorized herein, in the By-Laws which may be hereafter adopted, and in the Declaration of Covenants and Restrictions which have been recorded in the public records of Highlands County, Florida, covering LAKE JUNE WEST TOWNHOMES ON THE WATER.

(d) Until 90% of the units have been sold by the developer as defined in the Declaration of Covenants and Restrictions, the Developer shall have all voting rights in the corporation. Thereafter, the voting rights shall be transferred to the other members and, on all matters on which the Membership shall be entitled to vote, there shall be one vote for each unit. Should any member own more than one unit, such member shall be entitled to exercise or cast as many votes as he owns units.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually. However, if this corporation is dissolved, the surface water management system shall be conveyed, at the discretion of the authorized transferrers, to either a similar non-profit corporation or an appropriate agency of local government.

ARTICLE V. ADDRESS

The street address of the corporation in the State of Florida is 184 East Interlake Blvd, Lake Placid, Florida 33852. The Board of Directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places as may be designated by the Board of Directors.

ARTICLE VI. OFFICERS

The affairs of the corporation are to be managed by a president, secretary and treasurer and such other officers as may be provided in the By-Laws, who shall be elected at the annual meeting of the member as designated in the By-Laws. Officers who are to serve until the first election of officers are:

NAME	OFFICE
LORENA G. CHAPMAN	President
LORENA G. CHAPMAN	Secretary
MICHAEL P. CHAPMAN	Treasurer

Annual meetings will be in January as called by the Board of Directors, beginning in 2009.

ARTICLE VII. DIRECTORS

The corporation shall be managed by a board of not less than three (3) directors. The three directors who are to serve until the first election of directors are:

NAME	ADDRESS
LORENA G. CHAPMAN	225 Blossom Drive Sebring, FL 33875
MICHAEL P. CHAPMAN	225 Blossom Drive Sebring, FL 33875
SCOTT P. CHAPMAN	101 Christine Street NW Lake Placid, FL 33852

The manner in which the directors are to be elected or appointed shall be provided in the By-Laws of the corporation.

ARTICLE VIII. SUBSCRIBERS

The name and street address of the subscriber to these articles of incorporation is:

NAME	ADDRESS
LORENA G. CHAPMAN	225 Blossom Drive Sebring, FL 33875

The subscriber of these Articles of Incorporation hereby assigns to this corporation his rights under the Florida Statutes, to

ARTICLE IX. ASSESSMENTS

The private property of the members shall not be subject to the payment of corporate debts of the corporation; provided that this provision shall not in any manner limit the obligation of each member unto the corporation as set forth and contained in the Articles of Incorporation, the By-Laws which may be hereafter adopted, and the Protective Covenants and Restrictions; or limit the right of the corporation to levy and assess members for their proportionate share of the expenses of the corporation, and to enforce collection of such assessments in such manner as may be reserved to the corporation in the Articles, said By-Laws and the Protective Covenants and Restrictions.

ARTICLE X. LIABILITY

Every director and officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with 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 corporation, whether or not he is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement of indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. 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 XI. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

This corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation as now or hereafter prescribed by law. Each amendment of the Articles of Incorporation must be approved by a three-fourths majority of the votes of UNIT owners. Amendment to the By-Laws shall be made in accordance with the Amendment procedures outlined in the By-Laws.

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ARTICLE XII. NON-PROFIT CHARACTER

This corporation is one which does not contemplate pecuniary gain or profit to the members, directors or officers. Upon dissolution of the corporation, all corporate assets remaining after payment of all liabilities shall be distributed to charitable, religious, scientific, literary or educational organizations.

**ARTICLE XIII. REGISTERED OFFICE AND
REGISTERED AGENT**

The corporation hereby designates: 184 East Interlake Blvd, Lake Placid, Florida 33852, as its registered office and MICHAEL P. CHAPMAN as its registered agent, who is located at the same address for service of process.

IN WITNESS THEREOF, I, LORENA G. CHAPMAN the undersigned subscriber, have hereunto set my hand and seal this 20th day of April, 2009, for the purpose of forming this non-profit corporation under the laws of the State of Florida, and I hereby make and file in the office of the Secretary of State of the State of Florida, these Articles of Incorporation, and certify that the facts herein stated are true.

Lorena G. Chapman
LORENA G. CHAPMAN, Subscriber

STATE OF FLORIDA
COUNTY OF HIGHLANDS

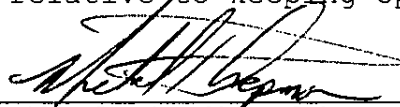
I HEREBY CERTIFY that on this day, before me, a notary public duly authorized in the state and county named above to take acknowledgments, personally appeared, LORENA G. CHAPMAN, personally known to me or who produced her _____ as identification.

WITNESS my hand and official seal in the county and state named above this 20th day of April 2009.

Janet Gerberich
Printed name: Janet Gerberich
My Commission expires: 3/20/2011
My Commission expires: _____
(affix notarial seal)

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certification, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



MICHAEL P. CHAPMAN
Registered Agent

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NOTARY PUBLIC
STATE OF TEXAS