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FLORIDA PROFIT/NON PROFIT CORPORATION

SUGAR CREEK HOA, INC.

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FAX AUDIT NUMBER: H09000230598 3

ARTICLES OF INCORPORATION
OF
SUGAR CREEK HOA, INC.

The undersigned, desiring to form a corporation not-for-profit in accordance with the laws of the State of Florida, in compliance with the requirements of Chapters 617 and 723, Florida Statutes, does hereby certify the following:

ARTICLE I
NAME

The name of this corporation is SUGAR CREEK HOA, INC., a Florida not-for-profit corporation, hereafter called the "Corporation."

ARTICLE II
OFFICE

The initial principal office and mailing address of this Corporation, which office and/or mailing address may be changed from time to time by action of the Board of Directors, shall be located at:

10265 Ulmerton Road, Lot 144
Largo, Florida 33771

ARTICLE III
PURPOSE AND POWERS

The general purpose for which the Corporation is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association.

The Corporation has the power to negotiate for, acquire and operate the mobile home park known as SUGAR CREEK MOBILE HOME COMMUNITY (the "Park") on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith. Upon completing the purchase of the Park, the Corporation shall convert the same to a condominium, cooperative or other type of ownership.

RM:6723955:1

Prepared By:
David S. Bernstein, Esq., FL Bar #454400
Ruden, McClosky, Smith, Schuster & Russell, P.A.
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The Corporation has the power to purchase lots in the Park and to acquire, hold, lease, mortgage, and convey them.

The Corporation shall have the power to transact any or all lawful business for which corporations may be incorporated under Chapters 607, 617, and 723, Florida Statutes. In addition, the Corporation shall also have all the following powers:

1. Exercise all of the powers and privileges specified in §617.0302 and §617.0303, Florida Statutes.
2. Exercise all of the powers and privileges specified in §723.075, §723.077, §723.078 and §723.079, Florida Statutes.
3. Promote the health, safety and general welfare of the residents of the Park.
4. Offer subscriptions, for the purpose of raising the necessary funds to purchase, acquire, and operate the mobile home park, to its members or other owners of mobile homes within the Park.
5. Once the Park has been acquired, to convert the Park to a condominium, a cooperative, or a subdivision form of ownership, or another type of ownership. Upon acquisition of the property, the Corporation, by action of its board of directors, shall be the entity that creates the condominium, cooperative, or subdivision or offers condominium, cooperative, or subdivision units for sale or lease in the ordinary course of business or, if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of property.
6. Lease, maintain, repair, and replace the common areas upon purchase of the Park, and to make, levy, collect and enforce payment by any lawful means all charges or assessments, if any, relating to ownership of the Park, and pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of this Corporation, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Corporation.
7. Acquire, either by gift, purchase or otherwise, own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer or otherwise dispose of real or personal property in connection with the affairs of this Corporation.
8. Borrow money, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

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9. Dedicate, sell or transfer in fee simple all or any part of this Corporation's property to any public bodies or governmental agencies or authorities or public or private utility companies.

10. Without the joinder of any home owner, the power to modify, move, or create any easement for ingress and egress or for the purpose of utilities if the easement constitutes part of or crosses the park property upon purchase of the Park.

11. Grant easements as to any common areas 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 property owned by the Corporation and the providing of utility, drainage and other services thereto.

12. Participate in mergers and consolidations with other not-for-profit corporations organized for similar purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the Members entitled to vote.

13. From time to time adopt, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the property owned by the Corporation.

14. Contract for the maintenance and management of the property owned by the Corporation and authorize a management agent to assist the Corporation in carrying out its powers and duties and employ personnel necessary to fulfill the Corporation's duties.

15. Use the proceeds of assessments in the exercise of its powers and duties.

16. Maintain, repair, replace and operate the property owned by the Corporation.

17. Purchase insurance upon the property owned by the Corporation and insurance for the protection of the Corporation.

18. Reconstruct improvements after casualty and further improve the property owned by the Corporation.

ARTICLE IV REGISTERED OFFICE AND AGENT

The name of the Corporation's initial registered agent and street address of the office of the initial registered agent shall be:

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JUDITH VIEIRA
10265 Ulmerton Road, Lot 144
Largo, Florida 33771

ARTICLE V
MEMBERSHIP

1. Every mobile home owner in the Park shall be a member in the Corporation.
2. Each member in the Corporation shall be entitled to one (1) vote. The manner of exercising voting rights shall be determined by the Bylaws of the Corporation.

ARTICLE VI
BOARD OF DIRECTORS

1. The affairs of the Corporation will be managed by a Board consisting of the number of directors determined by the Bylaws, but not less than five (5) directors, and in the absence of such determination shall consist of seven (7) directors. All directors shall be members of the Corporation.
2. Directors of the Corporation, other than the initial directors, shall be elected at the annual meeting of the Members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
3. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified or until removed are as follows:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT W. CICCIO	10265 Ulmerton Road, Lot 139 Largo, FL 33771
JAMES McLEAN	10265 Ulmerton Road, Lot 126 Largo, FL 33771
JUDY HARLAND	10265 Ulmerton Road, Lot 155 Largo, FL 33771

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<u>NAME</u>	<u>ADDRESS</u>
JUDITH VIEIRA	10265 Ulmerton Road, Lot 144 Largo, FL 33771
PETER KOCZERA	10265 Ulmerton Road, Lot 59 Largo, FL 33771
RICHARD WOOD	10265 Ulmerton Road, Lot 31 Largo, FL 33771
RONALD METEVIER	10265 Ulmerton Road, Lot 67 Largo, FL 33771

ARTICLE VII
OFFICERS

The affairs of the Corporation shall be administered by the officers designated by the Bylaws. Except for the initial officers, the officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Members of the Corporation (each election year) and shall serve at the pleasure of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors, unless they sooner die, resign or are removed, are as follows:

<u>NAME/OFFICE</u>	<u>ADDRESS</u>
ROBERT W. CICC President	10265 Ulmerton Road, Lot 139 Largo, FL 33771
JAMES McLEAN, Vice President	10265 Ulmerton Road, Lot 126 Largo, FL 33771
JUDY HARLAND, Secretary	10265 Ulmerton Road, Lot 155 Largo, FL 33771
JUDY VIEIRA, Treasurer	10265 Ulmerton Road, Lot 144 Largo, FL 33771

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ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

ROBERT W. CICC
10265 Ulmerton Road, Lot 139
Largo, Florida 33771

ARTICLE IX
DISSOLUTION

This Corporation may only be dissolved with the written consent of not less than two-thirds (2/3) of the votes of the members entitled to vote. Upon dissolution of this Corporation, other than incident to a merger or consolidation, and the discharge of all Corporation obligations, fees and indebtedness, the remaining assets of this Corporation shall be distributed either: (a) to the members pursuant to a plan of distribution created pursuant to Chapter 617, Florida Statutes; or (b) as otherwise permitted by law.

ARTICLE X
DURATION

This Corporation shall have perpetual existence, effective upon filing these Articles of Incorporation.

ARTICLE XI
BYLAWS

The Bylaws of this Corporation shall be initially adopted by a majority of the Board of Directors. Thereafter, the Bylaws may be altered, amended, or rescinded by a majority of all members entitled to vote at any regular or special meeting of the membership duly called and convened.

ARTICLE XII
AMENDMENT

Any amendment to these Articles shall require the assent of a majority of all members entitled to vote at any regular or special meeting of the membership duly called

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and convened. If there are no members, any amendment to these Articles shall require the assent of a majority of the Board of Directors. Notwithstanding the foregoing, any amendment to these Articles required by the Florida Department of Business and Professional Regulation or required by any amendment to the Florida Statutes, shall not require approval of the members.

ARTICLE XIII INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation 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 Corporation, whether or not he is a Director or officer at the time such expenses are incurred; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Corporation, and in the event a Director or Officer admits that he is, or is adjudged, guilty of willful misfeasance, or malfeasance in performance of his duties, the indemnification provisions of this Article shall not apply. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director or Officer may be entitled.

ARTICLE XIV NOT-FOR-PROFIT STATUS

No part of the earnings of the Corporation shall inure to the benefit of any individual or member. The Corporation shall not carry on propaganda or otherwise act to influence legislation.

ARTICLE XV INFORMAL MEMBER ACTION

The holders of not less than a majority of the members of the Corporation may act by written agreement without a meeting, as provided in Florida Statutes, §617.0701 and the Bylaws.

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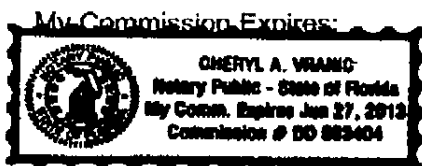
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the subscriber of the Corporation, has executed these Articles of Incorporation this 9th day of October, 2009.

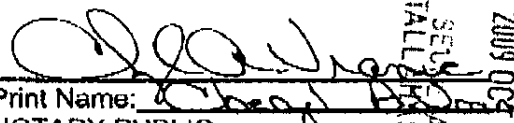

ROBERT W. CICCI

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared ROBERT W. CICCI, who is _____ personally known to me (or who produced White Exp-8-30-2013 as identification), and who, after being duly cautioned and sworn, deposes and says that he has affixed his name to the foregoing Articles of Incorporation of SUGAR CREEK HOA, INC., a Florida not-for-profit corporation, as incorporator of said corporation, for the purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.




Print Name: Cheryl A. Wang
NOTARY PUBLIC

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ACCEPTANCE AND ACKNOWLEDGMENT

Pursuant to §617.0501, Florida Statutes, I hereby accept to act as registered agent of SUGAR CREEK HOA, INC., a Florida not-for-profit corporation, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of §607.0505, Florida Statutes.


JUDITH VIEIRA, Registered Agent

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