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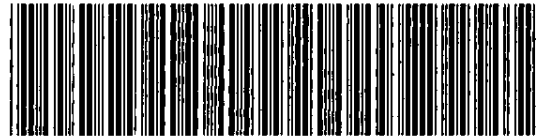
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2010 JAN 11 A 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

JAN 12 2010
D.A. WHITE

LAW OFFICE OF
DONALD F. PERRIN*
A PROFESSIONAL ASSOCIATION

*BOARD CERTIFIED IN REAL ESTATE

TELEPHONE: (352) 726-6767

FAX: (352) 726-2586

dfplaw@tampabay.rr.com

BRANNEN BANK BUILDING
320 U.S. HIGHWAY 41 SOUTH
INVERNESS, FLORIDA 34450

MAILING ADDRESS:
POST OFFICE BOX 250
INVERNESS, FL 34451-0250

January 8, 2010

Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, FL 32314

Re: Sanderson Bay Plaza Owners Association, Inc.

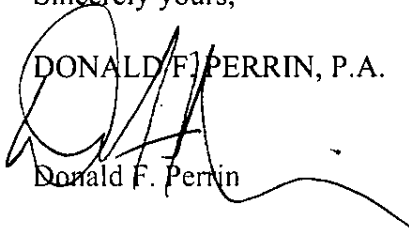
Gentlemen:

Please find enclosed the original and a copy of Articles of Incorporation for Sanderson Bay Plaza Owners Association, Inc. to be filed with the Secretary of State. Also enclosed is my check in the amount of \$78.75 to the order of the Secretary of State for the required filing fee.

Please return a certified copy of same to my office. Thank you in advance for your cooperation in this matter.

Sincerely yours,

DONALD F. PERRIN, P.A.


Donald F. Perrin

DFP/gmc
Enc.

FILED

ARTICLES OF INCORPORATION

OF

SANDERSON BAY PLAZA

OWNERS ASSOCIATION, INC.,

A Florida Office Condominium

2010 JAN 11 A 11:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I

Name

The name of the corporation shall be the SANDERSON BAY PLAZA OWNERS ASSOCIATION, INC. (the "Association"), a Florida Office Condominium, located at 1940 N. Prospect Avenue, Lecanto, Florida 34461.

ARTICLE II

Term of Existence

The Association shall have perpetual existence.

ARTICLE III

Purpose

The purpose for which the Association is organized is to provide the entity required by the Florida Condominium Act (the "Condominium Act") for the operation of the SANDERSON BAY PLAZA (the "Condominium"), an office condominium, pursuant to the Declaration of Condominium for the SANDERSON BAY PLAZA to be recorded in the official records of Citrus

County, Florida (the "Declaration"). All terms shall have the meaning as defined herein or, if not defined herein, as defined in the Declaration.

ARTICLE IV

Powers

The powers of the Association shall include and be governed by the following provisions:

SECTION 1. The Association shall have all of the common law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

SECTION 2. The Association shall also have all of the powers and duties set forth in the Condominium Act, and those set forth in these Articles and all powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration and its amendments, if any, including, but not limited to, the following:

- a. To make and collect assessments against members to defray the costs, expenses, and losses of the Condominium.
- b. To use the proceeds of assessments in the exercise of its powers and duties.
- c. To maintain, repair and replace the Condominium Property. This also includes the irrevocable right of access to each unit during reasonable hours when necessary for the maintenance, repair, or replacement of Condominium Property or any common elements, or at any time for making emergency repairs necessary to prevent damage to the common elements or to another unit.
- d. To purchase insurance for the Condominium Property and property owned by the Association and insurance for the protection of the Association, its directors and committee members from liability against all risks and claims.

e. To reconstruct improvements after casualty and to further improve the Condominium Property.

f. To make and amend reasonable regulations respecting the use of the Condominium Property.

g. To enforce by legal means the provisions of the Condominium Act, the Declaration, these Articles, the Bylaws of the Association (the "Bylaws") and regulations adopted by the Association for the use of the Condominium Property, including, but not limited to, imposing fines on members of the Association for any violations of the Declarations, these Articles, the Bylaws and regulations or suspending the right to use Condominium Common Property.

h. To contract for the management and maintenance of the Condominium and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. Provided, however, that the Association and its officers shall retain at all times the powers and duties granted by the Declaration and the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

i. To employ or otherwise engage personnel to perform the services required for proper operation of the Condominium.

j. To acquire and enter into agreements whereby the Association acquires leaseholds, memberships, or other possessory or use interests in lands or facilities.

k. To acquire by purchase, or otherwise, Condominium Parcels.

l. To approve or disapprove the leasing of units as may be provided by the Declaration or the Bylaws.

SECTION 3. All funds and titles to all properties acquired by the Association shall be held for the benefit of members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

ARTICLE V

Members

SECTION 1. A "Member" of the Association shall be an Owner as defined in the Declaration. Membership in the Association is appurtenant to ownership of a unit and ceases when a Member's title to a unit is conveyed and upon such conveyance, the new owner is the Member.

SECTION 2. The interest of a Member in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to his unit.

SECTION 3. Each Member - jointly with all Owners of the Unit -- is entitled to one (1) vote with respect to each unit owned by him and for which he is designated as the Member. If there are more than one Owners of a Unit, then the person with the power to exercise the voting right shall be the first person designated as owner on the deed or as otherwise designated in a writing signed by all Owners of the Unit and delivered to the Association. The manner of exercising voting rights shall be determined by the Bylaws.

ARTICLE VI

Directors

SECTION 1. The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws, but not less than four.

SECTION 2. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. A Director does not need to be a unit owner.

Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the Bylaws.

SECTION 3. The names and addresses of the first members of the board of directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Dr. Dacelin St. Martin
1990 N. Prospect Avenue
Lecanto, FL 34461

Antonette N. St. Martin
1990 N. Prospect Avenue
Lecanto, FL 34461

James T. Sanders
1940 N. Prospect Avenue
Lecanton, FL 34461

Charles Sanders
1940 N. Prospect Avenue
Lecanto, FL 3461

ARTICLE VII

Officers

The affairs of the Association shall be administered by a president, a vice-president, a secretary, a treasurer and such other officers as may be designated by the Bylaws, and at the times and in the manner prescribed in the Bylaws.

ARTICLE VII

Indemnification

The Association shall, and does hereby, indemnify, including reimbursement of costs of defense, any person for any and all liability arising form his officials capacity or from any acts

committed or failure to act by him in his official capacity as an officer or director of the Association to the fullest extent allowed by law.

ARTICLE IX

Bylaws

The Bylaws shall be adopted by the Developer; thereafter, the Bylaws shall be made, altered or rescinded by a majority of the entire voting members of the Association (not by a majority of a quorum in attendance at a meeting); provided, however, any amendment which would restrict leasing of units in the condominium must be approved by sixty-seven percent (67%) of all the voting members.

ARTICLE X

Amendments

Until such time as required by law or as designated in writing by the Developer and recorded in the official records of Citrus County, Florida, these Articles may be altered or rescinded by the Developer. Thereafter, amendments to the Articles, not inconsistent with the Condominium Act or the Declaration, may be proposed by the board of directors or by three voting members of the Association and adopted by the affirmative vote of a majority of the entire voting members of the Association (not by a majority of a quorum in attendance at a meeting); provided, however, any amendment which would restrict leasing of units in the condominium must be approved by sixty-seven percent (67%) of the voting members. No amendment that affects the rights reserved by the Developer in the Declaration shall be effective without the written consent of the Developer.

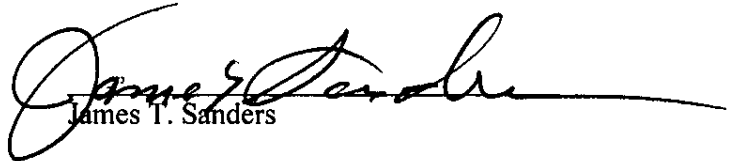
ARTICLE XI

Subscriber

The name and address of the subscriber to these Articles is as follows:

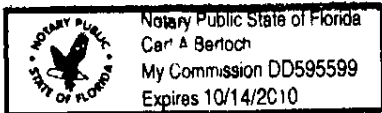
James T. Sanders, 1940 N. Prospect Avenue, Lecanto FL 34461.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 7th day of January, ~~2009~~ 2010


James T. Sanders

STATE OF FLORIDA)
)
COUNTY OF CITRUS)

The foregoing was sworn to and subscribed in my presence and acknowledged before me this 7th day of January, ~~2009~~ 2010, by James T. Sanders, the subscriber herein. He is personally known to me.





NOTARY PUBLIC

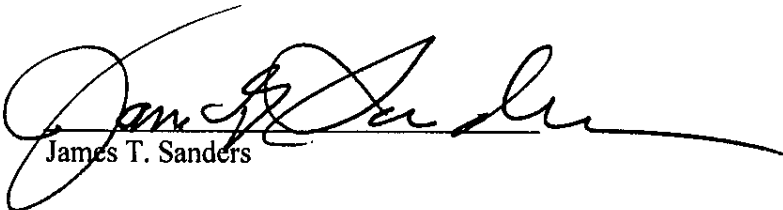
My Commission Expires: _____

**CERTIFICATION OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the corporation is Sanderson Bay Plaza Owners Association, Inc.
2. The name and address of the registered agent and office is: James T. Sanders, 1940 N.
Prospect Avenue, Florida 34461.

*Having been named as registered agent and authorized to accept service of process for the above
named corporation at the place designated in this certificate, I hereby accept the appointment as
registered agent and agree to act in this capacity. I further agree to comply with the provisions of
all statutes relating to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent.*


James T. Sanders

Date: 7 Jan 10

2010 JAN 11 AM 01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED