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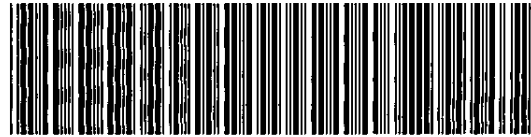
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AUG 12 2010

D.A. WHITE

COVER LETTER

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

SUBJECT: The MacIntosh Oaks Homeowners 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: Rory B. Weiner
Name (Printed or typed)

671 W. Lumsden Road
Address

Brandon, FL 33511
City, State & Zip

813-681-3300
Daytime Telephone number

rweiner@roryweiner.com
E-mail address: (to be used for future annual report notification)

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

FILED

ARTICLES OF INCORPORATION
OF
THE MCINTOSH OAKS HOMEOWNERS ASSOCIATION, INC.
(A CORPORATION NOT-FOR-PROFIT)

2010 AUG -9 P 3:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation not-for-profit under and in accordance with the provisions of Chapter 617 of the Florida Statutes (2009), the undersigned hereby incorporate, by the Articles of Incorporation of **THE MCINTOSH OAKS HOMEOWNERS ASSOCIATION, INC.** (the Articles), this corporation not-for-profit for the purposes and with the powers set forth herein. The undersigned, for the above-stated purposes, certify as follows:

ARTICLE I. DEFINITIONS

A. All terms which are defined in the Declaration of Protective Covenants for McIntosh Oaks Subdivision, recorded at OR BK 10037, PG 0380-385, Hillsborough County, Florida ("Declaration") and that certain "McIntosh Oaks Subdivision Maintenance Agreement Clause Included in 'Covenants, Conditions and Restrictions'" recorded at OR BK 10037, PG 0379, Hillsborough County, Florida ("Maintenance Agreement"), shall be used herein with the same meanings as defined in said Declaration.

B. Corporation as used herein shall mean The McIntosh Oaks Homeowners Association, Inc. a Florida corporation not-for-profit, the corporation formed by these Articles, its successors or assigns. The Corporation is NOT a condominium association.

ARTICLE II. NAME

The name of this Corporation shall be THE MCINTOSH OAKS HOMEOWNERS ASSOCIATION, INC. (hereinafter referred as the "Corporation" or "HOA"), whose present address is 3510 McIntosh Oaks Court Dover, Florida 33527.

ARTICLE III. PURPOSES

The purposes for which this Corporation is organized are to enforce the Declarations and the Maintenance Agreement; and to conduct any lawful business permitted under the laws of the State of Florida for corporations not-for-profit in order to carry out the covenants and enforce the provisions of any of the Corporation's documents.

ARTICLE IV. POWERS

The Corporation shall have the following powers and shall be governed by the following provisions:

A. The Corporation shall have all of the common-law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of the Corporation's Documents.

B. The Corporation shall have all of the powers reasonably necessary to implement the purposes of the Corporation, including but not limited to the following:

1. To perform any act required or contemplated by it under the Declaration, any Supplement or any other Corporation Documents.

2. To make, levy and collect Assessments for the purpose of obtaining funds to enforce the Maintenance Agreement.

3. To make, levy, and collect Assessments for any lawful purpose under the Declarations.
4. To enforce the provisions of the Declarations, the Maintenance Agreement, the Articles of Incorporation and the Corporation's Bylaws (collectively "Governing Documents").

ARTICLE V. MEMBERS AND VOTING

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

A. *Members.* The membership of the Corporation shall be comprised of the title owners of the 10 lots that make up the McIntosh Oaks Subdivision as set forth in Exhibit "A" attached to the Declarations recorded at OR Book 10037, Page 0385, Hillsborough County, Florida.

B. *Voting Rights.* The voting rights of the Members shall be as follows:

1. Each lot shall be entitled to one vote. The vote of the owners of a lot owned by more than one natural person or by a corporation or other legal entity shall be cast by the person (Voting Member) named in a proxy or certificate of voting authorization (Certificate) executed by all of the Owners of the Dwelling Unit, if appropriate, by properly designated officers, partners or principals of the respective legal entity and filed with the Secretary of the Corporation. If such a proxy or Certificate is not filed with the Secretary of the Corporation, the vote of such lot shall not be considered for a quorum or for any other purpose.

Notwithstanding the provisions of Paragraph immediately above, whenever any lot is owned by a husband and wife they may, but shall not be required to, designate a Voting Member. In the event a proxy or Certificate designating a Voting Member is not filed by the husband and wife, the following provisions shall govern their right to vote:

(A) Where both husband and wife are present at a meeting, each shall be regarded as the agent and proxy of the other for purposes of casting the vote for each lot owned by them. In the event they are unable to concur in their decision upon any subject requiring a vote, they shall lose their right to vote on that subject at that meeting;

(B) Where only one (1) spouse is present at a meeting, the spouse present may cast the lot vote without establishing the concurrence of the other spouse, absent any prior written notice to the contrary to the Corporation by the other spouse. In the event of prior written notice to the contrary to the Corporation by the other spouse, the vote of said lot shall not be considered; and

(C) Where neither spouse is present, the person designated in a proxy or Certificate signed by either spouse may cast the lot vote, absent any prior written notice to the contrary to the Corporation by the other spouse or the designation of a different Voting Member by the other spouse. In the event of prior written notice to the contrary to the Corporation or the designation of a different Voting Member by the other spouse, the vote of said lot shall not be considered.

C. Each and every Member shall be entitled to the benefits of membership and shall be bound to abide by the provisions of the Corporation Documents.

ARTICLE VI. TERM

The term for which this Corporation is to exist shall be perpetual unless terminated by its members pursuant to Florida Statute.

ARTICLE VII. INCORPORATORS

The name and street address of the Incorporators of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
<i>Kimberly Wallace</i>	<i>3501 McIntosh Oaks Ct. Dover, FL 33527</i>
<i>Beverly Walker</i>	<i>3509 McIntosh Oaks Ct. Dover, FL 33527</i>
<i>Steve Lavoie</i>	<i>3510 McIntosh Oaks Ct. Dover, FL 33527</i>

The rights and interests of the Incorporators shall automatically terminate when these Articles are filed with the Secretary of State of the State of Florida.

ARTICLE VIII. OFFICERS

A. The affairs of the Corporation shall be managed by the President of the Corporation, assisted by one (1) or more Vice Presidents, a Secretary and a Treasurer and, if elected by the Board, one (1) or more Assistant Secretaries and one (1) or more Assistant Treasurers, which officers shall be subject to the direction of the Board.

B. The Board shall elect the President, the Vice President, the Secretary and the Treasurer; and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall, from time to time, determine appropriate. Such officers shall be elected annually by the Board at the first meeting of the Board; provided, however, that such officers may be removed by the Board and other persons may be elected by the Board as such officers in the manner provided in the Bylaws. The President may be a member of the Board, but no other officer need be a member of the Board. The same person may hold two offices, the duties of which are not incompatible; provided, however, the offices of President and Vice President shall not be held by the same person, nor shall the offices of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE IX. FIRST OFFICERS

The names of the officers who are to serve until the first election of officers by the Directors are as follows:

President: *Steve Lavoie*
Vice President: *Kimberly Wallace*
Secretary/Treasurer: *Beverly Walker*

ARTICLE X. BOARD OF DIRECTORS

A. The number of members of the First Board of Directors (First Board) shall be three (3). Thereafter, the number of members of the Board shall be as provided in Paragraph C of this Article X.

B. The names and street addresses of the persons who are to serve as the First Board are as follows:

<u>Name</u>	<u>Address</u>
<i>Kimberly Wallace</i>	<i>3501 McIntosh Oaks Ct. Dover, FL 33527</i>
<i>Beverly Walker</i>	<i>3509 McIntosh Oaks Ct. Dover, FL 33527</i>
<i>Steve Lavole</i>	<i>3510 McIntosh Oaks Ct. Dover, FL 33527</i>

The First Board shall be the Board of the Corporation until the first Annual Members Meeting. The Incorporators shall have the right to appoint, designate or elect all the members of the First Board until the first Annual Members Meeting and in the event of any vacancy, fill any such vacancy.

C.

The Board shall be composed no fewer than three (3) and not more than five (5) Directors.

D.

1. At the first Annual Members' Meeting, and at all Annual Members' Meetings thereafter, the Members shall elect no less than three (3) Board members.
2. The three (3) Board members shall serve for a period (Initial Term) of one (1) year, commencing with the first Meeting of the Directors.
3. Thereafter, at the termination of each Initial Term, each Director elected at an Annual Members' Meeting shall thereafter serve for a period of two (2) years.

ARTICLE XI. INDEMNIFICATION

Every Director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including attorney's fees through all trial and appellate levels, reasonably incurred by or imposed upon him or her in connection with any proceeding, arbitration or settlement to which he or she may be a party, or in which he or she may become involved, by reason of him or her being or having been a Director or officer of the Corporation, whether or not he or she is a Director or officer at the time such expenses are incurred. Notwithstanding the foregoing, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board approves such settlement. Notwithstanding anything contained herein to the contrary, in instances where the Director or officer admits or is adjudged guilty of willful malfeasance in the performance of his or her duties, the indemnification provisions contained herein shall not apply. Otherwise, the foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such Director or officer may be entitled by common law or statute.

ARTICLE XII. BY-LAWS

Bylaws of the Corporation shall be adopted by the First Board and thereafter may be altered, amended, or rescinded in the manner provided for in the Bylaws. In the event of a conflict between the provisions of these Articles and the provisions of the Bylaws, the provisions of these Articles shall control.

ARTICLE XIII. AMENDMENTS

A. These Articles may be amended by the following methods:

1.

(a) The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Members, which may be either the Annual Members' meeting or a special meeting. Any number of proposed amendments may be submitted to the Members and voted upon by them at one meeting.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Member within the time and in the manner provided in the Bylaws for the giving of notice of meetings of Members (Required Notice).

(c) At such meeting a vote of the Members shall be taken on the proposed amendment(s). The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of all Members entitled to vote thereon.

2. An amendment may be adopted by a written statement (in lieu of a meeting) signed by all Directors and all Members setting forth their intention that an amendment to these Articles be adopted.

B. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration or Florida Statutes.

C. A certified copy of each such amendment shall be attached to any certified copy of these Articles and shall be part of such Articles and an exhibit to the Declaration upon the recording of the Declaration; or, in lieu thereof, Restated Articles (as hereinafter described) may be adopted and a certified copy thereof shall be attached as an exhibit to the Declaration upon recordation thereof.

ARTICLE XIV. SUCCESSOR ENTITIES

In the event of the dissolution of the Corporation, or any successor entity thereto, any property dedicated or conveyed to the Corporation shall be transferred to either a successor entity or an appropriate governmental agency or public body to be maintained for the purposes for which, the Corporation, or a successor thereto, was maintaining such property in accordance with the terms and provisions under which such property was being held by this Corporation, or such successor.

ARTICLE XV. RESTATEMENT OF ARTICLES

A. All provisions contained within these Articles plus any amendments thereto may at any time be integrated into a single instrument as Restated Articles and adopted by the Board. Such Restated Articles shall be specifically designated as such and shall state, either in the heading or in the introductory paragraph, the Corporation's name and, if it has been changed, the name under which it was originally incorporated and the date of filing of the original Articles or any restatements thereof in the Office of the Secretary of State of the State of Florida. Such Restated Articles shall also state that they were duly adopted by the Board and that such Restated Articles only restate and integrate and do not further amend the provisions of these Articles as theretofore amended, or that any amendment included therein has been adopted pursuant to Article XIII hereof and that there is no discrepancy between these Articles as theretofore amended and provisions of the Restated Articles other than the inclusion of the properly adopted

amendments.

B. Upon the filing of Restated Articles by the Secretary of State of Florida, the original Articles, as theretofore amended, shall be superseded, and thenceforth the Restated Articles shall be these Articles of Incorporation of the Corporation.

C. Amendments may be made simultaneously with restatement of these Articles if the requirements of Article XIII are complied with. In such event, the Articles of Incorporation shall be specifically designated as such.

ARTICLE XVI. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 671 W. Lumsden Road, Brandon, Florida 33511 and the initial Registered Agent of the Corporation at that address shall be Rory B. Weiner, P.A.

IN WITNESS WHEREOF, we, Kimberly Wallace, ^{Beverly} Dennis Walker, and Steve Lavoie, the incorporators of The McIntosh Oaks Homeowners Association, Inc. have hereunto affixed our signatures and caused the corporate seal thereof to be hereunto affixed this 26th April, 2010. ^{July} ^{AWP}

Kimberly Wallace
Kimberly Wallabe

Beverly Walker
Beverly Walker

Steve Lavoie
Steve Lavoie

The undersigned hereby accepts the designation of Registered Agent of The McIntosh Oaks Homeowners Association, Inc., as set forth in Article XIV of these Articles.

Rory B. Weiner, P.A.

Rory B. Weiner, Esq.
For the Firm

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TALLAHASSEE, FLORIDA