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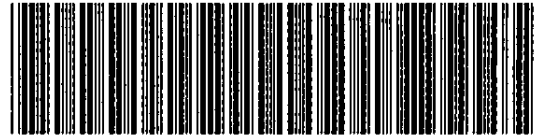
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w13000028649



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05/13/13--01019--011 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAY 24 AM 8:58

5/29/13

CLIFFORD M. ABLES, III, P.A.

ATTORNEYS AND COUNSELORS AT LAW

202 W. Main Street, Ste. 103
Wauchula, Florida 33873
Tele: (863) 773-0500
Fax: (863) 773-0505
REPLY TO ☐

CLIFFORD M. ABLES, III
BRANDON S. CRAIG
email: cmables@cmablespa.net

551 South Commerce Avenue
Sebring, Florida 33870-3869
Tele: (863) 385-0112
Fax: (863) 385-1284
REPLY TO ☒

May 22, 2013

State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Sand Beach Property Owner's Association, Inc.
Our File No. 406-211

Reference Number: W13000028649
Letter Number: 313A00012211

Greetings:

Enclosed please find the revised original and one copy of the Articles of Incorporation for the above referenced corporation. Please file these Articles and return a certified copy to this office. A check in the amount of \$78.75 was previously sent to cover the following charges:

Filing fee	\$35.00
Certified copy	8.75
Registered Agent Designation	35.00
Total	<u>\$78.75</u>

Sincerely,

Rhonda L. Pattillo

Rhonda L. Pattillo
Legal Assistant

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAY 24 AM 8:58



RECEIVED

MAY 20 2013
RECEIVED

13 MAY 24 AM 10:15

FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 15, 2013

CLIFFORD M. ABLES, III, ESQ.
551 SOUTH COMMERCE AVENUE
SEBRING, FL 33870-3869

SUBJECT: SAND BEACH PROPERTY OWNER'S ASSOCIATION, INC.
Ref. Number: W13000028649

We have received your document for SAND BEACH PROPERTY OWNER'S ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as incorporator in the document and the person signing as incorporator must be the same.

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) 245-6052.

Claretha Golden
Regulatory Specialist II
New Filing Section

Letter Number: 313A00012211

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 MAY 24 AM 8:58

**ARTICLES OF INCORPORATION
OF
SAND BEACH PROPERTY OWNER'S ASSOCIATION, INC.
(a Florida Not For Profit Corporation)**

13 MAY 24 AM 8: 58

In Compliance with the requirements of the Laws of the State of Florida, the undersigned hereby, for the purpose of forming a corporation not for profit, certifies:

**ARTICLE I
NAME**

The name of the corporation is **SAND BEACH PROPERTY OWNER'S ASSOCIATION, INC.**, a Florida Not For Profit Corporation ("Association").

**ARTICLE II
PRINCIPLE OFFICE**

The principle office of the Association is located at 1806 Shore Road, Avon Park, FL 33825, and the mailing address of the Association is P.O. Box 846, Sebring, FL 33871.

**ARTICLE III
REGISTERED AGENT**

The street address of the Registered Office of the Association is 551 South Commerce Avenue, Sebring, FL 33870 and the name of the Registered Agent is Clifford M. Ables, III.

**ARTICLE IV
DEFINITIONS**

All definitions in the Sand Beach Restrictions recorded in OR Book 145, Page 422 of the Public Records of Highlands County, Florida, are incorporated herein by reference and made a part hereof.

**ARTICLE V
PURPOSE OF THE SAND BEACH PROPERTY OWNER'S ASSOCIATION, INC.**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to maintain the common areas of **SAND BEACH SUBDIVISION**, to collect and administer the assessments for such operation, to enforce the restrictions governing **SAND BEACH SUBDIVISION**, and to promote the health, safety and general welfare of the members of the Association.

ARTICLE VI
POWERS OF THE ASSOCIATION

The Association shall have all the powers and duties reasonably necessary to operate and maintain the common areas of **SAND BEACH SUBDIVISION**, including, but not limited to, the following:

- A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the restrictions recorded in the Public Records of Highlands County, Florida, and as the same may be amended from time to time as therein provided, said restrictions being incorporated herein as if set forth at length;
- B. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the restrictions or the by-laws of the Association; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- C. Acquire (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 the Association;
- D. 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, only with the assent of all of the members of the Association.
- E. Dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by all of the members of the Association. Furthermore, no such dedication, sale or transfer is effective without first obtaining the written consent vote of all of the members of the Association;
- F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional common areas, provided that any such merger, consolidation or annexation shall have the consent and approval by vote of all of the members of the Association, except as otherwise provided in the restrictions;
- G. To promulgate or enforce the rules, regulation, by-laws, covenants, restrictions or agreements to effectuate all of the purposes for which the Association is organized;
- H. To have and to exercise any and all powers, rights and privileges which a non-profit corporation organized under the laws of the State of Florida may now or hereafter have or exercise; and
- I. To contract for management of the Association and to delegate in such contract all or any part of the powers and duties of the Association, and to contract for services to be provided

to the members of the Association including, but not limited to, maintenance, utilities and master antenna or cable television and/or radio system.

ARTICLE VII MEMBERSHIP

Only the lot owner(s) of record who conveys to the Association his/her/their respective undivided interest in and to that certain parcel of land designated as "Park" between Lots 12 and 13, in Block 1, Sand Beach Subdivision, according to the plat thereof recorded in Plat Book 5, Page 99, of the Public Records of Highlands County, Florida, shall be a member of the Association. However, if a lot is owned by more than one owner, each owner shall be a member, but voting shall be restricted to one (1) vote per lot.

ARTICLE VIII VOTING RIGHTS

- A. The process and rights discussed in this Article apply for every instance and context in which the word "vote", or any of its derivatives, are used within the Association documents.
- B. Member(s) is/are entitled to one (1) vote for each lot owned.

ARTICLE IX BOARD OF DIRECTORS

The affairs of this Association is managed by a Board of Directors consisting of not less than three (3) nor more than seven (7) persons, all of whom must be members of the Association. However, in no event may more than one (1) lot owner of the same lot sit on the Board of Directors.

The Directors named in these Articles shall serve until the first election of Directors by the members. The names and addresses of the members of the Board of Directors who shall hold office until their successors are elected or have qualified, or until removed, are as follows:

James A. Pollard	1806 Shore Road, Avon Park, FL 33825
Richard Lyman	1982 Shore Road, Avon Park, FL 33825
Joy F. Rink	1802 Shore Road, Avon Park, FL 33825

ARTICLE X DISSOLUTION

In the event of the dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public 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 corporation, association, trust or other organization to be devoted to such similar purposes.

**ARTICLE XI
DURATION**

The corporation shall exist perpetually.

**ARTICLE XII
AMENDMENTS**

Amendments of these Articles require the affirmative vote of all of the Directors.

**ARTICLE XIII
SUBSCRIBERS**

The name and street address of the Incorporator of these Articles of Incorporation is James A. Pollard, 1806 Shore Road, Avon Park, FL 33825.

**ARTICLE XIV
BYLAWS**

The original By-Laws of the Association shall be adopted by a majority vote of the members. Thereafter, the By-Laws of the Association may be amended, altered or rescinded at a regular or special meeting of the members by a majority of the members.

**ARTICLE XV
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

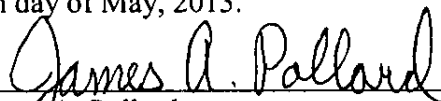
The Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expense reasonably incurred in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a Director or Officer of the Association, including reasonable attorney's fees, except as to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all rights to which such Director or Officer may be entitled.

**ARTICLE XVI
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED**

No contract or transaction between the Association and one (1) or more of its Directors or Officers, or between the Association and any other corporation, partnership, association, or other organization in which one (1) or more of its officers or directors are Officers or Directors of the Association shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or committee thereof which authorized the contract or transaction, or solely because said Officer's or Director's votes are counted for such purposes. No Director or Officer of the Association shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction.



Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee that authorized the contract or transaction.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association have executed these Articles of Incorporation this 8th day of May, 2013.


James A. Pollard


STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 8th day of May 2013, by James A. Pollard. He ☒ is personally known to me or ☐ has produced a Driver's License as identification.

 [SEAL]
Notary Public
My Commission Expires:
 CLIFFORD M. ABLES, III
Notary Public - State of Florida
My Comm. Expires Jul 4, 2015
Commission # EE 106001
Bonded Through National Notary Assn.

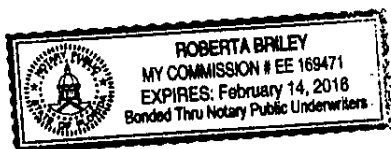
Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating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

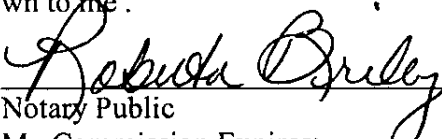
Date: May 8, 2013

Signature: 
Clifford M. Ables, III

STATE OF FLORIDA
COUNTY OF HIGHLANDS

The foregoing instrument was acknowledged before me this 8th day of May 2013, by Clifford M. Ables, III, who is personally known to me.



 [SEAL]
Notary Public
My Commission Expires: