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SECRETARY OF STATE ALLAHASSEE FLORIDA

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November 19, 2013

VIA FEDERAL EXPRESS

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

RE: Lake Hinden Cove Residents Association, Inc.

Dear Sir or Madam:

Enclosed please find the original executed and one copy of the Articles of Incorporation and Acceptance of Registered Agent regarding the above.

Also enclosed is our check in the amount of \$100.00 as payment for the filing of the enclosed, as well as returning to us a certified copy of same (copy enclosed). If possible, kindly forward a copy of the filed Articles to us at the e-mail address shown above.

Thank you very much for your assistance.

Very truly yours,

Marybeth L. Pullum/luv
Marybeth L. Pullum

# ARTICLES OF INCORPORATION OF

## LAKE HINDEN COVE RESIDENTS ASSOCIATION, INC.

(A non-profit Florida Corporation)

We, the undersigned, hereby associate ourselves together and make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

#### ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation (hereinafter sometimes referred to as the "Association") shall be LAKE HINDEN COVE RESIDENTS ASSOCIATION, INC. The street address of the principal place of business of this association is 2555 N. Narcoossee Road, Saint Cloud, Florida 34771.

#### **ARTICLE II. TERM OF EXISTENCE**

Existence of this Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist in perpetuity.

### ARTICLE III. PURPOSES

The general purposes for which this association is organized are as follows:

- 3.1. To provide for the orderly enjoyment of Lake Hinden Cove, a residential development ("the Subdivision") in accordance with the Plat thereof ("the Plat"), the Declaration of Covenants, Conditions, Easements and Restrictions ("the Declaration"), the Rules and Regulations ("Rules and Regulations"), and, the Design Review Criteria for the Subdivision as same may exist from time to time.
- 3.2. To promote the health, safety and welfare of the members of this corporation and to oversee the proper maintenance by members of this corporation of the property in the Subdivision and any additions thereto as may hereinafter be brought within the jurisdiction of this corporation.
- 3.3 To provide for the orderly development of the Subdivision by adopting Design Review Criteria ("the DRC") to govern initial construction, any subsequent remodeling, and landscaping of Lots.
- 3.4 To borrow money, and with the assent of two-thirds of the votes entitled to be cast by each Class of Members, mortgage, pledge, deed, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.
- 3.5 To 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 Members entitled to vote two-thirds of the votes of each Class of Members agreeing to such

dedication, sale or transfer.

- 3.6 To exercise all of the powers and privileges and to perform all of the duties, purposes and obligations of the homeowner's association for the Subdivision, as established in the Declaration, said Declaration being incorporated herein as if set forth at length (including the definitions).
- 3.7 To provide for the maintenance, preservation, and architectural control of the Common Area within the Subdivision, including but not limited to Landscape areas, Wall Buffers, subdivision signs, and recreational areas located within the Subdivision.
- 3.8 To establish, levy and collect assessments ("Assessments") from members ("Members") as appropriate and authorized by the Declaration and the By-Laws and to enforce such Assessments, if necessary, and to pay all expenses incident to the conduct of the business of the Association.
- 3.9 To acquire and maintain such personal and real property in connection with the affairs of this association and to provide from the proceeds of the assessments for the operation, administration, maintenance, repair and improvements, replacements, insurance and utilities for other property as may be acquired or maintained by the corporation.
- 3.10 To operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the South Florida Water Management District Permit issued for the Subdivision ("South Florida Water Management District Permit") requirements and applicable District rules, and assist in the enforcement of the Declaration of Covenants, Conditions and Restrictions and the South Florida Water Management District Permit conditions which relate to the Surface Water or Stormwater Management System. The Association shall levy and collect assessments for the costs of maintenance and operation of the Surface Water or Stormwater Management System.
- 3.11. To oversee the use and maintenance of the property constituting the Conservation Easement granted and conveyed to the St. John's River Water Management District in the Declaration to insure that the property of the Conservation Easement is preserved in its natural condition in perpetuity, and to assume liability for any injury or damage to person or property which may arise from its ownership of the Property, including the property of the Conservation Easement. The Association shall be obligated to police the property of the Conservation Easement to confirm compliance with the terms of the Conservation Easement. The Association shall levy and collect assessments for the costs of maintenance and protection of the Conservation Easement as appropriate.

#### **ARTICLE IV - POWERS**

The corporation shall have all of the common law and statutory powers permissible under the laws of the State of Florida for a corporation not for profit now existing or as henceforth may exist, and all powers reasonably necessary to implement and effectuate the purposes of the corporation, including but not limited to the power:

- 4.1 To acquire by any means real and personal property.
- 4.2 To fix and levy assessments and enforce collection of same by filing liens or filing suits.
- 4.3 To sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.
- 4.4 To perform all duties and exercise all powers necessary to accomplish the purposes of this Association as those purposes are identified in Article III hereof, as same may be amended from time-to-time.

#### <u>ARTICLE V – MEMBERSHIP</u>

Any Owner of a lot, as those terms are defined in the Declaration, shall automatically become a Member of this Corporation upon the acquisition of an ownership interest in any Lot of said Subdivision. Membership in this corporation automatically terminates upon divestment of said ownership regardless of the means of divestment.

The corporation shall have two classes of voting membership as follows:

CLASS A: Class A Members shall be all Owners who shall be entitled to one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as the Co-Owners determine, but in no event shall more than one vote be cast with respect to any one Lot.

CLASS B: Class B Members shall be the Declarant (as defined in the Declaration) who shall be entitled to three (3) votes for each Lot owned. Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) three (3) months after 75% of the Lots of the Subdivision have been conveyed to Members; or. (b) July 15, 2017.

#### <u>ARTICLE VI - SUBSCRIBERS</u>

The names and addresses of the subscribers to these Articles of Incorporation are:

John T. Zeigler Elena M. Zeigler Gina Pizarro

#### ARTICLE VII -INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this Association is:

John T. Zeigler 2555 North Narcoossee Road St. Cloud, FL 34771

#### ARTICLE VIII - MANAGEMENT OF ASSOCIATION

The business affairs of this association shall be managed by a Board of Directors composed of not less than three (3) nor more than seven (7) members. The Directors of the Association shall be elected as provided in the By-Laws by the membership entitled to vote at the regular annual meeting of the Members of the Corporation. The names and addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

NAME OF DIRECTOR

John T. Zeigler Elena M. Zeigler Gina Pizarro ADDRESS OF DIRECTOR

2555 North Narcoossee Road, St. Cloud, FL 34771 2555 North Narcoossee Road, St. Cloud, FL 34771 4433 Azure Isle Way, Kissimmee, FL 34744

#### **ARTICLE IX - OFFICERS**

The officers of the association shall be Members of the Board of Directors, and shall consist of a President, Vice-President and Secretary-Treasurer who are elected in accordance with the By-Laws. The names of the officers who shall serve until the first election are as follows:

President/Treasurer Vice President/Secretary John T. Zeigler Elena M. Zeigler

Vice President

Gina Pizarro

#### <u>ARTICLE X - AMENDMENTS</u>

Amendments to the Articles of Incorporation may be proposed by any member to the Board of Directors at any regular or special meeting of the Board of Directors. Any proposed amendment shall be first adopted by the Board of Directors upon a majority vote of the Board of Directors and proposed to the membership by the board of Directors at any regular or special meeting of the membership called in accordance with the By-Laws. Amendment will be finally adopted upon the affirmative vote of seventy-five percent of the entire membership.

#### **ARTICLE XI - BY-LAWS**

The By-Laws of the association shall initially be adopted by the affirmative vote of the Board of Directors and thereafter may be altered, amended or rescinded by affirmative vote of seventy-five percent (75%) of the entire membership at a regular or special meeting called in accordance with the By-Laws.

IN WITNESS WHEREOF, the undersigned being on of the subscribers has hereunto set my hand and seal acknowledged and filed the foregoing Articles of Incorporation under the laws

of the State of Florida this 18 day of November 2013.

John T. Zeigle

STATE OF FLORIDA COUNTY OF Osceola

I hereby certify that on this, the \_\_\_\_\_\_day of November A.D., 2013, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, appeared JOHN T. ZEIGLER, who acknowledged before me that he executed the foregoing instrument freely and voluntarily, and who (check one) /\_\_\_\_\_ is personally known to me/\_\_\_ produced the following as proof of identity:\_\_\_\_\_\_

NOTARY PUBLIC State of Florida MARYBETH L. PULLUM
Notary Public - State of Florida
My Comm Expires Jan 14, 2018
Commission # FF 055809
Recent through National Notary Assis

## LAKE HINDEN RESIDENTS ASSOCIATION, INC.

#### ACCEPTANCE OF REGISTERED AGENT

#### ARTICLE VI REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

John T. Zeigler 2555 North Narcoossee Road St. Cloud, FL 34771

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

John T/Zeigler

STATE OF Florida

COUNTY OF OSCOOL

The foregoing instrument was acknowledged before me this 1x42 day of November, 2013 by John T. Zeigler who: (check one) \_ / is personally known to me; / or produced as proof of identity.

