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OF COUNSEL

RUSH

March 1, 2018

Via Federal Express

State of Florida
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: Affordable Avondale Owners' Association, Inc.
Our File No. 5233-106

Greetings:

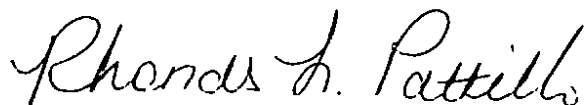
Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Please file these Articles and return a certified copy to this office. A check in the amount of \$78.75 is enclosed to cover the following charges:

Filing fee	\$35.00
Certified copy	8.75
Registered Agent Designation	35.00
Total	\$78.75

Please note that that the manner in which directors are elected or appointed are as provided by the By-Laws (Article V, item B).

Please return all correspondence concerning this matter to the above address.

Sincerely,



Rhonda L. Pattillo
Legal Assistant

**ARTICLES OF INCORPORATION
OF
AFFORDABLE AVONDALE OWNERS' ASSOCIATION, INC.
a not-for-profit Florida corporation,**

**ARTICLE I
NAME**

The name of the corporation shall be AFFORDABLE AVONDALE OWNERS' ASSOCIATION, INC.

**ARTICLE II
PLACE OF BUSINESS**

The principal place of business and the mailing address of this corporation shall be 551 South Commerce Avenue, Sebring, Florida 33870.

**ARTICLE III
PURPOSES AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to the members, and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residence Lots and Common Area within certain Lots of property in the subdivision known as AVONDALE, as recorded in Plat Book 1, Page 70, of the Public Records of Highlands County, Florida, and to promote the health, safety, and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of Highlands County, Florida, and as the same may be amended from time to time as therein provided, said Declaration 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 Declaration; 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, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

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D. Borrow money, and with the assent of two-thirds of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

E. 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 two-thirds of each class of members, agreeing to such dedication, sale or transfer.

F. Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Area, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds of each class of members;

G. Have and exercise any and all powers, rights, and privileges that a corporation organized under the Florida Not For Profit Corporation Act of the State of Florida by law may now or hereafter have or exercise;

H. Operate and maintain or contract for services to provide operation and maintenance of the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas on or servicing that project known as AVONDALE.

ARTICLE IV

MEMBERS

A. The members of the Association shall consist of all of the record owners of Lot 1, Lot 2, Lot 3, Lot 4, South ½ of Lot 6, Lot 7, Lot 8 and Lot 9, in Block A, AND Lot 1, Lot 2, Lot 3, Lot 4, South ½ of Lot 6, Lot 7, Lot 13, Lot 14, Lot 15, Lot 16, Lot 17, Lot 18 and Lot 19, in Block B, AND Lot 1, Lot 2, Lot 3, and Lot 4, in Block C, all of AVONDALE, according to the plat thereof as recorded in Plat Book 1, Page 70, of the Public Records of Highlands County, Florida.

B. Change of membership in the Association shall be established by recording in the Public Records of Highlands County, Florida a deed or other instrument establishing a record title to one or more lots described above in AVONDALE and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated as of the date of execution of such instrument.

C. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except upon transfer of the title of his lot.

D. The owner of each lot shall be entitled to one vote as a member of the Association. The exact number of votes to be cast by lot owners and the manner of exercising voting rights,

shall be determined by the By-Laws of the Association; subject, however, to the terms and conditions of the Declaration of Covenants and Restrictions for AVONDALE.

ARTICLE V

INITIAL OFFICERS AND DIRECTORS AND MANNER OF ELECTION

A. The affairs of the Association will be managed by a Board of Directors which shall initially have four (4) members. After the Developer of the above-described lots in AVONDALE elects to divest control of the Association, directors must be members of the Association.

B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

C. The first election of directors shall not be held until either the Developer has closed the sales of 90% of the above-described lots at AVONDALE or the Developer directs that said election take place, whichever shall first occur. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

D. The names and addresses of the members of the first Board of Directors and initial Officers who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name:</u>	<u>Title:</u>	<u>Address</u>
J. Terry Heston	Director, President	317 Tulane Circle Avon Park, FL 33825
John Ferguson	Director, Vice President	317 Scenic Point Lane Fleming Island, FL 32003
John L. Sedlock	Director, Treasurer	127 W. Bell Street Avon Park, FL 33825
Clark D. Jackson	Director, Secretary	2011 Lake Lotela Drive Avon Park, FL 33825

ARTICLE VI

REGISTERED AGENT

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be Brandon S. Craig, 551 South Commerce Avenue, Sebring, FL 33870.

ARTICLE VII **INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Clifford M. Ables, III, 551 South Commerce Avenue, Sebring, Florida 33870.

ARTICLE VIII **TERM/DEFINITIONS**

The term of the Association shall be perpetual and shall commence as of the date of the signing of these Articles. In the event that the Association is ever dissolved, the property containing the surface water management system facilities for the development known as AVONDALE shall be conveyed to an appropriate governmental unit or public utility and that if not accepted, then said surface water management system facilities shall be conveyed to a not for profit corporation similar to the Association.

All terms used herein shall have the same meaning as set forth in the Declaration of Covenants and Restrictions for AVONDALE.

ARTICLE VIX **DISTRIBUTION OF ASSETS UPON DISSOLUTION OR FINAL LIQUIDATION**

Upon dissolution or the winding up of the affairs of this corporation, for whatever reason, its assets shall be first applied to the payment of any liabilities and the balance thereof shall be distributed, transferred, conveyed, delivered, and paid over to such other organizations as may be designated by the donor of a particular fund or property, or in the absence of such a designation, by the Board of Directors; provided, however, that any such organization shall themselves be qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended; and provided further that this Article VIX shall not be subject to amendment. The foregoing provision shall not apply to the surface water management system facilities which shall be governed by Article VIII hereof.

ARTICLE X **AMENDMENTS TO ARTICLES**

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.


B. A resolution approving a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided:

1. Such approvals must be by not less than 51% of the entire membership of the Board of Directors and by not less than 51% of the votes of the membership of the Association voting in person or by proxy; or

2. By not less than 60% of the votes of the membership of the Association voting in person or by proxy at a meeting held for such purposes.

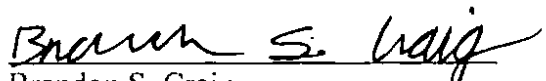
C. Provided, however, that no amendment shall make any changes in the qualification for membership nor the voting rights of members without approval in writing by all members, and joinder of all record owners of mortgages upon the lots. No amendment shall be made that is in conflict with the Declaration of Covenants and Restriction of AVONDALE or the laws of the State of Florida. No amendment shall adversely affect the rights of the Developer without the express written approval of the Developer.

IN WITNESS WHEREOF, I have subscribed my name this 1 day of March, 2018.


Clifford M. Ables, III
Incorporator

ACCEPTANCE

I agree as registered agent to accept service of process, to keep the registered office open during prescribed hours, and to post my name in some conspicuous place in the office as required by law.


Brandon S. Craig
Registered Agent

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