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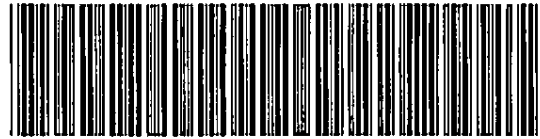
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## COVER LETTER

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

**SUBJECT:** LANDMARK BAPTIST CHURCH, 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:** CHRISTOPHER A DESROCHERS, ESQ.  
\_\_\_\_\_  
Name (Printed or typed)

2504 AVENUE G NW  
\_\_\_\_\_  
Address

WINTER HAVEN FL 33880  
\_\_\_\_\_  
City, State & Zip

863-299-8309  
\_\_\_\_\_  
Daytime Telephone number

cadlawfirm@hotmail.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION  
OF  
LANDMARK BAPTIST CHURCH, INC.

The undersigned subscribers to these Articles of Incorporation (the "Articles"), each a natural person competent to contract, and resident of the State of Florida, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit under the Florida Nonprofit Corporation Law, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation is LANDMARK BAPTIST CHURCH, INC., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 2020 E. Hinson Ave., Haines City, FL 33844.

ARTICLE III

PURPOSES AND POWERS

The Association has been formed as a nonprofit corporation to provide for the ownership, maintenance, preservation and architectural control of the residential lots and certain common and dedicated properties located in a development known as Landmark Baptist Village, (The "Properties") situated in or about Haines City, Florida, as described in the Master Declaration of Covenants, Conditions and Restrictions (the Declaration") which has been filed in the Public Records of Polk County, Florida, a copy of which is presently filed in the offices of Landmark Baptist Church, Inc., ("Developer" or "Declarant") in Haines City, Florida, and to perform other specific purposes and powers as set forth below, and to be more fully set forth in the Declaration. The Association will not permit pecuniary gain or profit to the members nor distribution of its income to its officers or directors.

PURPOSES: The Association shall exist for all of the following purposes:

(a) To own, operate and maintain certain common and dedicated properties within the Properties (as set forth in the Declaration):

(h) To participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional Common Areas or Dedicated Areas, provided further that no such assent shall be required as a condition to accepting conveyance of Common Areas pursuant to the Declaration or to accepting conveyance of Dedicated Areas pursuant to the Declaration;

(i) Subject always to the Declaration, to have and to exercise any and all powers, rights and privileges which a corporation organized under the Florida Nonprofit Corporation Law and under general law.

(j) To operate and maintain the surface water management system as permitted by the Southwest Florida Water Management District and any other governing body, including, but not limited to, all lakes, retention areas, culverts and related appurtenances.

(k) Operate and maintain common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District and any other governing body, including, but not limited to, all lakes, retention areas, culverts and related appurtenances.

#### ARTICLE IV

##### MEMBERSHIP

Every person or entity who is a record owner of a unit or undivided fee interest in any unit which is subject by covenants of record to assessment by the Association, including those purchasing under an agreement for deed or other contract construed as a mortgage in the State of Florida, shall be a member of the Association. Those holding mere legal title under an agreement for deed or other contract construed as a mortgage in the State of Florida shall not be considered a member of the Association. The provisions of this Article are not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot, which is subject to assessment, by the Association. It is understood that each unimproved lot shall consist of one unit and each lot upon which a single-family dwelling is construed shall consist of one unit.

#### ARTICLE V

##### VOTING RIGHTS

Voting membership shall be as follows:

CLASS A. Class A member(s) shall be all owners, and shall be entitled to one vote for each lot owned. When more than one person holds interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors who need not be Members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association or by resolution of the Board of Directors of the Association, but shall never be less than three (3) directors or more than nine (9). The Directors are appointed or elected as stated in the bylaws and the duly promulgated rules and regulations of the Association. The names and addresses until the selection of their successors are:

Victor R. Grafton, Sr., 2020 E. Hinson Ave., Haines City, FL 33844.  
Dr. Randolph A. Smith, 2020 E. Hinson Ave., Haines City, FL 33844.  
Wallace A. Roberts, 2020 E. Hinson Ave., Haines City, FL 33844.  
Brian D. Baker, 2020 E. Hinson Ave., Haines City, FL 33844.  
Terrence Donohue, 2020 E. Hinson Ave., Haines City, FL 33844.  
Barry Edward Parsons, 2020 E. Hinson Ave., Haines City, FL 33844.

The directors may, by bylaw, fix the term of office for all directors. However, unless contrary provisions are made by bylaw, each director's term of office shall be for one (1) year, but all directors shall continue in office until their successors are duly elected and installed. There shall be held at each annual meeting of the Association an election of directors. Directors may serve successive annual terms without limitation.

## ARTICLE VIII

### OFFICERS

The affairs of the Association shall be administered by a president, vice president, a secretary, a treasurer, and such other officers as may be designated in the Bylaws. A person may hold more than one officer position, and an officer need not be a Member of the Association. All officers serve at the will of the Board of Directors, who may appoint and remove any officer at any time with or without cause. The names and addresses of the officers who shall serve prior to the first appointment by the Board of Directors are as follows:

President: Victor R. Grafton, Sr., 2020 E. Hinson Ave., Haines City, FL 33844.  
Vice President: Dr. Randolph A. Smith, 2020 E. Hinson Ave., Haines City, FL 33844.  
Secretary: Wallace A. Roberts, 2020 E. Hinson Ave., Haines City, FL 33844.  
Treasurer: Brian D. Baker, 2020 E. Hinson Ave., Haines City, FL 33844.

present in person or by proxy, or by a vote of two-thirds (2/3) of the Board of Directors present at any duly called regular or special meeting of the Board of Directors.

## ARTICLE XII

### DURATION

The Association shall have a perpetual existence.

## ARTICLE XIII

### AMENDMENTS

The Articles may be amended by a vote of eighty percent (80%) of the members at a meeting called for the purpose of considering the amendment of those Articles, or by resolution unanimously adopted by the Board of Directors present at any duly called regular or special meeting of the Board of Directors in which the proposed amendment is noticed for the meeting.

## ARTICLE XIV

### SUBSCRIBERS

The name and address of the subscribing incorporator of these Articles of Incorporation is:

Dr. Randolph A. Smith, 2020 E. Hinson Ave., Haines City, FL 33844.

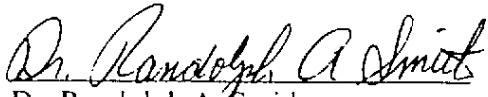
## ARTICLE XV

### REGISTERED AGENT - REGISTERED OFFICE

The registered office of the Association is 2020 E. Hinson Ave., Haines City, FL 33844. The registered agent is Victor R. Grafton, Sr., a resident of the State of Florida whose business office is identical with that of the registered office.

*I submit this document and affirm the facts stated herein are true. I am aware that any 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.*

Dated this 6 day of April, 2021.

  
Dr. Randolph A. Smith

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