

1200 HAYN STREET
TALLAHASSEE, FL 32301

800 342-8086

N95000001369



ACCOUNT NO. : 22210000000000000000

ORDERED BY : [Signature] [Signature] [Signature]

A. INFORMATION : [Signature]
ST. LIMIT : \$10,000.00

ORDER DATE : MARCH 20, 1993

ORDER TIME : 10:30 PM

ORDER NO. : 00000000

00000000000000000000

CUSTOMER NO. : 12345678

CUSTOMER: EL. COLSON FREE, ESQ.
EL. LEBRON FREE, ESQ.

12345678
12345678
Clearwater, FL 34621-1000

DOMESTIC FILING

N/95000001369

NAME: TR. FILAL BREECH, MHE
HOME OWNERS ASSOCIATION, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFICATE OF
PLAIN STAMPED COPY
CERTIFICATE OF GOLD STAMPING

N/A FIRM NO. 12345678

EXAMINER'S INITIALS

TM
3-27-93

FILED
95 MAR 21 1993
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF

TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC.
A NONPROFIT CORPORATION

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ALL

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC.

The address of the principal office of this corporation shall be C/O E. Lebron Free, Esq. 2725 Park Drive, Suite 3 Clearwater, Florida, 34623-1023 and the mailing address of the corporation shall be the same.

ARTICLE II.

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to form a homeowners association for a mobile home park.

ARTICLE III.

The manner in which the directors are to be elected or appointed is as stated in the by-laws.

ARTICLE IV.

The name and address of the incorporator of these Articles is Corporation Information Services, Inc., 1201 Hayes Street, Tallahassee, Florida 32301.

ARTICLE V.

This corporation is to exist perpetually.

ARTICLE VI.

The street address of the initial registered office of the corporation shall be 2725 Park Drive, Suite 3, Clearwater, Florida, 34623-1023, and the name of the initial registered agent of the corporation at that address is E. Lebron Free.

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on March 21, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: _____
Its Agent, Gail Shelby

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

E. Lebron Free, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: E. Lebron Free

E. Lebron Free

E. LeBron Free, P.A.

*Attorneys
at Law*

Ofc: (813) 796-0099
Fax: (813) 724-9503

2725 Park Drive, Suite 3
Clearwater, Florida 34623-1023

N95000001369

August 3, 1995

Corporate Records Bureau
Post Office Box 6327
Tallahassee, FL 32314

400001559914
-08/15/95--01022--003
*****35.00 *****35.00

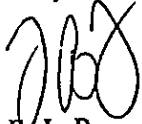
Re: Tropical Breeze MHP Homeowner's Association, Inc.

Dear Sirs:

Enclosed please find the original Amended Articles of Incorporation of Tropical Breeze MHP Homeowner's Association, Inc. Please return a certificate of status showing the Articles amended. Enclosed is a check in the amount of \$35.00 for this service.

Please call if you have any questions.

Very cordially yours,



E. LeBron Free

ELF:kas
Enclosures

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31 PM 3:17
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CLERK OF STATE
TALLAHASSEE, FLORIDA



E. LeBron Free, P.A.

*Attorneys
at Law*

Ofc.: (813) 796-0099
Fax: (813) 724-9503

2725 Park Drive, Suite 3
Clearwater, Florida 34623-1023

August 24, 1995

Carol Mustain,
Corporate Specialist
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Tropical Breeze MHP Homeowner's Association, Inc.
Ref. Number: N95000001369
Letter Number: 395A00038682

Dear Ms. Mustain:

Enclosed please find the original Amended Articles of Incorporation of Tropical Breeze MHP Homeowner's Association, Inc., which have been corrected to remove any reference to shareholders.

Also, enclosed please find the original Certificate of Amendment of Amended Articles of Incorporation of Tropical Breeze MHP Homeowner's Association, Inc., stating that member action is not required.

You previously received my check for \$35.00 for this amendment. Accordingly, please file this Amendment and return a certificate of filing to me.

Very cordially yours,


E. LeBron Free

ELF:kas
Enclosures



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 17, 1995

E. LEBRON FREE
2725 PARK DRIVE, SUITE 3
CLEARWATER, FL 34623-1023

SUBJECT: TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: N95000001369

We have received your document for TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Restated Articles of incorporation for a Florida nonprofit corporation are filed pursuant to section 617.1007, Florida Statutes. Enclosed is a copy of chapter 617.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

Please return 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 (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 395A00038682

RESTATED
**ARTICLES OF INCORPORATION
OF
TROPICAL BREEZE MHP HOMEOWNERS ASSOCIATION, INC.**

The undersigned, desiring to form a corporation not-for-profit in accordance with the laws of the State of Florida, in compliance with the requirements of Chapter 617 and 719, *Florida Statutes*, does hereby certify the following:

**ARTICLE I
NAME**

The name of this corporation is TROPICAL BREEZE MHP HOMEOWNER'S ASSOCIATION, INC., a Florida corporation, hereafter called the, "Association."

**ARTICLE II
OFFICE**

The initial principal office and mailing address of this Association, which office and/or mailing address may be changed from time to time by action of the Board of Directors, shall be located at:

c/o E. LeBron Free, P.A.
2725 Park Drive, Suite 3
Clearwater, Florida 34623-1023

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name of the Association's initial registered agent and street address of the office of the initial registered agent shall be:

E. LeBron Free
2725 Park Drive, Suite 3
Clearwater, Florida 34623-1023

**ARTICLE IV
PURPOSE AND POWERS**

The general purpose for which the Association is organized is to engage in, conduct and carry on the business of operation of a mobile home owners association.

The Association has the power to negotiate for, acquire and operate the mobile home park on behalf of the mobile home owners; to engage in activities which are necessary, suitable or convenient for the accomplishment of that purpose, or which are incidental thereto or connected therewith. Upon completing the purchase of a mobile home park, the Association shall convert the same to a condominium, cooperative or other type of ownership.

The Association shall have the power to transact any or all lawful business for which corporations may be incorporated under Chapters 607 and 617, *Florida Statutes*. In addition, the Association shall also have all the following powers:

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

1. Exercise all of the powers and privileges specified in §617.0302 and §617.0303, *Florida Statutes*;

2. Promote the health, safety and general welfare of the residents of the mobile home park;

3. Fix, levy, collect and enforce payment by any lawful means all charges or assessments, if any, relating to ownership of the mobile home park, if it shall be owned by the corporation, and pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of this Association, including all license fees, taxes, or governmental charges levied or imposed against the real or personal property of this Association, if any;

4. Acquire, either 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 this Association;

5. 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;

6. Dedicate, sell or transfer in fee simple all or any part of this Association's property, if any, to any public bodies or governmental agencies or authorities or public or private utility companies;

7. Grant easements as to any Common Areas to public and private utility companies and to public bodies or governmental agencies or other entities or persons, without cost or charge, where convenient, desirable or necessary in connection with the development of the property owned by the Association, if any, and the providing of utility, drainage and other services thereto;

8. Participate in mergers and consolidations with other non-profit corporations organized for similar purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the Members entitled to vote;

9. From time to time adopt, alter, amend, rescind and enforce reasonable rules and regulations governing the use of the property owned by the Association, if any;

10. Contract for the maintenance and management of the property owned by the Association, if any, and authorize a management agent to assist the Association in carrying out its powers and duties and employ personnel necessary to fulfill the Association's duties;

11. Use the proceeds of assessments in the exercise of its powers and duties;

12. Maintain, repair, replace and operate any property that may be owned by the Association;

13. Purchase insurance upon any property that may be owned by the Association and insurance for the protection of the Association;

14. Reconstruct improvements after casualty and further improve any property that may be owned by the Association.

ARTICLE V MEMBERSHIP

1. This corporation shall be organized on a non-stock basis and shall issue Membership Certificates instead of shares of stock. One Hundred (100) Membership Certificates are authorized to be issued.

2. Every person or entity who has entered into an occupancy agreement for a lot/unit in the mobile home park and who has purchased a Membership Certificate in the Association as specifically provided for in the Bylaws, shall be a Member of this Association. The foregoing is not intended to include persons or entities who hold an interest in a Membership Certificate merely as security for the performance of an obligation. Ownership of a Membership Certificate together with an occupancy agreement, as referred to above, shall be the sole qualifications for membership. When any such occupancy agreement is held by two or more persons or other legal entities and such persons also own a Membership Certificate, all such persons or entities shall be Members. An occupant of more than one mobile home lot/unit shall be entitled to one membership for each such lot/unit occupied by him. Membership shall be appurtenant to and may not be separated from the occupancy agreement and Membership Certificate and may be transferred by the conveyance or other transfer of that occupancy agreement and Membership Certificate pursuant to and as determined by the Bylaws of the Association.

3. Change of membership in the Association shall be established by the issuance of a Membership Certificate in the Association to such occupancy agreement. The actual Membership Certificate is an essential instrument to a transfer. In order for a transfer to be valid, the transferring Member must produce the Membership Certificate (or post bond if the Membership Certificate is lost or destroyed) and have it transferred on the books of the Corporation. The owner of such Membership Certificate thus becomes a Member of the Association and the membership of the prior owner is terminated.

4. The interest of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his occupancy agreement and Membership Certificate.

5. The owner of each Membership Certificate shall be entitled to one vote as a Member of the Association. The manner of exercising voting rights shall be determined by the Bylaws of the Association.

**ARTICLE VI
BOARD OF DIRECTORS**

1. The affairs of the Association will be managed by a Board consisting of the number of directors determined by the Bylaws, but not less than nine (9) directors. All directors shall be members of the Association

2. Directors of the Association, other than the initial directors, shall be elected at the annual meeting of the Members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

**ARTICLE VII
OFFICERS**

The affairs of the Association shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing the original Articles of Incorporation is:

Corporation Information Services, Inc.
by its agent Laura R. Dunlap with rights as
sole incorporator assigned to E. LeBron Free

The name and address of the person signing these Amended Articles of Incorporation is:

E. LeBron Free, Incorporator, as assignee
of Corporation Information Services, Inc.,
by its agent, Laura R. Dunlap
2725 Park Drive, Suite 3
Clearwater, Florida 34623-1023

**ARTICLE IX
DISSOLUTION**

This Association may be dissolved with the assent of not less than two-thirds (2/3) of the votes of the Members entitled to vote. Upon dissolution of this Association, other than incident to a merger or consolidation, the assets of this 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, but in no event shall such assets inure to the benefit of any Member or other private individual.

ARTICLE X DURATION

This Association shall have perpetual existence, effective upon filing these Articles of Incorporation.

ARTICLE XI BYLAWS

The Bylaws of this Association shall be initially adopted by a majority of the Board of Directors. Thereafter, the Bylaws shall be altered, amended, or rescinded by a majority of all Members entitled to vote at any regular or special meeting of the membership duly called and convened.

ARTICLE XII AMENDMENT

Any amendment to these Articles shall require the assent of a majority of all Members entitled to vote at any regular or special meeting of the membership duly called and convened. If there are no Members, any amendment to these Articles shall require the assent of a majority of the Board of Directors.

ARTICLE XIII INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him in connection with any proceeding or settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or officer of the Association, whether or not he is a Director or officer at the time such expenses are incurred; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director or officer may be entitled.

ARTICLE XIV NON PROFIT STATUS

No part of the earnings of the Association shall inure to the benefit of any individual or Member. The Association shall not carry on propaganda or otherwise act to influence legislation.

ARTICLE XV INFORMAL MEMBER ACTION

The holders of not less than a majority of the issued and outstanding Membership Certificates of the Association may act by written agreement without a meeting, as provided in *Florida Statutes* §617.0701 and the Bylaws.

This Amendment has been approved as required by *Florida Statutes* §607.0901(5). No Membership Certificates have been issued at the time of amendment. Therefore, member action is not required.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, who is the incorporator of the Association, has executed these Articles of Incorporation this 3 day of August, 1995.

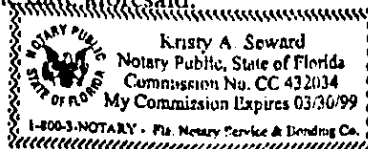
E. LeBron Free
E. LeBron Free, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared E. LeBRON FREE, who, after being duly cautioned and sworn, deposes and says that he has affixed his name to the foregoing Articles of Incorporation of TROPICAL BREEZE MHP HOMEOWNERS ASSOCIATION, INC., a Florida not-for-profit corporation, as incorporator of said corporation, for the purposes therein expressed. He is personally known to me and did not take an oath.

WITNESS my hand and official seal the date aforesaid.

Kristy A. Seward
NOTARY PUBLIC



ACCEPTANCE AND ACKNOWLEDGMENT

Pursuant to §607.0501, *Florida Statutes*, I hereby accept designation as registered agent of TROPICAL BREEZE MHP HOMEOWNERS ASSOCIATION, INC., and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and am familiar with and accept the obligations of §607.0505, *Florida Statutes*.

E. LeBron Free
E. LeBron Free, Registered Agent

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
TROPICAL BREEZE MHP HOMEOWNERS ASSOCIATION, INC.

The Amended Articles of Incorporation have been approved as required by *Florida Statutes* §607.0901(5). No Membership Certificates have been issued at the time of amendment. Therefore, member action is not required.

EXECUTED this 24 day of August, 1995.



E. LeBron Free, Incorporator