

# 7.95000002648

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904) 224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Mailor No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

FILED  
 SECRETARY OF STATE  
 DIVISION OF CORPORATIONS  
 95 JUN -8 PM 12:43

*6/8/95*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE _____	_____	_____	_____
TIME _____	_____	_____	CK No. _____
BY <i>RTN</i>	_____	_____	_____

WALK-IN *68 12pm*  
 Will Pick Up \_\_\_\_\_

RE: Palm Sole Core Homeowners  
Association, Inc.

C.C. FEE. DISBURSED

☒ Capital Express™  
☒ Art. of Inc. File  
 \_\_\_\_\_ Corp. Record Search  
 \_\_\_\_\_ Ltd. Partnership File  
☒ Foreign Corp. File  
☒ ( ) Cert. Copy(s) \_\_\_\_\_  
 \_\_\_\_\_ Art. of Amend. File  
 \_\_\_\_\_ Dissolution/Withdrawal  
 \_\_\_\_\_ C U S-  
 \_\_\_\_\_ Fictitious Name File  
 \_\_\_\_\_ Name Reservation  
 \_\_\_\_\_ Annual Report/Reinstatement  
 \_\_\_\_\_ Reg. Agent Service  
 \_\_\_\_\_ Document Filing  
 \_\_\_\_\_ Corporate Kit  
 \_\_\_\_\_ Vehicle Search  
 \_\_\_\_\_ Driving Record  
 \_\_\_\_\_ Document Retrieval  
 \_\_\_\_\_ UCC 1 or 3 File  
 \_\_\_\_\_ UCC 11 Search  
 \_\_\_\_\_ UCC 11 Retrieval  
 \_\_\_\_\_ File No.'s, \_\_\_\_\_ Copies  
 \_\_\_\_\_ Courier Service  
 \_\_\_\_\_ Shipping/Handling  
 \_\_\_\_\_ Phone ( ) \_\_\_\_\_  
 \_\_\_\_\_ Top Priority  
 \_\_\_\_\_ Express Mail Prep. \_\_\_\_\_  
 \_\_\_\_\_ FAX ( ) \_\_\_\_\_ pgs. \_\_\_\_\_

SUBTOTALS \_\_\_\_\_

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
_____	\$

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum

THANK YOU  
 from  
 Your Capital Connection

ARTICLES OF INCORPORATION

95 JUN -8 PM 12:43

OF

PALMA SOLA COVE HOMEOWNERS ASSOCIATION, INC.,  
A FLORIDA CORPORATION NOT-FOR-PROFIT

In compliance with the requirements of Chapter 617, Florida Statutes, as amended, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is PALMA SOLA COVE HOMEOWNERS ASSOCIATION, INC., hereinafter called the "ASSOCIATION".

ARTICLE II

The principal office of the Association is located at:

5410 - 14th Street, West  
Bradenton, Florida 34207

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residential lots and dwellings and Common Area within that certain tract of property described on Exhibit "A" attached hereto to enforce the "Covenants and Restrictions", and to promote the health, safety and welfare of the residents with in the above described property and for these purposes 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 Protective Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court of Manatee 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, of all charges or assessments

pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incidental to the conduct of 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.
- D. Borrow money, and with the assent of two-thirds (2/3rds) 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 (2/3rds) of each class of members agreeing to such dedication, sale or transfer.
- F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common areas, provided that any such merger, consolidation, or annexation not specifically authorized in the Declaration shall have the assent of two-thirds (2/3rds) of each class of members;
- G. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Not-For-Profit Corporation Law of the State of Florida may now or hereafter have or exercise;
- H. As long as there exists more than one Class of Membership in the Association annexation of additional properties, mergers and consolidations, mortgaging of common areas, dissolution and amendment of these Articles shall require the prior approval of the Department of Housing and Urban Development and Veteran's Administration of the United States Government.

**ARTICLE IV**  
**MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any Residential Unit which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is 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 Residential Unit which is subject to assessment by the Association. Membership is appurtenant to and inseparable from Ownership of the Residential Unit.

**ARTICLE V**  
**VOTING RIGHTS**

The Association shall have one class of voting membership as follows:

- A. The members shall be all Owners of residences or dwelling units which have been constructed and conveyed to such Owners and shall be entitled to one (1) vote for each Residential Unit owned. When more than one (1) person holds an interest in any Residential Unit, all such Persons shall be members. The vote for such Residential Unit shall be exercised as the multiple owners may determine, but in no event shall more than (1) vote be cast with respect to any one Residential Unit.

**ARTICLE VI**  
**DIRECTORS**

- A. The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than five (5) directors. After the Declarant 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 membership in the manner described in the Bylaws. Directors may be removed and vacancies on the Board of Directors filled as provided in the Bylaws.
- C. The first election of directors shall not be held until thirty (30) days after the Declarant has closed the sales of seventy-five percent (75%) of the Residential Units contemplated by the General Plan of Development or five (5) years after the Declarant has closed the sale of the first Residential Unit in or until the Declarant elects to terminate its control of the Association, 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 who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

NAMES

ADDRESSES:

  
LARRY J. COPEMAN

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

  
CONNIE S. COPEMAN

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

  
CRAIG A. COPEMAN

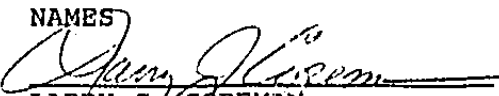
8904 12th Avenue, N.W.  
Bradenton, Florida 34209

ARTICLE VII  
OFFICERS

The affairs of the Association shall be administered by the Officers designated in 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. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

NAMES

ADDRESSES:

  
LARRY J. COPEMAN  
President/Treasurer

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

  
CONNIE S. COPEMAN  
Vice President/Secretary

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

ARTICLE VIII  
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of each Class of members. Upon dissolution of the Association, other than incidental 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. This procedure shall be subject to court approval on dissolution pursuant to Florida Statute 617.05.

ARTICLE IX  
BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE X  
DURATION

The corporation shall exist perpetually.

ARTICLE XI  
AMENDMENTS

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 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, approval of a proposed amendment must be by not less than two-thirds (2/3rds) vote of the Residential Unit owners.
- C. Provided, however, that no amendment shall make any changes in the qualifications of membership nor the voting rights of members without approval in writing by all members, and joinder of all record owners or mortgages upon the Residential Units. No amendment shall be made that is in conflict with the Declaration of Covenants and Restrictions of PALMA SOLA COVE SUBDIVISION or the laws of the State of Florida.

ARTICLE XII  
INCORPORATORS

The names and addresses of the incorporators of these Articles

of Incorporation are as follows:

NAMES

LARRY J. COPEMAN

CONNIE S. COPEMAN

ADDRESSES:

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

615 65th Street Ct., N.W.  
Bradenton, Florida 34209

ARTICLE XIII  
REGISTERED AGENT

LARRY J. COPEMAN, whose address is 615 65th Street Court, North West, Bradenton, Florida 34209 is hereby appointed the Initial registered agent of this Association.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporation of this Association, have executed these Articles of Incorporation this 1 day of June, 1995.

LARRY J. COPEMAN

CONNIE S. COPEMAN

STATE OF FLORIDA  
COUNTY OF MANATEE6

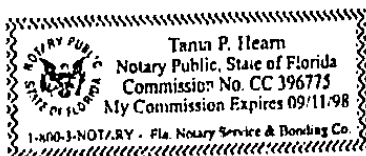
Before me, the undersigned authority, personally appeared LARRY J. COPEMAN and CONNIE S. COPEMAN, who, after being duly sworn, acknowledged before me that they executed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed *and they are personally known.*

WITNESS my hand and official seal this 1 day of June, 1995.

My commission expires:

T. O. H.  
Notary Public

Thomas J. Hearn  
Printed Name of Notary



CERTIFICATE DESIGNATING A REGISTERED OFFICE  
REGISTERED AGENT FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

95 JUN -8 PM 12:43

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

PALMA SOLA COVE HOMEOWNERS ASSOCIATION, INC., a Florida corporation Not-For-Profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 5410 14th Street, West, Bradenton, Florida 34207, has named as its agent to accept service of process within this State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
LARRY J. COPEMAN