

N95000003002

CORNERSTONE COMMUNITIES, INC.

3830 TAMPA ROAD, SUITE 200

PALM HARBOR, FLORIDA 34684

(813) 787-5251 • FAX (813) 787-5641

June 21, 1995

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
95 JUN 22 PM 1:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: CORNERSTONE ESTATES HOMEOWNERS ASSOCIATION, INC.

Dear Sirs/Ladies:

In regard to the above, please find enclosed an original set of ARTICLES OF INCORPORATION. Please file this document and return a certified copy to the undersigned as promptly as possible. This firm's check in the amount of \$122.50 has been enclosed, representing payment of the fee for this service.

Thank you for your attention to this matter.

Sincerely,



Charles I. Babcock, III
President

CIB, III/cb
encls. - check

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**ARTICLES OF INCORPORATION
OF
CORNERSTONE ESTATES HOMEOWNERS ASSOCIATION, INC.**

The undersigned Incorporator hereby forms a not-for-profit corporation under Chapter 617 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be as follows:

CORNERSTONE ESTATES HOMEOWNERS ASSOCIATION, INC.

The principal place of business of this corporation (hereinafter referred to as either the "corporation" or as the "Association") shall be 3830 Tampa Road, Suite 200, Palm Harbor, Florida, 34684, and the mailing address shall be the same.

ARTICLE II. PURPOSE OF POWERS

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 Common Areas within that certain tract of property described as:

See EXHIBIT "A" attached hereto and incorporated herein by reference;

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 and 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, Conditions, Restrictions, and Easements for CORNERSTONE ESTATES (hereinafter referred to as the "Declaration"), applicable to the property and to be recorded in the Office of the Clerk of the Circuit Court of Pinellas 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;

(d) Borrow money, and with the assent of two-thirds (2/3rds) of the voting interests of the 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 two-thirds (2/3rds) of the voting interests of the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3rds) of the voting interests of the members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other not-for-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of the voting interest of the members;

(g) Have and to exercise any and all powers, rights, and privileges which a corporation organized under the Florida Not-For-Profit Corporation Act (Chapter 617) by law may now or thereafter have or exercise.

ARTICLE III. MEMBERSHIP

Every person or entity, who is a record owner of a fee or undivided fee interest of any Lot 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 Lot which is subject to assessment by the Association.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be Suite 200, 3830 Tampa Road, Palm Harbor, Florida, 34684, and the name of the initial registered agent of the corporation at that address is Charles I. Babcock, III.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. VOTING RIGHTS

CLASS A. CLASS A members shall be all Owners, with the exception of the Declarant, as said Declarant is defined in the Declaration, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an 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 (1) vote be cast with respect to any Lot.

CLASS B. The CLASS B member shall be the Declarant, as defined in the Declaration. The Declarant, as a CLASS B Member, shall be entitled to One (1) vote for each lot owned by Declarant; however, the Declarant is entitled to elect all of the members of the Board of Directors until the termination of the CLASS B membership, as set forth and as described in the Declaration.

ARTICLE VII. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of the voting interests of the members. Upon dissolution of the Association, other than incident 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 not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE VIII. BOARD OF DIRECTORS

This corporation shall have three (3) directors. The names and street addresses of the initial directors, who shall serve until successors are named, elected, or appointed, are as follows:

CHARLES I. BABCOCK, III - Director
3830 Tampa Road, Suite 200
Palm Harbor, FL 34684

ROBERT E. BASS - Director
3830 Tampa Road, Suite 200
Palm Harbor, FL 34684

CHRISTINE M. BASS - Director
3830 Tampa Road, Suite 200
Palm Harbor, FL 34684

This manner in which the directors shall be elected shall be as specified and set forth in the By-Laws adopted by the corporation.

ARTICLE IX. AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five (75%) percent of the voting interests of the members. The right to amend the By-Laws shall be vested in the members as set forth therein.

ARTICLE X. INCORPORATOR

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

CHARLES I. BABCOCK, III
3830 Tampa Road, Suite 200
Palm Harbor, FL 34684

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 20 day of JUNE, 1995.

CORNERSTONE COMMUNITIES, INC.

By: 

Charles I. Babcock, III

EXHIBIT "A"

The North 3/4 of Lot 7, PINELLAS GROVES, in the Northwest 1/4 of SECTION 4, TOWNSHIP 30 SOUTH, RANGE 16 EAST, according to Plat Book 1, Page 55, Public Records of Pinellas County, Florida,

LESS

The North 1/4 of Lot 7, PINELLAS GROVES, in the Northwest 1/4 of SECTION 4, TOWNSHIP 30 SOUTH, RANGE 16 EAST, according to Plat Book 1, Page 55, Public Records of Pinellas County, Florida.

LESS

The West 15.0 feet thereof for road right-of-way for 58th Street N.

All of which being further described as follows:

Commence at the West 1/4 Corner of Section 4, Township 30 South, Range 16 East, thence N. 00°23'24" W., 1584.63 feet, along the west line of the Northwest 1/4 of said Section 4; thence, S. 89°31'16" E., 30.00 feet to the East right-of-way line of 58th Street N., and the Point of Beginning; Thence, along said East right-of-way line, N. 00°23'24" W., 352.06 feet to the South line of the North 1/4 of said Lot 7; thence, along said South line, S., 89°25'43" E., 618.59 feet to the East line of said Lot 7 and the West line of Highpoint Estates as recorded in Plat Book 68, Page 53 of the Public Records of Pinellas County, Florida, thence, along said line, S. 00°32'03" E., 351.08 feet to the North line of the South 1/4 of said Lot 7; thence, along said North line, N., 89°31'16" W., 619.46 feet to the Point of Beginning.

Containing 5.00 acres more or less.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION**

CHARLES I. BABCOCK, III, whose address is as follows: 3830 Tampa Road, Suite 200, Palm Harbor, FL 34684, which is the same address as set forth in Article IV hereof, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under *Section 607.0505, Florida Statutes*.



Charles I. Babcock, III

Date: June 20, 1995

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 JUN 22 PM 1:29

FILED

CORNERSTONE COMMUNITIES, Inc.
1934 SOULE ROAD
CLEARWATER, FL 34619
(813) 791-0600 • Fax (813) 791-0744

December 4, 1996

N95000003002

FLORIDA DEPT. OF STATE
DIVISION OF CORPORATIONS
P. O. BOX 6327
TALLAHASSEE, FL 32314

RE: CHANGE OF ADDRESS
FEI # 59-3359512
CORNERSTONE ESTATES HOMEOWNERS ASSOCIATION, INC.

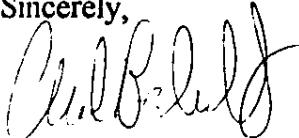
To Whom It May Concern:

Please update your records to reflect the change of address of the corporation and for the current Registered Agent as follows:

CORNERSTONE ESTATES HOMEOWNERS ASSOCIATION, INC.
FEI # 59-3359512
1934 SOULE ROAD
CLEARWATER, FL 34619
(813) 791-0600 • Fax (813) 791-0744

Thank you for your attention to this detail.

Sincerely,



C. I. Babcock, III
President

CLB,III/cmb

KS 12/10