

MARK E. CLEMENTS, P.A.

ATTORNEY AT LAW

MARK E. CLEMENTS
WILLS, ESTATES, ESTATE PLANNING
ELDER LAW
CORPORATION AND BUSINESS LAW
TRIAL PRACTICE • GENERAL
CIRCUIT COURT MEDIATION

230 SOUTH FLORIDA AVE., SUITE 301
LAKELAND, FLORIDA 33801-4622

REPLY TO:
P. O. BOX 8817
LAKELAND, FLORIDA 33806-8817
TELEPHONE: (813) 687-2287
FAX: (813) 688-3699

December 21, 1995

NC160000000065

Department of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32301

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-12/27/95--01061--014
****122.50 ****122.50

RE: Stoney Point Subdivision Homeowners Association, Inc.

Gentlemen:

We are enclosing the original and one copy of the proposed Articles of Incorporation for Stoney Point Subdivision Homeowners Association, Inc., together with a Certificate Designating Place of Business or Domicile for the Service of Process Within the State, Naming Agent Upon Whom Process May Be Served. Please approve and file the originals and return a certified copy to our office.

We are also enclosing our firm's check payable to you in the amount of \$122.50 for the filing fee, one certified copy of the Articles and filing the Registered Agent's Certificate.

Please call or write our office if anything further is required.

Sincerely,



Mark E. Clements

MEC/pc

CC: Bob Nunez

Enc: Original and one copy of Articles of Incorporation for Stoney Point Subdivision Homeowners Association, Inc., Certificate Designating Place of Business or Domicile for the Service of Process Within the State, Naming Agent Upon Whom Process May Be Served
Check in the amount of \$122.50

55 DEC 27 PM 3:00
SECRETARY OF
TALLAHASSEE, FLORIDA

1-11-96
TS

ARTICLES OF INCORPORATION

OF

STONEY POINT SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

The undersigned subscribers to these Articles of Incorporation (the "Articles"), each a natural person competent to contract and a 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 **STONEY POINT SUBDIVISION HOMEOWNERS ASSOCIATION, INC.**, sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the Association is located at 5360 South Florida Avenue, Lakeland, Florida 33813.

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 certain common and dedicated properties located in a development known as **STONEY POINT SUBDIVISION**, (the "Properties") situated in Lakeland, Florida, as more particularly

described and shown in Plat Book 3608, at page 0490, public records of Polk County, 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);

(b) To take such actions as the Association is authorized pursuant to its Articles of Incorporation and Bylaws to take to maintain the residential quality of the Properties.

POWERS: The Association shall have all of the common law and statutory powers of a Florida corporation not for profit which are consistent with these Articles and with the Declaration and all of the powers and authority reasonably necessary or appropriate to the operation of a residential community including, but not limited to, the following powers:

(a) To exercise all the powers and privileges and to perform all the duties and obligations of the Associations set forth in the Declaration, as the same may be amended from time to time as therein provided, and the Declaration is hereby incorporated herein by reference and made a part hereof;

(b) To fix, levy, collect and enforce payment by any

lawful means, all charges or assessments and assessment liens 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) To enforce any and all covenants, conditions, restrictions and agreements applicable to the Development;

(d) To pay taxes, if any, on the Common Areas and Dedicated Areas and any other common and dedicated properties of the Association (as set forth in the Declaration);

(e) To 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;

(f) To borrow money, and to mortgage pledge deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, provided that such borrowing shall have the assent of eighty percent (80%) of the Members (as hereinafter defined entitled to vote);

(g) To dedicate, sell or transfer all or any part of the Common Areas and the Dedicated Areas and any other common area or

assets owned by the Association 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 agreeing to such dedication or transfer signed by eighty percent (80%) of each class of members has been recorded.

(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.

ARTICLE IV

MEMBERSHIP

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

ARTICLE V

QUORUM

The Members holding a majority of the votes, with each unit owner entitled to one vote, shall constitute a quorum at a meeting of Members.

If less than such majority of votes are represented at a meeting, a majority of the votes so represented may adjourn the meeting from time to time without further notice. At such adjourned meeting at which a quorum shall be present or represented, any business may be transacted which might have been transacted at the meeting as originally notified. The Members present at a duly constituted meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough Members to leave less than a quorum.

ARTICLE VI

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, but shall never be less than three (3) directors or more than nine (9). The names and residence addresses until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Robert Nunez, Jr.	5360 South Florida Avenue Lakeland, FL 33813
_____	_____
_____	_____

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 limitations.

ARTICLE VII

OFFICERS

The affairs of the Association shall be administered by a president, vice president, and a secretary-treasurer and such other officers as may be 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 residence addresses of the officers who shall serve the first election of the Board of Directors are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Robert Nunez, Jr.
Secretary	<u>Patricia Spalding</u>

Treasurer

Junia Nunez

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the consent given in writing and signed by either the Developer or by eighty percent (80%) of the membership. Upon dissolution of the Association, other than incident to a merger or consolidation, its assets, both real and personal, shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was formed. In the event there is a refusal to accept such dedication, then such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization which is devoted to purposes similar to those of this Association.

ARTICLE IX

INDEMNIFICATION

The Association shall, and does hereby, indemnify any persons ("Indemnitees") for any and all liability arising from their official capacities or from any acts committed or failure to act by them in their official capacities as officers or directors of the Association, including acts which are adjudged by a court of law to have constituted negligence or misconduct in the performance of their duty to the Association, and resulting from judgments, fines, or amounts paid in settlement which are incurred in any action, suit or proceeding, whether civil, criminal, administrative or

investigative, and whether such action, suit or proceeding is brought by or in the right of the Association, or other parties, and whether such action, suit, proceeding is commenced during or subsequent to their tenure as officers or directors of the Association ("Actions").

The Association will reimburse Indemnitees for any and all actual and reasonable expenses, including, without limitation, attorneys' fees and court cost in trial and appellate tribunals ("Expenses") as incurred by Indemnitees in any actions. Notwithstanding anything to the contrary herein, the Association will not indemnify indemnitees for any liability or expenses incurred for actions which constitute gross negligence or willful misconduct, as such terms are used in Section 607.014(6) of the Florida Statutes. The indemnification provided in this Article shall be in addition to and shall not limit or modify any other rights to indemnity to which Indemnitees are entitled including, without limitation, those rights conferred by the Florida Statutes of the Bylaws, Articles of Incorporation or any agreement executed by the Association. The indemnification provide for herein shall be subject to the provisions of Section 607.014(2) of the Florida Statutes.

ARTICLE X

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by a vote of a majority of a quorum of members present in person or by

proxy.

ARTICLE XI

DURATION

The Association shall have perpetual existence.

ARTICLE XII

AMENDMENTS

The Articles may be amended by resolution adopted by the Developer and a eighty percent (80%) vote of the members at a meeting called for the purpose of considering the amendment of these Articles, or by resolution unanimously adopted by the Board of Directors; provided, however, that no amendment shall be effective to impair or dilute any rights or obligations of Members that are governed by the Declaration (as, for example, membership and voting rights) which are part of the property interests created thereby.

ARTICLE XIII

SUBSCRIBERS

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

NAME

Robert Nunez, Jr.

ADDRESS

5360 South Florida Avenue
Lakeland, FL 33813

ARTICLE XIV

REGISTERED AGENT - REGISTERED OFFICE

The registered office of the Association is 5360 South Florida Avenue, Lakeland, Florida 33813. The registered agent is Robert

Nunez, Jr. a resident of the state of Florida whose business office is identical with that of the registered office.

ARTICLE XV

Upon dissolution of the Association, all of its assets shall be conveyed to another non-profit corporation, unincorporated association or public agency.

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Florida, we, the undersigned, constituting the subscribing incorporators of this Association, have executed these Articles of Incorporation this 21 day of Aug., 1994.

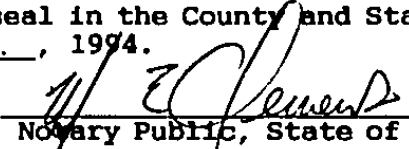
SUBSCRIBER:


ROBERT NUNEZ, JR.

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared ROBERT NUNEZ, JR., to me known to be the person described in these Articles of Incorporation ~~or who produced~~ as identification and who acknowledged before me that he executed the same as Subscriber, and who did (did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of Aug., 1994.


Notary Public, State of Florida

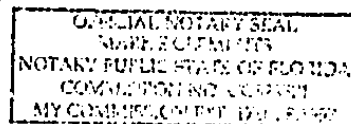
Print Name:

Serial No.:

(if any)

My commission expires:

(Affix notarial seal)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

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

STONEY POINT SUBDIVISION HOMEOWNERS ASSOCIATION, INC.,
desiring to organize under the laws of the State of Florida with
its initial registered office, as indicated in the Articles of
Incorporation, at City of Lakeland, County of Polk, State of
Florida, has named Robert Nunez, Jr., 5360 South Florida Avenue,
Lakeland, Florida 33813, as its agent to accept service of process
within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-
stated corporation, at 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.



ROBERT NUNEZ, JR.

FILED
95 DEC 27 PM 3:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA