

N9600000525
TRANSMITTAL LETTER

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

SUBJECT: Imperial Lakes Council, Inc.

I enclose an original and one (1) copy of the Articles of Incorporation for the above corporation and a check in the amount of \$131.25.

SIGNED: [Signature]

From:

Kenneth B. WARREN
Name

5950 IMPERIAL LAKES BLVD.
Address

MULBERRY FL. 33860
City State Zip

(941) 646-5066
Telephone Number

600001745256
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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ARTICLES OF INCORPORATION

OF

IMPERIALAKES COUNCIL, INC.

(A NOT FOR PROFIT CORPORATION)

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TALLAHASSEE, FLORIDA

ARTICLE I Name

The name of the corporation shall be: IMPERIALAKES COUNCIL, INC. (hereinafter referred to as "Council").

ARTICLE II Principal Office

The principal place of business and mailing address of this corporation shall be:

3695 Emerald Lane

Mulberry, Florida

33860

ARTICLE III Purposes

The Council does not contemplate pecuniary gain or profit, direct or indirect, to the members thereof, and no distribution of income to its members, directors or officers shall be made; except that nothing herein shall prevent the Council from compensating persons who may be members, directors, or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Council in furtherance of one or more of its purposes. The general purpose of the Council is to promote the common interests of the property owners in ImperialLakes, and the specific purpose is to provide information, counsel, communication, and management services to all ImperialLakes Homeowner's Associations concerning initiatives, problems or concerns which are brought before the council.

ARTICLE IV Initial Management

The affairs of the Council shall be managed by its Board of Directors, which shall consist of one member from each Homeowner's Association in the ImperialLakes subdivision; each Director to be assigned to the council by the participating Association. The Directors shall hold office for a period determined by each participating Association. The Board shall elect a President, Vice President, Secretary and Treasurer of the Council, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Council. Such officers shall hold office at the pleasure of the Board or until their successors are duly

elected and qualified. Officers may be Directors. Officers and Directors must be members of the Council. Any individual may hold two or more corporate offices, except that the offices of President and Secretary may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Council. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Council.

ARTICLE V Initial Board Of Directors

The number of persons constituting the initial Board of Directors of the Council shall be twelve (12); and the names and addresses of the members of such first Board of Directors, who shall hold office until their respective successors are elected pursuant to the provisions of these Articles and the By-Laws, are the following:

Charlene Moeckle	145 Country Club Lane, Mulberry, Fl. 33860
Dale Stage	3704 Opal Drive, Mulberry, Fl. 33860
Carroll Smyers	4285 Creekwoods Lane, Mulberry, Fl. 33860
Craig Jacobs	4435 Fairway Onks Drive, Mulberry, Fl. 33860
Ed Minster	5225 ImperialLakes Blvd. #10, Mulberry, Fl. 33860
Bill Hunter	6021 Topher Trail, Mulberry, Fl. 33860
Dewey Jananivich	1801 Village Court, Mulberry, Fl. 33860
Robert Caryl	3695 Emerald Lane, Mulberry, Fl. 33860
Ken Smith	5925 ImperiaLakes Pkwy #110, Mulberry, Fl. 33860
Keith Williams	4435 Old Colony, Mulberry, Fl. 33860
Ray Stephens	2003 Ryan Road, Mulberry, Fl. 33860
Ken Warren	3475 Starburst Ct. W., Mulberry, Fl. 33860

ARTICLE VI Initial Officers

The names of the initial officers who are to serve until their successors are elected under the provisions of these Articles and the By-Laws are the following:

Title & Identity

President	Robert Caryl
Vice President	Craig Jacobs
Secretary	Keith Williams
Treasurer	Dale Stage

ARTICLE VII Powers

The Council's powers shall include, but not be limited to, the following:

- (a) initiate, discuss, and propose for adoption programs and projects which are for the benefit of all lot owners in ImperialLakes;
- (b) to collect and dispense moneys for projects or programs which are approved by the member Associations;
- (c) exercise all of the rights, powers and privileges and to perform all of the duties and obligations of the Council as set forth in the By-Laws;
- (d) to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Council;
- (e) engage in activities that will actively foster, promote, and advance the common interests of all owners of property in ImperialLakes;
- (f) exercise any and all other powers, rights and privileges of a not-for-profit corporation organized under the laws of the State of Florida.

ARTICLE VIII Membership and Voting Rights

The classes of membership and voting rights of each member shall be as set forth in the By-Laws of the Council. Membership is by appointment by each of the member Associations of ImperialLakes, one member of the Council from each Association.

ARTICLE IX Terms Of Existence

The Council shall have perpetual existence.

ARTICLE X By-Laws

The By-Laws of the Council shall be adopted by the initial Board of Directors, as constituted under Article V above, at a meeting of the Board. Thereafter the By-Laws may be altered, amended, or rescinded as provided in the By-Laws.

ARTICLE XI Incorporator

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

Name & Address

Kenneth B. Warren 5950 Imperial Lakes Blvd., Mulberry, Fl. 33860

ARTICLE XII Registered Agent and Office

The following is the name and address of the Initial Registered Agent for service of process upon the Council:

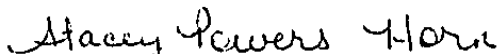
Robert Caryl 3695 Emerald Lane, Mulberry, Fl. 33860

The above address is also the address of the registered office of the Council.


Kenneth B. Warren, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

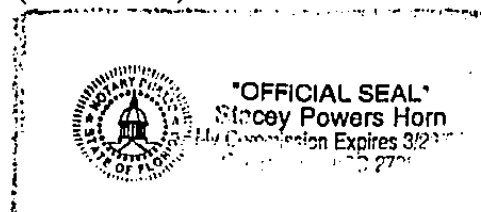
The foregoing instrument was acknowledged before me this 13th day of MARCH, 1996 by Kenneth B. Warren.


NOTARY PUBLIC, State of Florida

(Notarial Seal)

My Commission Expires

03/29/97
00279368



CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

ImperiaLakes Council, Inc.

2. The name and address of the registered agent and office is:

Robert Caryl
3695 Emerald Lane
Mulberry, Fl. 33860

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signature: Robert Caryl
Title: President
Date: 3-13-96

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: Robert Caryl
Date: 3-13-96