

N96000002039

PREVATT ENGLAND AMBLER SNYDER & TAYLOR

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

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POST OFFICE BOX 2020
TAMPA, FLORIDA 33601-2020

April 8, 1996

VIA U.P.S. OVERNIGHT MAIL

Florida Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32314

Re: COPELAND FARMS HOMEOWNER'S ASSOCIATION, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation for the subject corporation together with a check in the amount of \$122.50 to cover the following:

Filing Fees	\$35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>

\$122.50

We would appreciate your filing the Articles, certifying them as the Articles of Incorporation, and returning them to us.

Sincerely,

Karen J. Prevatt
Karen J. Prevatt

FILED
56 APR -9 PM 12:15
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

Enclosures

4/16/96
TMC

5525 W Cypress St
Tampa, FL 33619

Prepared by & Return to:
Prevatt England Ambler Snyder & Taylor
Attn: Karen J. Prevatt
P.O. Box 2920
Tampa, FL 33601-2920

ARTICLES OF INCORPORATION
OF
COPELAND FARMS
HOMEOWNER'S ASSOCIATION, INC.

98-40
FILED
96 APR -9 PM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting incorporator of a corporation under the Not for Profit Corporation Act of the State of Florida, adopts the following articles of incorporation.

ARTICLE I. - NAME OF THE CORPORATION

The name of the corporation is Copeland Farms Homeowner's Association, Inc.

ARTICLE II. - DURATION

The corporation's duration shall be perpetual, commencing on the date of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE III. PURPOSE

The object and purpose of the corporation shall be:

A. To promote the health, safety and social welfare of the owners of Lots 5, 6, 7 and 8, of Cone Estates, Unit A, Hillsborough County, Florida, as per plat thereof recorded in Plat Book 77, Page 10 of the Public Records of Hillsborough County, Florida, hereinafter referred to as the "Subdivision".

B. To maintain the common areas, if any, of the Subdivision

for which the obligation to maintain and repair has been delegated to the corporation.

C. To collect assessments levied by said corporation against lots owned by members of the corporation.

D. To provide such services as may be deemed necessary or viable by the Board of Directors of the corporation and to acquire such capital improvements and equipment as may be related thereto.

E. To purchase, acquire, replace, improve, maintain and repair such structures, equipment and grounds related to the health, safety and social welfare of the members of the corporation as the Board of Directors of the corporation, in its discretion, determines to be necessary and desirable.

F. To carry out all of the duties and obligations assigned to it as a neighborhood property owner's association under the terms of the Declaration of Covenants, Conditions, Restrictions and Easements applicable to the lots in the Subdivision.

G. To operate without profit and for the sole and exclusive benefit of its members.

ARTICLE IV. - MEMBERSHIP

The members of this corporation shall consist of all the owners of Lots 5, 6, 7 and 8 in the Subdivision. Owners of such lots shall automatically become members upon acquisition of the fee simple title to their respective lots.

The membership of any member in the corporation shall automatically terminate upon conveyance or other divestment of

title to such member's lot, except that nothing herein contained shall be construed as terminating the membership of any member who may own two or more lots, so long as such member owns at least one lot.

The interest of a member in the funds and assets of the corporation cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the lot which is the basis of such membership in the corporation.

The Secretary of the corporation shall maintain a list of the members of the corporation. Whenever any person or entity becomes entitled to membership in the corporation, it shall be such party's duty and obligation to so inform the Secretary in writing, giving his name, address and lot number; provided, however, that any notice delivered to or accepted by the owner of such lot before receipt of written notification of change of ownership, shall be deemed to be properly given or received.

ARTICLE V. - VOTING

If more than one (1) person owns an interest in any Lot, all such persons are members; but there may be only one (1) vote cast with respect to such Lot. Such vote may be exercised as the owners determine among themselves; but no split vote is permitted.

Except where otherwise required by law or by the provisions of the Declaration of Covenants, Conditions, Restrictions and Easements for Copeland Farms, or these Articles, the affirmative

vote of a majority of members represented at any meeting of the members duly called and at which a quorum is present shall be binding upon the members.

ARTICLE VI. - INITIAL REGISTERED OFFICE AND AGENT

Initial street address of the initial registered office of the corporation is 5523 W. Cypress Street, Tampa, FL 33609, and the name of the initial registered agent at such address is Michael S. Zinovoy. The principal office and registered office shall be identical.

ARTICLE VII. - INITIAL BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors consisting of initially three (3) Directors. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the bylaws of the corporation, but in no event shall there be less than three (3) or more than five (5) Directors.

The names and addresses of the first Board of Directors are as follows:

Michael S. Zinovoy
5523 W. Cypress Street
Tampa, FL 33609

Michael L. Cone
P. O. Box 22869
Tampa, FL 33622-2867

James Lundy
P. O. Box 22869
Tampa, FL 33622-2867

ARTICLE VIII. - INCORPORATOR

The name and address of the Incorporator is as follows:

Michael S. Zinovoy
5523 W. Cypress Street
Tampa, FL 33609

ARTICLE IX. - BYLAWS

The members of the Board of Directors of the corporation may provide such bylaws for the conduct of the corporation's business and the carrying out of its purposes as they deem necessary or desirable from time to time. Upon proper notice, the bylaws may be amended, altered or repealed by a majority vote of the Board of Directors present at any regular meeting or special meeting called for that purpose.

ARTICLE X. - AMENDMENT TO ARTICLES OF INCORPORATION

These articles may be amended, altered or repealed by resolution of the Board of Directors and approved by a vote of a majority of the members.

ARTICLE XI. - GENERAL

All income and assets of the corporation, above necessary expenses, shall be administered solely and exclusively for the corporate purposes set forth herein as may be selected by the Board of Directors from time to time. The corporation shall have no capital stock and shall pay no dividends to its incorporators, Directors, officers or members. In addition, no part of the income of the corporation shall be distributed to its members, Directors,

officers of incorporators. The corporation shall conduct its activities in such manner as to qualify for the income tax treatment available to it as a homeowner's association, as such term is defined in Section 528(c) of the Internal Revenue Code of 1986, as amended from time to time, hereinafter referred to as the "Code".

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1986, as amended, of the corresponding provision of any future U.S. Internal Revenue Law, and the corporation shall not participate in, or intervene (including publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

ARTICLE XII. - INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and Directors shall be indemnified by the corporation for and against all expenses and liabilities, including counsel fees and counsel fees in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they become involved by reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The corporation may purchase and maintain insurance on behalf of all officers and Directors against them or incurred by them in their

capacity as officers of Directors or arising out of their status as such.

ARTICLE XIII. - DISSOLUTION

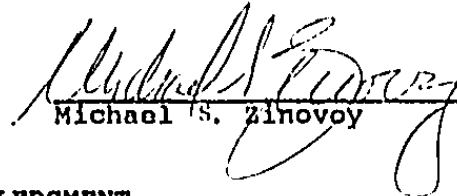
A. Upon expiration of the term of the aforementioned Declaration of Covenants, Conditions, Restrictions and Easements, the corporation may be dissolved upon a resolution to that effect and being approved by two-thirds (2/3) of the members of the Board of Directors, and, if a judicial decree is necessary at the time of dissolution, then after receipt of an appropriate decree as provided for in Chapter 617, Florida Statutes, (1995) or any statute of similar import then in effect.

B. Upon dissolution of the corporation, all of its assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed in the following manner:

(1) Any property determined by the Board of Directors of the corporation to be appropriate for dedication to any applicable municipal or other governmental authority may be dedicated to such authority, provided the authority is willing to accept the dedication.

(2) All remaining assets, or the proceeds from the sale of such assets, shall be apportioned among the lots subject to assessment in equal shares, and the share of each shall be distributed to the then owners thereof.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 1st day of March, 1996.


Michael S. Zinovoy

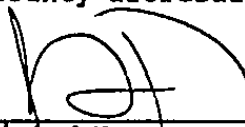
ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MICHAEL S. ZINOVY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of March, 1996.




Printed Name: _____
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My commission expires: _____

M. Z.

FILED

CERTIFICATE DESIGNATING REGISTERED AGENT 96 APR -9 PM 12:15

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: ^{SECRET, STATE} TALLAHASSEE, FLORIDA

That Copeland Farms Homeowner's Association, Inc., desiring to organize under the not-for-profit corporation act of the State of Florida with its initial registered office, as indicated in the Certificate of Incorporation, at 5523 W. Cypress Street, Tampa, FL 33609, has named Michael S. Zinovoy 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 provisions of said Act relative to keeping open said office and the provisions of Chapter 617.


REGISTERED AGENT Michael S. Zinovoy

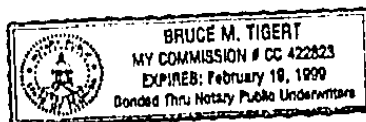
ACKNOWLEDGMENT

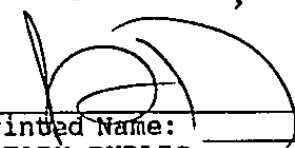
STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared MICHAEL S. ZINOVY, known to me and known by me to be the person who executed the foregoing Certificate Designating Registered Agent, and he acknowledged before me that he executed the Certificate Designating Registered Agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 1st day of March, 1996.




Printed Name: _____
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE
My commission expires: _____