

1201 HAYS STREET
TALLAHASSEE, FL 32301-1017
904-22-0300 FAX

800-342-8086

N 96000003496



PREMIER HALL
LEGAL & FINANCIAL SERVICE ACCOUNT NO. : 072100000032

REFERENCE : 007002 9825A

AUTHORIZATION : *Patricia Pizzuti*
COST LIMIT : \$ 70.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 AM 10:03

ORDER DATE : July 1, 1996

ORDER TIME : 3:14 PM

ORDER NO. : 007002

CUSTOMER NO: 9825A

CUSTOMER: Alan Christner, Esq
ALAN S. CHRISTNER, JR, P. A.

600001880946

P. O. Box 1116

Indian Rocks, FL 34635

DOMESTIC FILING

NAME: WHISPERING PINES FOREST 2ND,
3RD, 4TH & 5TH ADDITION
HOMEOWNERS ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

g
7/2/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUL -1 AM 10:04

ARTICLES OF INCORPORATION

WHISPERING PINES FOREST 2ND, 3RD, 4TH & 5TH ADDITION
HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporator hereby forms a corporation not-for-profit under the provisions of Chapter 617 of the laws of the State of Florida and does agree to the following:

ARTICLE I. NAME

The name of this corporation shall be WHISPERING PINES FOREST 2ND, 3RD, 4TH & 5TH ADDITION HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the Association.

ARTICLE II. PURPOSE

The Association is organized as a corporation not-for-profit under the provisions of Chapter 617 of the Florida Statutes. The specific purpose for which the Association is organized is to provide an entity responsible for the maintenance and enforcement of the Deed Restrictions for the 2nd, 3rd, 4th and 5th Additions of Whispering Pines Forest as recorded in the Public Records of Pinellas County, Florida, as amended, hereinafter referred to as "Whispering Pines".

ARTICLE III. POWERS AND DUTIES

Section 1. The Association shall have all of the common law and statutory powers of a corporation not-for-profit.

Section 2. The Association shall have all of the powers and duties set forth in these Articles of Incorporation and the Bylaws of the Association.

ARTICLE IV. LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any member, director or officer of the Association; provided, however, the Association may pay compensation in a reasonable amount for services rendered and may confer benefits on its members in conformity with its purposes.

ARTICLE V. TERM OF EXISTENCE

The Association shall have perpetual existence, unless dissolved according to law.

ARTICLE VI. MEMBERS

The Association shall have members. The sole qualification for membership is the ownership of a recorded vested present fee simple interest in a parcel of Whispering Pines. Each owner designated in a deed or other instrument establishing title to a parcel in Whispering Pines duly recorded in the Public Records of Pinellas County, Florida shall automatically become eligible to be a member and upon payment of the Annual Membership Fee shall become a member. Membership in the Association shall be terminated automatically when title to the parcel supporting said membership vests in another legal entity.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of this Association shall be managed by the Board of Directors.

Section 2. This Association shall have three (3) directors initially who are to serve as directors until the first election by the members. The names and addresses of the initial directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Margaret A. Christner	8540 140th Street N. Seminole, FL 34646
Jean H. Biittner	8510 140th Street N. Seminole, FL 34646
Robert E. Hadden	8477 140th Street N. Seminole, FL 34646

Section 3. The number of directors may be changed from time to time as provided by the Bylaws, but their number shall never be less than three (3).

Section 4. Subsequent to the first election of directors, directors entitled to be elected by members shall be elected at the annual meeting of the members and shall hold office as provided in the Bylaws.

ARTICLE VIII. OFFICERS

Section 1. The officers of the Association shall be a President, one or more Vice Presidents (if determined to be necessary by the Board of Directors), a Secretary and Treasurer. Such other officers, assistant officers and agents as may be deemed necessary may be elected or appointed from time to time as provided by the Bylaws.

Section 2. The names of the persons who are to serve as officers of the Association until the first annual meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
Margaret A. Christner	President
Jean H. Biittner	Secretary
Robert E. Hadden	Treasurer

Section 3. The officers shall be elected at each annual meeting of the Board of Directors or as provided in the Bylaws, and each shall serve until his successor is chosen and qualified, or until his earlier resignation, removal from office or death.

Section 4. The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

ARTICLE IX. BYLAWS

The initial Board of Directors shall adopt Bylaws for the Association at the organizational meeting of the Association after the approval of these Articles of Incorporation by the Secretary of State. The conduct of the affairs of the Association shall be limited by the various provisions of the Bylaws, including but not limited to, provisions creating, dividing, limiting and regulating the powers of the Association, the directors and the members. The power to adopt, amend or repeal Bylaws of the Association shall be vested in the Board of Directors or the membership as provided in the Bylaws.

ARTICLE X. AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting at which a quorum is present by approval of not less than two-thirds (2/3) of the entire membership of the Board and two-thirds (2/3) of the voting representatives of the Association who cast their vote, or by not less than seventy percent (70%) of the voting representatives of the Association who cast their vote. No amendment to said Articles of Incorporation shall be valid unless certified by the Secretary of State of the State of Florida.

ARTICLE XI. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Association is 350 Gulf Boulevard, Indian Rocks Beach, FL 34635, and the name of the initial registered agent of this Association located at that address is Alan S. Christner, Jr. P.A..

ARTICLE XII. INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Alan S. Christner, Jr. P.A.
350 Gulf Boulevard
Indian Rocks Beach, FL 34635

IN WITNESS WHEREOF, for the purpose of forming a corporation not-for-profit under the provisions of Chapter 617 of the Florida Statutes, the undersigned, constituting the Incorporator hereof, has set the hand and seal of Alan S. Christner, Jr. P.A. on this 25th day of June, 1996.

ALAN S. CHRISTNER, JR. P.A.

By: Alan S. Christner, Jr. (SEAL)
Alan S. Christner, Jr. President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25th day of June, 1996, by ALAN S. CHRISTNER, JR. who is personally known to me and who did take an oath.



Pamela Chesebrough
NOTARY PUBLIC

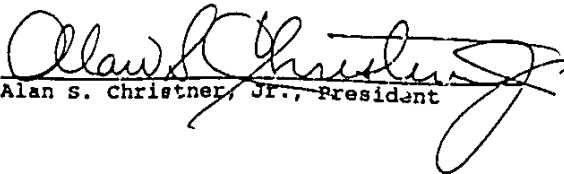
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

96 JUL - 1 AM 10:04

Alan S. Christner, Jr. P.A. a Florida Professional Association authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, accepts the obligations of the position of Registered Agent.

ALAN S. CHRISTNER, JR. P.A.

By: 
Alan S. Christner, Jr., President