

N96000004003

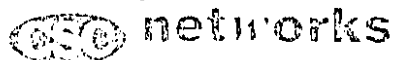
1201 BAYS STREET

800-342-8086

PENSACOLA, FL 32501

904-222-0171

904-222-0171 FAX



ACCOUNT NO. : 072100000032

REFERENCE : 037955 81040A

AUTHORIZATION :

COST LIMIT : \$ PPD CHK # 17878

FILED  
STATE  
SECRETARY OF CORPORATIONS  
96 JUL 31 PM 1:12

ORDER DATE : July 31, 1996

ORDER TIME : 9:59 AM

ORDER NO. : 037955

CUSTOMER NO: 81040A

CUSTOMER: Fletcher Fleming, Esq  
SHELL FLEMING DAVIS & MENGE

Seventh Floor, Seville Tower  
226 Palafox Place  
Pensacola, FL 32501

DOMESTIC FILING

NAME: SPRINGLAKE WEST HOMEOWNERS'  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Prezeau

EXAMINER'S INITIALS:

JP  
7/31/96

ARTICLES OF INCORPORATION  
OF

FILED  
CLERK OF STATE  
CORPORATIONS  
96 JUL 31 PM 1:12

SPRINGLAKE WEST HOMEOWNERS' ASSOCIATION, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a non-stock corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is Springlake West Homeowners' Association, Inc., hereafter called the "Association."

ARTICLE II. PURPOSE AND POWERS

The Association is not organized for pecuniary gain or profit to the members thereof, and it shall be prohibited from any distribution of income to its members, directors, and officers. The specific purposes for which it is formed are to provide for the maintenance, preservation, and architectural control of the residential lots and common area within those certain tracts of property designated as Parcels A, B, and C and described in the Declaration of Covenants, Conditions and Restrictions recorded in Official Records Book 3020 at pages 31 through 43 of the public records of Escambia County, Florida, herein called the "Declaration" and to promote the health, safety, and welfare of the residents within the above-described property and any additions thereto which may hereafter be brought within the jurisdiction of this Association and for such purposes to (but only as the

following may from time to time be permissible for corporations not for profit under the laws of Florida):

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration 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 (2/3) of the members, mortgage, pledge, 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 agreeing to hold and maintain the same for such purposes. The Association may grant easements over the common area to private parties, but no such easement shall be effective unless an instrument has been

signed by two-thirds (2/3) of the members agreeing to such grants of easement.

(f) participate in mergers and consolidations with other non-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 (2/3) of the members; unless the Declaration provides for such merger, consolidation or annexation;

(g) have and to exercise any and all powers, rights, and privileges which a corporation organized under the Corporations Not For Profit Law of the State of Florida by law may now or hereafter have or exercise.

#### ARTICLE III. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is located within the above property or is otherwise subject 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 or building site which is subject to the Declaration.

#### ARTICLE IV. VOTING RIGHTS

Each member of the Association shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members, in which event, the

vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

#### ARTICLE V. BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of at least three (3) directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association but may not exceed nine (9) nor be less than three (3). The names and residence addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Fletcher Fleming  
226 S. Palafox Street  
Ninth Floor, Seville Tower

Donna A. Roberts  
7201 U. S. 98 West  
Pensacola, Florida 32506

Gene Loadholtz  
2107 Airport Blvd.  
Pensacola, Florida 32504

At the first annual meeting the members shall elect three (3) directors and at each succeeding annual meeting, or at a special meeting called for the purpose of electing directors, the members shall elect the number of directors which may from time to time be designated by the By-Laws.

#### ARTICLE VI. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE VII. DURATION

The corporation shall exist perpetually.

#### ARTICLE VIII. AMENDMENTS

Amendments to these Articles shall require the assent of seventy-five percent (75%) of the entire membership. Amendments may be proposed by any member at any annual meeting or special meeting called for that purpose, and adopted by the members in person or by proxy at that or any subsequent meeting by the percentage of members set forth above. The By-Laws of the corporation shall be made, altered, or rescinded, at a regular or special meeting of the members, by a vote of a majority of the members present in person or by proxy. The By-Laws may restrict the number of proxies to be voted by any person.

#### ARTICLE IX. OFFICERS

The affairs of the corporation are to be managed by a President, Vice-President, Secretary, and Treasurer. They shall be elected at the first meeting of the Board of Directors following each annual meeting of the members. The President and Vice-President shall be Directors. Until the first election of officers, Donna A. Roberts shall serve as President of the corporation, Gene Loadholtz, as Vice-President of the corporation, and Fletcher Fleming, as Secretary and as Treasurer of the corporation.

ARTICLE X. SUBSCRIBERS

The subscribers to these Articles of Incorporation and their residence addresses are those persons listed in Article V as the persons to act as initial directors of the corporation.

ARTICLE XI. INITIAL RESIDENT AGENT AND OFFICE

Fletcher Fleming, whose office address is 226 S. Palafox Street, Ninth Floor, Seville Tower, Pensacola, Florida 32501, is hereby appointed as the initial Resident Agent of the corporation, and the office of the corporation shall be at that address until another is properly designated pursuant to the then applicable law.

IN WITNESS WHEREOF the subscribers have executed this instrument this 25th day of July, 1996.

Donna A. Roberts  
DONNA A. ROBERTS

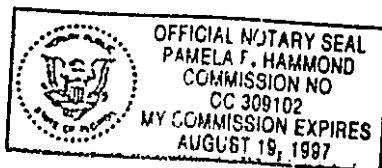
Gene Loadholtz  
GENE LOADHOLTZ

Fletcher Fleming  
FLETCHER FLEMING

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 25th day of July, 1996, by Donna A. Roberts, who is personally know to me.

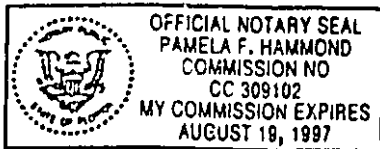


Pamela F. Hammond  
NOTARY PUBLIC  
My commission expires: 8-19-97

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 25th  
day of July, 1996, by Gene Loatz, who is personally known to  
me.



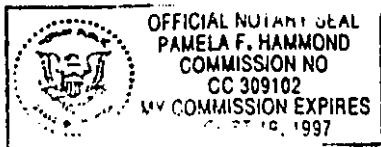
Pamela F. Hammond  
NOTARY PUBLIC

My commission expires: 8-19-97

STATE OF FLORIDA

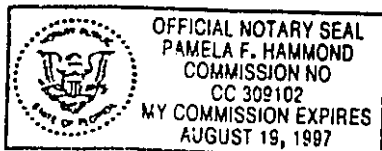
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 25th  
day of July, 1996, by Fletcher Fleming, who is personally know to  
me.



Pamela F. Hammond  
NOTARY PUBLIC

My commission expires: 8-19-97





FILED  
SECRETARY OF STATE  
CORPORATIONS

SPRINGLAKE WEST HOMEOWNERS' ASSOCIATION, INC-56 JUL 31 PM 1:12

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the above Articles of Incorporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Signature Fletcher Fleming  
Fletcher Fleming, (Registered Agent)

Dated: July 30, 1996