

N96000004534

FRANK C. LOGAN, P.A.
121 NORTH ORCHOLA AVENUE
SUITE 300
P.O. BOX 2774 (ZIP 34617 2774)
CLEARWATER, FLORIDA 34618

FRANK C. LOGAN
DEBORAH POINTER KYNE

TELEPHONE (813) 447-2373
FAX (813) 447-2440

July 1, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

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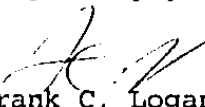
RE: Heron Bay Homeowner's Association, Inc.

Dear Sir:

Enclosed, for filing, are an original and copy of Articles of Incorporation for the above-referenced corporation, along with my check in the amount of \$122.50 for the filing fee, certified copy and resident agent designation. Please return the certified copy to the undersigned at the above address.

If you have any questions, please do not hesitate to contact my office.

Very truly yours,


Frank C. Logan

FCL/lp
Enclosures

WATO-14249
2/18/96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 8, 1996

FRANK C. LOGAN, ESQ.
121 N OSCEOLA AVE, SUITE 300
CLEARWATER, FL 34615

SUBJECT: HERON BAY HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: W96000014249

We have received your document for HERON BAY HOMEOWNER'S ASSOCIATION, INC. and check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 196A00033189

LAW OFFICES

FRANK C. LOGAN, P.A.

121 NORTH ORCHOLA AVENUE

ROUTE 300

P.O. BOX 2774 (ZIP 34617 2774)

CLEARWATER, FLORIDA 34615

FRANK C. LOGAN
DEBORAH POINTER KYNE

TELEPHONE (813) 447-7373
FAX (813) 447-2440

August 19, 1996

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, FL 32314

Attention: Ms. Pamela Hall

RE: STONEGATE HOMEOWNER'S ASSOCIATION, INC.

Dear Ms. Hall:

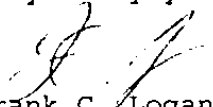
Enclosed for filing are an original and one copy of Articles of Incorporation for the above-referenced corporation. A check in the amount of \$122.50 for the filing fee, certified copy and resident agent designation was sent to you on July 1st along with Articles of Incorporation for Heron Bay Homeowner's Association, Inc. (Please see attached letter.)

We are now filing under the name of Stonegate Homeowner's Association, Inc. which was dissolved on August 25, 1995. As indicated by your office, we were required to wait until August 25, 1996 before we could file under this name.

Please apply the check we sent to you previously for filing fees and return the certified copy to the undersigned at the above address.

Thank you for your assistance.

Very truly yours,


Frank C. Logan

FCL/lp
Enclosures

ARTICLES OF INCORPORATION
OF
STONEGATE HOMEOWNER'S ASSOCIATION, INC.

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I
STONEGATE HOMEOWNER'S ASSOCIATION, INC.

The name of the corporation is Stonegate Homeowner's Association, Inc., hereafter called the "Association".

ARTICLE II
ADDRESS

The principal office of the Association is located at 121 N. Osceola Avenue, Suite 300, Clearwater, Florida 34615.

ARTICLE III
REGISTERED AGENT

Frank C. Logan, whose address is 121 N. Osceola Avenue, Suite 300, Clearwater, Florida 34615, is hereby appointed the initial registered agent of this Association.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

A. This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property in Pinellas County, Florida, described as:

Stonegate

and such other property as may from time to time be placed under the control of this Association pursuant to any Declaration of Restrictions recorded upon the aforescribed property, hereinafter referred to as the "Properties", and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

(1) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court of Pinellas County, Florida, and as the same may be amended from time to time as provided, said Declaration being incorporated herein as if set forth at length;

(2) 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;

(3) 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;

(4) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(5) dedicate, sell or transfer all or any part of the Common Area 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, except that made by the Declarant in the Declaration or any plat of the subject property as a subdivision, shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(6) 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 each class of members;

(7) have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, (1981), as it may now or hereafter have or exercise.

ARTICLE V **MEMBERSHIP AND VOTING RIGHTS**

A. Every Owner of a Lot which is within the Properties and which is therefore subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is the subject to assessment.

B. The Association shall have two (2) classes of membership as follows:

(1) Class A membership shall consist of all Owners of Lots within the Development. When the fee simple interest in any Lot is held by more than one (1) person or entity all such persons and/or entities shall be Class A members with one vote per Lot.

(2) The Class B membership shall consist of the Declarant in any Declaration of Restrictions placed upon the Properties. The Class B membership shall cease and be converted to Class A membership upon the happening of either of the following events, whichever occurs earlier:

(a) three months after 90% of the parcels in this development have been conveyed to members and construction has begun on the improvements to be located thereon; or

(b) on December 31, 1998.

C. The Class B member shall be entitled to exercise voting control of this corporation until the events occur as provided in Paragraph (2) above.

D. There shall be three (3) votes for each Lot owned by the Class B member and the votes of the Class B member may be cast by any person designated in a Voting Member Designation Certificate in the same manner as for Class A members except that one (1) person may be designated by the Declarant in a single Certificate to cast the votes for more than one (1) Lot owned by the Declarant.

ARTICLE VI
DURATION

The Corporation shall exist perpetually unless terminated as provided in these Articles of Incorporation.

ARTICLE VII
SUBSCRIBERS

The names and residences of the subscribers of these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Frank C. Logan	100 Sarasota Road Belleair, FL 34616
Louise Pagan	1172 Royal Boulevard Palm Harbor, FL 34684
Donna C. Miller	439 Manor Boulevard Palm Harbor, FL 34683

ARTICLE VIII
OFFICERS

The affairs of the Corporation are to be administered under the direction by the Board of Directors by a President, a Vice President, a Secretary/Treasurer and such other officers as the Board of Directors may, from time to time, deem necessary. Such officers shall be elected annually at the annual meeting of the members of the Corporation as provided in the By-Laws. The names of the persons who are to serve as the initial officers until their succession at the first annual meeting of the members are as follows:

Frank C. Logan	President
Louise Pagan	Vice President
Donna C. Miller	Secretary/Treasurer

ARTICLE IX
DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The initial Board of Directors of the Corporation shall consist of three (3) members. The names and addresses of the persons who are to serve as the initial Directors of the Corporation until the first election of their successors as provided for in the By-Laws are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Frank C. Logan	President	100 Sarasota Road Belleair, FL 34616
Louise Pagan	Vice President	1172 Royal Boulevard Palm Harbor, FL 34684
Donna C. Miller	Secretary/ Treasurer	439 Manor Boulevard Palm Harbor, FL 34683

ARTICLE X
BY-LAWS

The initial By-Laws of the Corporation shall be adopted by the original Board of Directors and thereafter the By-Laws of the

Corporation shall be made, altered or rescinded by the members of the Corporation in the manner set forth in the By-Laws.

ARTICLE XI
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended, from time to time, by the assent of seventy-five (75%) percent of the aggregate of Class A votes and Class B votes outstanding and duly qualified to vote at the time such amendment is made. Such amendment shall be proposed by a majority of the Board of Directors or by a written resolution executed by not less than a majority of Class A voting members and Class B voting members.

ARTICLE XII
DISSOLUTION

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

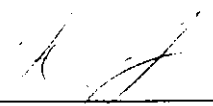
ARTICLE XIII
INDEMNIFICATION

The Association shall indemnify every officer and director and every former officer and director to the full extent permitted by law.

ARTICLE XIV
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration; annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

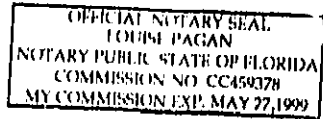
IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned subscribers, constituting the entire Board of Directors of this Association, have executed these Articles of Incorporation this 19th day of August, 1996.



Frank C. Logan

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 19th
day of August, 1996, by FRANK C. LOGAN, who is
personally known to me or who has produced A / S as his
identification, and who did take an oath.



Louise Pagan
Printed Name: Louise Pagan
Notary Public
My Commission Expires: 5/27/99

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

ACKNOWLEDGMENT:

Having been named to accept service for process for STONEGATE HOMEOWNER'S ASSOCIATION, INC., at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of the Florida Corporation Act relative to keeping open said office.

FRANK C. LOGAN