

N97000006744

EA W O F F I C E S
DULMER & TRACY
CHARTERED

JOHN J. DULMER, JR.
DENNIS J. TRACY

TELEPHONE
(941) 485-7761
TELECOPY
(941) 488-9482

November 4, 1997

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⑨ ****122.50 ****122.50

Corporate Records Bureau
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32301

Re: The Preserve of Little Gasparilla Phase II Property
Owners' Association, Inc.


Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Organization and Certificate of Resident Agent in connection with the above referenced matter. In addition, please find our check in the amount of \$122.50 representing filing fees with regard to same. Kindly return a filed copy of the Articles to this office in the envelope provided herein for your convenience.

Should you have any questions, please feel free to contact the undersigned. Thank you for your kind courtesies and prompt attention to this matter.

Very truly yours,

DULMER & TRACY, CHARTERED

By: 
DENNIS J. TRACY, ESQ.

DJT/kmd
Enc.

FILED
97 DEC -3 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1997

DENNIS J. TRACY, ESQUIRE
DULMER & TRACY, CHARTERED
229 PENSACOLA ROAD
VENICE, FL 34285

SUBJECT: THE PRESERVE OF LITTLE GASPARILLA PHASE II PROPERTY OWNERS' ASSOCIATION, INC.
Ref. Number: W97000025302

We have received your document for THE PRESERVE OF LITTLE GASPARILLA PHASE II PROPERTY OWNERS' ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 488-6925.

Barbara Brock
Document Specialist

Letter Number: 597A00053863

LAW OFFICES
DULMER & TRACY
CHARTERED

JOHN J. DULMER, JR.
DENNIS J. TRACY

TELEPHONE
(941) 485-7761
TELECOPY
(941) 488-9482

December 1, 1997

Corporate Records Bureau
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32301

Attention: Barbara Brock - Document Specialist

Re: The Preserve of Little Gasparilla Phase II Property
Owners' Association, Inc.

Dear Ms. Brock:

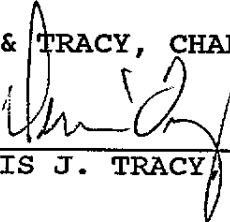
In accordance with your letter dated November 7, 1997, a copy of which is attached, enclosed herewith please find an original and one copy of the Articles of Incorporation for The Preserve of Little Gasparilla Phase II Property Owners' Association, Inc. and Acceptance of Registered Agent.

As you are in receipt of this firm's check in the amount of \$122.50, I would appreciate your filing said Articles and providing me with a conformed copy of same in the envelope provided herein for your convenience.

Should you have any questions, please feel free to contact the undersigned. Thank you for your kind courtesies and prompt attention to this matter.

Very truly yours,

DULMER & TRACY, CHARTERED

By: 
DENNIS J. TRACY, ESQ.

DJT/kmd
Enc.

ARTICLES OF INCORPORATION

THE PRESERVE OF LITTLE GASPARILLA PHASE II
PROPERTY OWNERS' ASSOCIATION, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

FILED
97 DEC -3 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation shall be **THE PRESERVE OF LITTLE GASPARILLA PHASE II PROPERTY OWNERS' ASSOCIATION, INC.**

ARTICLE II

DURATION

This Corporation shall exist perpetually commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

PURPOSE

The purpose for which the Corporation is organized is to establish, maintain, and operate a social and recreational club not for profit solely for the mutual advantages to be derived; to present a unified effort to the members in protecting the value of the property of the members of a subdivision called The Preserve of Little Gasparilla Phase II Subdivision, as per plat thereof recorded in Plat Book 17, Pages 45A and 45B of the Public Records of Charlotte County, Florida, and the owner of Lot 6, Block 18, Town of Seaboard, W.A. McElya's Subdivision of Little Gasparilla Island, Plat Book 1, Page 11, of the Public Records of Charlotte

County, Florida; and to engage in such other activities as may be to the mutual benefit of the owners of property in The Preserve of Little Gasparilla Phase II Subdivision and as are allowed of a not for profit corporation under the laws of the State of Florida.

ARTICLE IV

MEMBERSHIP

QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges as may be provided from time to time in the By-Laws of the Corporation and as are not inconsistent with any provision of these Articles of Incorporation. Membership generally shall be limited to persons owning a lot or lots within The Preserve of Little Gasparilla Phase II Subdivision, as well as the owner of Lot 6, Block 18, Town of Seaboard, W.A. McElya's Subdivision.

ARTICLE V

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

DENNIS J. TRACY
229 Pensacola Road
Venice, Florida 34285

ARTICLE VI

MANAGEMENT/INITIAL DIRECTORS

a. The business affairs of this Corporation shall be managed by a Board of Directors. This Corporation shall have no less than three (3) nor more than five (5) Directors who shall be members of the Corporation. The initial Directors of this Corporation shall be those individuals whose names and addresses are set forth in Paragraph c. to follow and who shall serve until their successors have been duly elected and qualified as provided in the By-Laws.

b. The Board of Directors shall elect or appoint the officers of the Corporation as provided in the Bylaws and whose duties are as provided in the Bylaws. The initial officers of the Corporation, who shall serve until their successors are duly elected and qualified as provided in the By-Laws, shall be:

RICHARD W. LEYDON 320 Capstan Drive Cape Haze, Florida 33946	PRESIDENT
--	-----------

JEROME MIRZA 705 E. Washington Street Bloomington, Illinois 61701	VICE PRESIDENT
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JEROME MIRZA 705 E. Washington Street Bloomington, Illinois 61701	SECRETARY
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RICHARD W. LEYDON 320 Capstan Drive Cape Haze, Florida 33946	TREASURER
--	-----------

c. The initial Board of Directors and their respective addresses are as follows:

RICHARD W. LEYDON 320 Capstan Drive Cape Haze, Florida 33946	
--	--

JEROME MIRZA
705 E. Washington Street
Bloomington, Illinois 61701

DENNIS J. TRACY
229 Pensacola Road
Venice, Florida 34285

ARTICLE VII

BY-LAWS

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

ARTICLE VIII

AMENDMENT

The Articles of Incorporation of this Corporation may be amended by the affirmative vote of a majority of the Board of Directors until members have been admitted, and thereafter by the affirmative two-thirds (2/3) vote of the membership of the Corporation eligible to vote thereon.

ARTICLE IX

LIMITATION

To the fullest extent possible or feasible, no part of the net earnings of the Corporation shall inure to the benefit of, or be

distributable to, its members, directors, or officers except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in the furtherance of the purposes of the Corporation. 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 or the corresponding provision of any future United States Internal Revenue Law), and the Corporation shall not participate in or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in these Articles, to the fullest extent possible or feasible, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Sections 501(c)(4) and (7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X

DISSOLUTION

Upon the dissolution of the Corporation, the Board of Trustees (as successor to the Board of Directors) shall, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the benefit of an organization that is an exempt

organization under Section 501(c)(4) and (7) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located or to such organization or organizations, as the Court shall determine, as are organized and operated exclusively for such purposes.

ARTICLE XI

NON STOCK BASIS

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, but the Corporation shall have the power to issue certificates or writings evidencing membership in the Corporation.

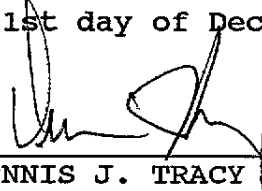
ARTICLE XII

INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent and the street address of the initial registered office of the Corporation are:

RICHARD W. LEYDON
320 Capstan Drive
Cape Haze, Florida 33946

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of this 1st day of December, 1997.



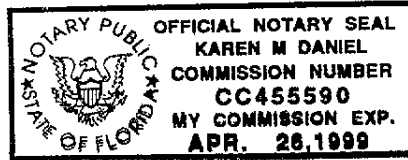
DENNIS J. TRACY

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing Articles of Incorporation was acknowledged before me this 1st day of December, 1997, by DENNIS J. TRACY, [] who is personally known to me or [] who has produced _____ as identification and who did take an oath.

Karen M. Daniel
Notary Public

KAREN M. DANIEL
Printed Name
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

FOR

THE PRESERVE OF LITTLE GASPARILLA PHASE II
PROPERTY OWNERS' ASSOCIATION, INC.

A FLORIDA NOT FOR PROFIT CORPORATION

FILED
REC-3 AM 8:52
TALLAHASSEE STATE
FLORIDA

Having been named in the Articles of Incorporation of The Preserve of Little Gasparilla Phase II Property Owners' Association, Inc., as Registered Agent to accept service of process for The Preserve of Little Gasparilla Phase II Property Owners' Association, Inc., at its Registered Office at 320 Capstan Drive, Cape Haze, Florida 33946, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in Section 607.325, Florida Statutes.

Dated this 4th day of November, 1997.

Richard W. Leydon
RICHARD W. LEYDON

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 4th day of NOVEMBER, 1997, by RICHARD W. LEYDON, who is personally known to me or who has produced _____ as identification and who did take an oath.

Karen M. Daniel
Notary Public

KAREN M. DANIEL
Printed Name

My Commission Expires:

