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DANIEL J. LOBECK
MARK A. HANSON
KEVIN T. WELLS
2033 MAIN STREET, SUITE 301
SARASOTA, FL 34237
(941) 955-5622
FAX (941) 951-1469

THE LAW OFFICES OF
LOBECK & HANSON

PROFESSIONAL ASSOCIATION

January 7, 1998

CONDOMINIUM
COOPERATIVE AND
COMMUNITY
ASSOCIATIONS
PERSONAL INJURY
FAMILY LAW
CRIMINAL DEFENSE
CIVIL LITIGATION

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation

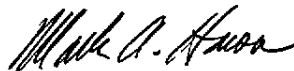
TO WHOM IT MAY CONCERN:

Enclosed please find the original Articles of Incorporation of
BRADENTON TROPICAL PALMS RENTERS ASSOCIATION, INC. for filing with
the Secretary of State.

Also enclosed herewith is a check in the amount of \$70.00 to
cover the costs associated with this request. Please confirm the
filing of the enclosed Articles.

Thank you for your attention to this matter.

Very truly yours,



Mark A. Hanson, Esquire

MAH/paa
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

BRADENTON TROPICAL PALMS RENTERS ASSOCIATION, INC.

The undersigned do hereby associate themselves for the purpose of forming a corporation not for profit under chapter 617, Florida Statutes, and a homeowners' association under chapter 723, Florida Statutes.

ARTICLE 1
NAME

The name of the Corporation shall be BRADENTON TROPICAL PALMS RENTERS ASSOCIATION, INC., (herein, "the Corporation").

ARTICLE 2
PURPOSE

The purpose for which the Corporation is organized is to provide an entity pursuant to chapter 617 and chapter 723, Florida Statutes, as may be amended from time to time.

ARTICLE 3
POWERS AND DUTIES

The powers and duties of the Corporation shall include and be governed by the following provisions:

4.1 Common Law and Statutory Powers. The Corporation shall have all the common law and statutory powers of a corporation not for profit not in conflict with these Articles of Incorporation or the Florida Statutes.

4.2 Specific Powers. The Corporation shall have all the powers and duties set forth in chapter 723 and the Bylaws of the Corporation, if not inconsistent with chapter 723, as it may be amended from time to time, including but not limited to, the following:

(1) To negotiate for, acquire and operate the mobile home park on behalf of the mobile home owners.

(2) To contract, sue or be sued with respect to the exercise or nonexercise of its powers. For these purposes, the powers of the Corporation include, but are not limited to, the maintenance, management and operation of the park property.

(3) To convert the mobile home park, once acquired, to a condominium, a cooperative, a subdivision form of ownership or another type of ownership.

(4) To make, levy and collect fees, charges and

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TALLAHASSEE, FLORIDA

assessments against members and to lease, maintain, repair and replace the common areas upon purchase of the mobile home park.

(5) To maintain accounting records in the county where the property is located, according to good accounting practices.

(6) To purchase lots in the park and to acquire, hold, lease, mortgage and convey them.

(7) To use the proceeds of assessments in the exercise of its powers and duties.

(8) To modify, move, or create any easement for ingress or egress or for the purpose of utilities if the easement constitutes part of or crosses the park property upon purchase of the mobile home park.

(9) To conduct bingo games as provided in section 849.031, Florida Statutes.

(10) To offer subscriptions, for the purpose of raising the necessary funds to purchase, acquire and operate the mobile home park, to its members or other owners of mobile homes within the park.

(11) To make and amend reasonable rules regarding the use and occupancy of the units and mobile home park; provided however, that no such rule or amendment shall conflict in any regard with the rights of members provided in the Florida Statutes or the Bylaws of the Corporation.

(12) To approve or disapprove the transfer, mortgage and ownership of units upon purchase of the mobile home park.

(13) To enforce by legal means the provisions of these Articles, the Bylaws of the Corporation and the rules of the Corporation.

(14) To contract for management and maintenance of the mobile home park property and to authorize a management agent to assist the Corporation in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and restrictions, promulgation of rules and execution of contracts on behalf of the Corporation.

(15) To employ personnel to perform the services required for proper operation of the Corporation.

4.3 Funds Held in Trust. All funds and titles of all properties acquired by the Corporation, and their proceeds, shall

be held in trust for the members in accordance with the provisions of these Articles of Incorporation and the Bylaws of the Corporation.

4.4 Restriction on Powers. The powers of the Corporation shall be subject to and shall be exercised in accordance with the provisions of these Articles and the Bylaws.

ARTICLE 5 MEMBERSHIP

The members of the Corporation shall consist of all consenting mobile home owners in the park and their successors, heirs, and assigns. The Corporation shall have no member who is not a bona fide owner of a mobile home located in the park.

ARTICLE 6 INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 2113 17th Street Lane West, Bradenton, Florida.

ARTICLE 7 DIRECTORS

7.1 Board of Directors. The affairs of the Corporation shall be managed by the Board of Directors, who shall be members of the Corporation. The number of Directors shall be provided in the Bylaws, provided, however, that the Board shall always consist of an odd number of Directors.

7.2 Election of Directors. Directors shall be elected at the annual meetings of the members, in the manner provided by the Bylaws.

7.3 Removal of Directors. Directors shall be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

ARTICLE 8 OFFICERS

The affairs of the Corporation shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors.

ARTICLE 9
TERM

The term of the Corporation shall be perpetual.

ARTICLE 10
PROVISIONS FOR THE REGULATION
OF THE BUSINESS AND FOR THE CONDUCT
OF THE AFFAIRS OF THE CORPORATION

Meetings of Members and Directors. Meetings of the members and Directors of the Corporation may be held within the State of Florida at such place or places as may from time to time be designated in the Bylaws.

ARTICLE 11
BYLAWS

The Bylaws of the Corporation may be amended in the manner provided in the Bylaws.

ARTICLE 12
AMENDMENTS

12.1 Amendments. Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner;

(1) The text of a proposed amendment shall be included in or with the notice of the meeting at which a proposed amendment is considered.

(2) An amendment may be proposed either by the Board of Directors or by the members who call a special meeting of the Corporation in the manner provided in the Bylaws. Except as elsewhere provided, such approvals must be not less than a majority of the entire membership of the Board of Directors and by not less than a majority of the votes of the entire membership; or by not less than eighty percent (80%) of the votes of the entire membership of the Corporation.

12.2 Limitation on Amendments. No amendment shall be made which is in conflict with the Florida Statutes.

12.3 Certification. A copy of each amendment shall be certified by the Secretary of State and shall be recorded in the Public Records of Sarasota County, Florida.

ARTICLE 13
INCORPORATORS

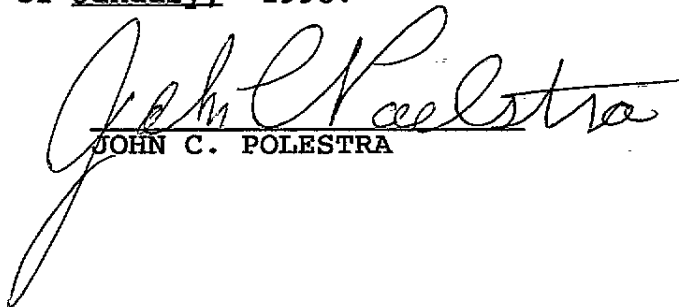
The name and address of the initial incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
John C. Poelstra	1251 N. 116th Street Wauwatosa, Wisconsin 53226

ARTICLE 14
REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation, until otherwise determined by the Board of Directors, shall be 2113 17th Street Lane West, Bradenton, Florida and the registered agent of the Corporation at that office, until otherwise determined by the Board of Directors, shall be John C. Poelstra, 2113 17th Street Lane West, Bradenton, Florida 34205.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Sarasota County, Sarasota, Florida, on this 7th day of January, 1998.


JOHN C. POLESTRA

CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE
SERVICE OF PROCESS IN THIS STATE

The following is submitted in compliance with section 617.0501, Florida Statutes.

BRADENTON TROPICAL PALMS RENTERS ASSOCIATION, INC., a not-for-profit corporation organized under the laws of the State of Florida with its principal office located at 2113 17th Street Lane West, Bradenton, Florida 34205, hereby designates John C. Poelstra, 2113 17th Street Lane West, Bradenton, Florida 34205, as agent at that address to accept service of process within this state.

ACCEPTANCE

I agree as Registered Agent to accept service of process; to keep the office open during prescribed hours; to put my name (and any other officers of said corporation authorized to accept service of process at the above designated Florida address) in some conspicuous place in the office as required by law.

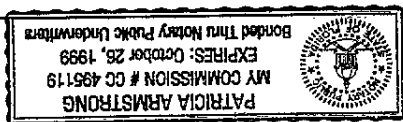
Patricia Armstrong
Witness

John C. Poelstra
John C. Poelstra

STATE OF Florida
COUNTY OF Sarasota

BEFORE ME, the undersigned authority, this day personally appeared John C. Poelstra, after being duly sworn, deposes and says that the facts and matters contained above are true and correct and that he has executed the same for the purpose expressed therein.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of January, 1998.



Patricia Armstrong
Notary Public (SEAL)
State of Florida
My Commission Expires:

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SECOND DEPT OF STATE
TALLAHASSEE, FLORIDA