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REFERENCE : 736502 4392748

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 11, 1998

ORDER TIME : 9:50 AM

ORDER NO. : 736502-005

CUSTOMER NO: 4392748

CUSTOMER: Mr. Omer Causey  
NELSON HESSE

2070 Ringling Boulevard

Sarasota, FL 34237

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-03/11/98-01030-026  
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DOMESTIC FILING

NAME: CIRCUIT ROAD AND LOUELLA LANE  
WATER IMPROVEMENT CORPORATION

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: Christopher Smith

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR 11 AM 11:41

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DIVISION OF CORPORATIONS  
3/11/98

**ARTICLES OF INCORPORATION  
OF  
CIRCUIT ROAD AND LOUELLA LANE WATER IMPROVEMENT CORPORATION**

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The undersigned natural persons of lawful age, for the purpose of forming a nonprofit corporation under Chapter 617, Florida Statutes, adopt the following articles of incorporation:

**ARTICLE ONE  
NAME OF CORPORATION**

The name of the corporation is Circuit Road and Louella Lane Water Improvement Corporation.

**ARTICLE TWO  
STREET ADDRESS AND MAILING ADDRESS  
OF INITIAL PRINCIPAL OFFICE**

The street address and the mailing address of the corporation's principal office is 2070 Ringling Boulevard, Sarasota, Sarasota County, Florida 34237.

**ARTICLE THREE  
PURPOSES**

The purposes for which the corporation is organized are to facilitate the planning, financing, construction and dedication to Sarasota County, Florida, a public water distribution system to be connected to the Sarasota County public water system and to serve the participating residences located on Circuit Road, Louella Lane, Lindis Lane and in the Lyons Cove Condominium, all of which are located in Nokomis, Florida.

**ARTICLE FOUR  
MANNER OF ELECTION OR APPOINTMENT OF DIRECTORS**

The directors shall be elected or appointed as set forth in the bylaws of the corporation.

**ARTICLE FIVE  
BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is three (3). The affairs of the corporation shall be managed by the board of directors, which shall consist of the general members of the corporation. The board of directors shall have the requisite power and authority which is customarily vested in corporate directors over the business and affairs of the corporation.

**ARTICLE SIX  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the registered agent of the corporation is Omer Causey, 2070 Ringling Boulevard, Sarasota, Sarasota County, Florida 34237.

**ARTICLE SEVEN  
OFFICERS**

The general officers of the corporation shall be president, vice-president, secretary, and treasurer.

The principal duties of the president shall be to preside at all meetings of the members and the board of directors and to have general supervision of the affairs of the corporation.

The principal duties of the vice-president shall be to discharge the duties of the president in the event of absence or disability, for any cause, of the president.

The principal duties of the secretary shall be to countersign all deeds, leases, and conveyances executed by the corporation, affix the seal of the corporation to all papers required or directed to be sealed, and to keep a record of the proceedings of the board of directors, and to safely and systematically keep all books, papers, records, and documents belonging to the corpo-

ration, or in any way pertaining to the business of the corporation, except the books and records incidental to the duties of the treasurer.

The principal duties of the treasurer shall be to keep an account of all monies, credits, and property of the corporation which come into his or her hands, and to keep an accurate account of all monies received and disbursed and of proper vouchers for monies disbursed, and to render all accounts, statements, and inventories of monies received and disbursed and of money and property on hand, and generally of all matters pertaining to the office of treasure, as required by the board of directors.

The board of directors may provide for the appointment of additional officers as they may deem for the best interest of the corporation.

Unless the board of directors may order otherwise, any two offices, the duties of which do not conflict, may be held by one person.

The officers shall perform additional or different duties as from time to time are imposed or required by the board of directors, or as may be prescribed from time to time by the bylaws.

## **ARTICLE EIGHT ELECTION OF OFFICERS**

The officers shall be elected by the directors, who shall consist of the general members of the corporation.

## **ARTICLE NINE MEMBERS**

The corporation shall have members. All persons or entities seeking to be members of the corporation must agree to the purposes of the corporation as stated herein and must contribute financially to those purposes in a share to be determined as set forth in the bylaws and to take such further action as may be deemed necessary by the directors to accomplish the stated purposes of the corporation. Each member shall be a resident or owner of a residence (or the appointed representative of one or more residents or owners of residences) located within the area to be served by the water supply system contemplated under Article Three-Purposes. There shall be two (2) classes of members in the corporation: the two classes of members are general members and special members.

The general members shall be those individuals who are directors of the corporation. The general members shall have one (1) vote each and shall be the only voting members of the corporation. The general members shall have such rights and be subject to such notice and voting requirements as are set forth in the bylaws of the corporation.

The special members are the non-voting members of the corporation. There is no requirement for an annual meeting of the special members and the notifications to the special members shall be as set forth in the bylaws.

The termination of members, both general and special, shall be as set forth in the bylaws.

Membership certificates shall be assignable, provided that written notice of assignment is given to the corporation.

**ARTICLE TEN  
CORPORATE POWERS**

The corporate powers of the corporation shall be all of the powers set forth in Section 617.0302, Florida Statutes (1995).

**ARTICLE ELEVEN  
DURATION**

The period of duration of this nonprofit corporation is for a period not to exceed that which may be required to accomplish the purposes of the corporation.

**ARTICLE TWELVE  
NONSTOCK CORPORATION**

The corporation is nonstock, and no dividends or pecuniary profits will be declared or paid to the members of the corporation.

**ARTICLE THIRTEEN  
MEMBERSHIP DUES AND ASSESSMENTS**

There shall be no dues for membership in the corporation; however, each member of the corporation, both general and special, shall be liable for one or more assessments to cover the costs and expenses incurred by the corporation in accomplishing its stated purposes, including, but not limited to, the following: (1) expenses of incorporation, (2) legal fees and costs incurred by the corporation or the incorporators in establishing the corporation and obtaining legal advice and services for the corporation in pursuit of the corporation's stated purposes, (3) engineering expenses incurred by the corporation in the designing of the proposed water supply, (4) construction costs incurred by the corporation in building the proposed water supply system, (5) costs incurred by the corporation in transferring ownership of the proposed water supply

system, once constructed, to Sarasota County, (6) all other reasonable and necessary expenses approved by the board of directors incurred in pursuit of the stated purposes of the corporation.

Each member's assessment shall be determined on the basis of the type of residence the member owns or occupies. Single family residences shall be assessed at the rate of 1.0 Equivalent Dwelling Unit (EDU) and master metered multi-family residential units (Lyons Cove Condominium units shall be assessed at the rate of 0.6 EDU. Pop's Tropi-Grille/Urbanek's Restaurant shall be assessed at the rate of 1.0 EDU, plus the additional labor and material costs for installation of an oversized water line to serve the restaurant. Other classifications of consumption shall be as determined by the board of directors. A member's assessment shall be in an amount determined by the ratio of his assessed EDU rate to the total number of EDUs for the project.

"Equivalent Dwelling Unit" (EDU) shall have that meaning as is defined in the applicable public utility ordinance of Sarasota County, Florida.

#### **ARTICLE FOURTEEN DISTRIBUTION ON DISSOLUTION**

In the event of dissolution of the corporation, the net assets are to be distributed to the members on the same basis and in the same percentages as their assessments were paid. It is contemplated that members may be entitled to refunds of a portion of their paid assessments in the event that residents or owners of residences in the area to be served by the proposed water supply system who are presently declining to participate as members of the corporation, or their successors in interest, ultimately elect to be served by connection to the system. In such event, the connection fees collected by Sarasota County after dedication of the system shall be refunded to the corporation, or if after dissolution of the corporation, to a trustee to be appointed by the

to the corporation, or if after dissolution of the corporation, to a trustee to be appointed by the corporation and charged with carrying out the refund plan as set forth herein and in greater detail in the bylaws.

#### **ARTICLE FIFTEEN AMENDMENTS**

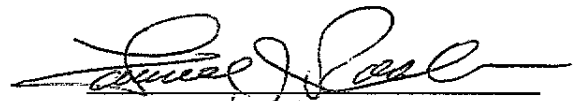
Amendment to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds (2/3) of a quorum of members of the corporation.

#### **ARTICLE SIXTEEN INCORPORATORS**

The names and residence address of the person forming this corporation is as follows:

Lawrence J. Raab                      116 Circuit Road, Nokomis, Florida 34275

The undersigned, as the sole incorporator, has executed these Articles of Incorporation this tenth day of March, 1998.

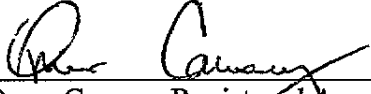
  
Lawrence J. Raab, as Incorporator

#### **ACCEPTANCE OF REGISTERED AGENT**

I hereby agree, as Registered Agent, to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized



to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations of the position of registered agent.

  
Omer Causey, Registered Agent

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