

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP 24 PM 12:46

N9800000 5521

Azalea Oaks Property
Owners Association, Inc.

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-09/21/98-01016-016
****122.50 ****122.50

- Art of Inc. File _____
 LTD Partnership File _____
 Foreign Corp. File _____
 L.C. File _____
 Fictitious Name File _____
 Trade/Service Mark _____
 Merger File _____
 Art. of Amend. File _____
 RA Resignation _____
 Dissolution / Withdrawal _____
 Annual Report / Reinstatement _____
 Cert. Copy _____
 Photo Copy _____
 Certificate of Good Standing _____
 Certificate of Status _____
 Certificate of Fictitious Name _____
 Corp Record Search _____
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 Vehicle Search _____
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 UCC 1 or 3 File _____
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 UCC 11 Retrieval _____
 Courier _____

RECEIVED
98 SEP 21 AM 10:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by:

Name _____

Date 9/21

Time 9:51

Will Pick Up _____

Walk-In _____

R. Purinton SEP 21 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST.
STE. 1
TALLAHASSEE, FL 32301

SUBJECT: AZALEA OAKS PROPERTY OWNERS ASSOCIATION, INC.
Ref. Number: W98000021586

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

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

Article VI states there shall be no less than zero directors. This statement contradicts the aforementioned statute.

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) 487-6929.

Randall Purintun
Document Specialist

Letter Number: 998A00047611

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DIVISION OF CORPORATION

Corrected

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP 24 PM 12:46

**AZALEA OAKS PROPERTY
OWNERS ASSOCIATION, INC.**

(A CORPORATION NOT FOR PROFIT)

We, the undersigned, acknowledge and file in the office of the Secretary of the State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I

The name of this corporation shall be **AZALEA OAKS PROPERTY OWNERS ASSOCIATION, INC.**, and the principal office shall be in Lakeland, Polk County, Florida, at 3240 Galloway Road, Lakeland, Florida, 33810.

ARTICLE II

The purposes for which this corporation is formed are as follows:

- A. To form an "association" to establish and collect assessments from the property owners and members for the purposes of operating, maintaining, repairing, improving and administering the common property.
- B. To establish by-laws for the operation of the association.
- C. To exercise any and all corporate powers conferred by law which are consistent with and reasonably necessary and incidental to the objects and purposes of this corporation, except that no powers will be exercised or activities engaged in otherwise than to an insubstantial extent, which in themselves are not in furtherance of Section 501(C)(3) of the Internal Revenue Code of 1954, its rules and regulations, all as amended now or hereafter.

and to exercise any and rights and privileges which are not or which may hereafter be conferred upon corporations organized pursuant to the non-profit corporation laws of the State of Florida, within the limitations of the above described provisions of the Internal Revenue Code of 1954 or any corresponding provisions of future provisions of any future United States Internal Revenue Law.

To accomplish the foregoing purposes, the corporation shall have all corporate powers permitted under Florida laws, including the capacity to:

- A. Own and convey property;
- B. Operate and maintain common property, including but not limited to the surface water management system as permitted by the Southwest Florida Water Management District, including all lakes, retention areas, culverts and related appurtenances;
- C. Establish rules and regulations;
- D. Assess members and enforce said assessments;
- E. Sue and be sued;
- F. Contract for services to provide for operation and maintenance if the Association contemplates employing a maintenance company;
- G. Require all the property owners to be members;
- H. Exist in perpetuity; however, if the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government, and that if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation; and
- I. Take any other action necessary for the purposes for which the Association is organized.

No part of the income of this corporation shall be distributed to the members, directors and officers of the corporation.

ARTICLE III

Section 1. All property owners of each phase of AZALEA OAKS, as developed, shall automatically be members, and their membership shall automatically terminate when they are no longer owners.

Section 2. There shall not be more than one (1) voting member for each parcel of property and said member shall be entitled to one (1) vote for each parcel which he owns at a meeting of the association. A corporation or any individual with an interest in more than one (1) parcel may be designated the voting member for each parcel in which he owns an interest.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The names and addresses of the incorporator is as follows:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|--|
| ELLIS WAYNE JENKINS | 3240 Galloway Road Lakeland, FL 33810 |

ARTICLE VI

Section 1. The affairs and property of this corporation shall be managed and governed by a Board of Directors, composed of not less than three (3) nor more than six (6) individuals, unless the number is changed by by-law or changed by the Directors.

Section 2. The original Directors set forth in these Articles of Incorporation shall serve until the first annual meeting as provided for in the by-laws. Directors thereafter shall be elected to serve for a term of one (1) year, and shall be elected by the voting members in accordance with the by-laws at a regular meeting of the corporation to be held at such time as may be determined in the manner prescribed in the by-laws.

Section 3. All officers shall be elected by the Board of Directors in accordance with the by-laws at the regular annual meeting of the Board of Directors. The Board of Directors shall elect, from among the members, a President, Vice-President, Secretary, Treasurer and such other officers as they shall deem desirable, consistent with the corporate by-laws.

ARTICLE VII

The following persons shall constitute the first Board of Directors, and shall serve until the first election of the Board of Directors at the first regular annual meeting of the members:

| <u>NAME</u> | <u>ADDRESS</u> |
|-------------|----------------|
| N/A | N/A |

ARTICLE VIII

The by-laws of this corporation may be altered, amended, or rescinded at any duly called meeting of the members, provided that the notice of meeting contains a full statement of the proposed amendment, a quorum is in attendance,

and there be an affirmative vote of seventy-five percent (75%) of the qualified voting members of the corporation.

ARTICLE IX

Section 1. Proposals for the alteration, amendment or rescission of these Articles of Incorporation may be made by any of the voting members. Such proposals shall set forth the proposed alterations, amendment or rescission, shall be in writing filed by the members, and delivered to the President not less than twenty (20) days prior to the membership meeting at which such proposal is voted upon. The Secretary will give to each voting member notice setting out the proposed alteration, amendment or rescission and the time of the meeting at which such proposal will be voted upon, and such notice shall be given not less than fifteen (15) days prior to the date set for such meeting, and it shall be given in a manner provided by the by-laws. An affirmative vote of seventy-five (75%) percent of the qualified voting members of the corporation is required for the requested alteration, amendment or rescission.

Section 2. Any voting member may waive any or all of the requirements of this Article as to notice by the Secretary or proposals to the President for alteration, amendment or rescission of these Articles, either before, at or after a membership meeting at which a vote is taken to amend, alter or rescind these Articles in whole or in part.

ARTICLE X

The street address of the initial registered office of this corporation shall be 3240 Galloway Road, Lakeland, Florida, 33810, and the name of the registered agent of this corporation at that address is ELLIS WAYNE JENKINS.

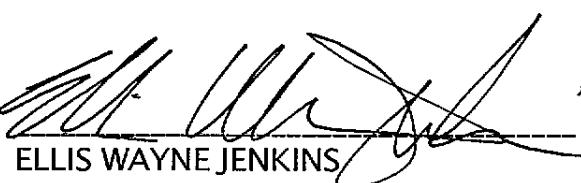
ARTICLE XI

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the Federal, State or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Lakeland, Polk County, Florida, this 18 day of September, 1998.

Signed, sealed and delivered
in the presence of:

Serri L. Woodberg
Omega L. Matherne


ELLIS WAYNE JENKINS

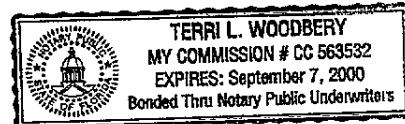
STATE OF FLORIDA
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 18 day of September, 1998, by Ellis Wayne Jenkins, who is personally known to me and who did not take an oath.

Terri L. Woodberry
Notary Public

(SEAL)

My Commission Expires:



ACKNOWLEDGMENT AND ACCEPTANCE

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.



ELLIS WAYNE JENKINS
Registered Agent

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