

N99000000075



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 073249 7170239

AUTHORIZATION :

Patricia Pizot

COST LIMIT : \$ 70.00

ORDER DATE : December 21, 1998

ORDER TIME : 11:36 AM

ORDER NO. : 073249-005

CUSTOMER NO: 7170239

900002717329--4

CUSTOMER: Linda Topping, Paralegal
RICHARD H. LANGLEY
RICHARD H. LANGLEY
700 Almond Street

Clermont, FL 34712

DOMESTIC FILING

NAME: SUNBURST ESTATES HOME
OWNER'S ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

509
W98-28587

g 1/6/99

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:09

RECEIVED

98 DEC 21 PM 12:11
FILING CLERK
CLERK OF COURT
CLERK OF COURT



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 AM 10:09

December 22, 1998

RESUBMIT

Please give original
submission date as file date.

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SUNBURST ESTATES HOME OWNER'S ASSOCIATION INC.
Ref. Number: W98000028587

We have received your document for SUNBURST ESTATES HOME OWNER'S ASSOCIATION INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name of the entity must be identical throughout the document.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 498A00060035

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
of
SUNBURST ESTATES HOMEOWNER'S ASSOCIATION, INC.**

A Florida corporation not-for-profit

In compliance with the requirements of Chapter 617, Florida Statutes, as amended, the undersigned, 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

NAME

The name of the corporation is SUNBURST ESTATES HOMEOWNER'S ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II

ADDRESS

The principal office of the Association is located at: 1135 East Avenue, Clermont, FL 34711.

ARTICLE III

PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members hereof, and the specific purpose for which it is formed is to provide for maintenance, preservation and architectural control of the residential lots, dwellings, and Common Areas within that certain tract of property described as SUNBURST ESTATES, a Lake County subdivision, to enforce the "Declarations of Covenants, Conditions and Restrictions", and to promote the health, safety and welfare of the residents within the above described property and for these purposes to:

- A. 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 Protective 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 Circuit Court, Lake County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

- B. Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incidental to the conduct of business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association, including the cost of maintenance and operation of the Surface Water Management System;
- C. 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;
- D. Operate, maintain, manage the Surface Water Management System in a manner consistent with the St. John's River Water Management District Permit No. 42-069-1291N-ERP requirements and applicable District Rules, and shall assist in the enforcement of the restrictions and covenants contained herein.
- E. 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;
- F. 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 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;
- G. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common areas, provided that any such merger, consolidation, or annexation not specifically authorized in the Declaration shall have the assent of two-thirds (2/3) of each Class of members;
- H. Have and to exercise any and all powers, rights and privileges which a corporation organized under the Not-For-Profit Corporation Law of the State of Florida may now or hereafter have or exercise;
- I. Convey the property consisting of the Surface Water Management System to the Board of County Commissioners of Lake County upon the dissolution of the Association. If the Board of County Commissioners of Lake County will not accept the Surface Water Management District prior to such termination, dissolution or liquidation.

ARTICLE IV

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Membership is appurtenant to and inseparable from Ownership of the Lot.

ARTICLE V

VOTING RIGHTS

The Association shall have three classes of voting membership as follows:

- A. THE CLASS "A" MEMBERS shall be all Owners of residences of dwelling units which have been constructed and conveyed to such Owners and shall be entitled to one (1) vote for each Residential Unit owned. When more than one (1) person holds an interest in any Residential Unit, all such Persons shall be members. The vote for such Residential Unit shall be exercised as the multiple owners may determine but in no event shall more than (1) vote be cast with respect to any one Residential unit;
- B. THE CLASS "B" MEMBER shall be the Developer (as defined in the Declaration) and shall be entitled to three (3) votes for each subdivision lot owned and three (3) votes for each dwelling unit available to be constructed upon vacant unsubdivided parcels owned. The Class "B" Membership shall cease and be converted to Class "A" Membership upon the happening of either of the following events, whichever shall first occur:
 - 1. When the total number of votes outstanding in the Class "A" Membership equals the total number of votes outstanding in the Class "B" membership; or
 - 2. Upon expiration of eight (8) years from and after the date of closing on the sale of the first subdivision lot by the Developer;
- C. THE CLASS "C" MEMBERS shall be the Owners (other than the Developer of the Developer's Assignee of the development rights as specified in the Declaration) of vacant subdivision lots or vacant unsubdivided parcels and such owners shall be entitled to one-half (½) vote for each vacant subdivision lot. The same principal

with respect to multiple owners constituting Class "A" Members specified above shall apply to Class "C" Members. Upon issuance of Certificates of Occupancy by Lake County on residences to Class "C" Members, the Class "C" Memberships shall automatically be converted to Class "A" Memberships.

ARTICLE VI

DIRECTORS

- A. The affairs of the Association will be managed by a Board consisting of not less than three (3) nor more than five (5) directors. After the Developer elects to divest control of the Association, directors must be members of the Association.
- B. Directors of the Association shall be elected at the annual meeting of the membership in the manner described in the Bylaws. Directors may be removed and vacancies on the Board of Directors filled as provided in the Bylaws.
- C. The first election of directors shall not be held until thirty (30) days after the Developer has closed the sales of seventy-five (75%) percent of the Lots contemplated by the General Plan of Development of C or five (5) years after the Developer has closed the sale of the first Lot in C, or until the Developer elects to terminate its control of the Association which ever shall first occur. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.
- D. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

DALE LADD 1135 East Avenue, Clermont, FL 34711

DARRYL LADD 1135 East Avenue, Clermont, FL 34711

OWEN MCDERMOTT 1135 East Avenue, Clermont, FL 34711

ARTICLE VII

OFFICERS

The affairs of the Association 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 Association and shall serve at the pleasure of the Board of Directors. The names and address of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

DALE LADD, PRESIDENT 1135 East Avenue, Clermont, FL 34711

DARRYL LADD, VICE PRESIDENT 1135 East Avenue, Clermont, FL 34711

OWEN MCDERMOTT, TREASURER 1135 East Avenue, Clermont, FL 34711

ARTICLE VIII

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 incidental 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 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. This procedure shall be subject to court approval on dissolution pursuant to Florida Statutes 617.05.

ARTICLE IX

BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE X

DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE XI
AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

- A. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
- B. A resolution approving a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Members present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, approval of a proposed amendment must be by not less than two-thirds (2/3) vote of the Lot owners.
- C. Provided, however, that not amendment shall make any changes in the qualifications of membership nor the voting rights of members without approval in writing by all members, and joinder of all record owners of mortgages upon the Residential Units. No amendment shall be made that is in conflict with the Declaration of Protective Covenants, Conditions, and Restrictions for SUNBURST ESTATES, a Lake County subdivision, or the laws of the State of Florida.

ARTICLE XII
INCORPORATORS


The names and address of the Incorporators are as follows:

DALE LADD 1135 East Avenue, Clermont, FL 34711

ARTICLE XIII
REGISTERED AGENT

DALE LADD, whose address is **1135 East Avenue, Clermont, FL 34711**, is hereby appointed as the initial registered agent of this Association.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this the 18th day of December 1998.

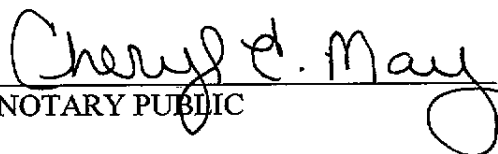


DALE LADD, President

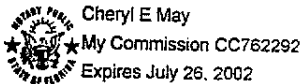
STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, the undersigned authority, personally appeared Dale Ladd, who, after being duly sworn, acknowledged before me that they executed the foregoing Articles of Incorporation freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this 18th day of December 1998.



NOTARY PUBLIC



SEAL


**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, the following is submitted.

SUNBURST ESTATES HOMEOWNER'S ASSOCIATION, INC., desiring to organize or qualify under the Laws of the State of Florida, with its principal place of business in the City of Clermont, Lake County, Florida, has named DALE LADD, 1135 East Avenue, Clermont, Florida 34711, as its Resident Agent to accept service of process within Florida.

Having been named to accept service for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with provisions of all statutes relative to the proper and complete performance of my duties.

Date: 12/18/98



DALE LADD

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