

N 99 000000810

**CAPITAL CONNECTION, INC.**

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -9 PM 2:41

Estates of Avalon Homeowners  
Association, Inc

Two Filings

☒ Art of Inc. File \_\_\_\_\_  
\_\_\_\_ LTD Partnership File 002767385 --- 9  
\_\_\_\_ Foreign Corp. File -02/08/99-01057-015  
\_\_\_\_ L.C. File \*\*\*\*157.50 \*\*\*\*78.75  
\_\_\_\_ 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 \_\_\_\_\_  
\_\_\_\_ Officer Search \_\_\_\_\_  
\_\_\_\_ Fictitious Search \_\_\_\_\_  
\_\_\_\_ Fictitious Owner Search \_\_\_\_\_  
\_\_\_\_ Vehicle Search \_\_\_\_\_  
\_\_\_\_ Driving Record \_\_\_\_\_  
\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_  
\_\_\_\_ UCC 11 Search \_\_\_\_\_  
\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_  
\_\_\_\_ Courier \_\_\_\_\_

FILED  
99 FEB -9 AM 10:33  
DIVISION OF CORPORATIONS

Signature \_\_\_\_\_

Requested by: CS 218 10:01  
Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_  
Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

R. Purinton FEB - 9 1999



**FLORIDA DEPARTMENT OF STATE**  
**Katherine Harris**  
Secretary of State

February 8, 1999

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

**SUBJECT: AVALON ESTATES HOMEOWNERS ASSOCIATION, INC.**  
**Ref. Number: W99000003138**

We have received your document for AVALON ESTATES HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$157.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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 Purinton  
Document Specialist

Letter Number: 799A00005489

ARTICLES OF INCORPORATION  
OF  
ESTATES OF AVALON HOMEOWNERS ASSOCIATION, INC.  
A FLORIDA CORPORATION NOT-FOR-PROFIT

99 FEB -9 PM 2:41

In compliance with the requirements of Chapter 617, Florida Statutes, as amended, the undersigned, of full age, is hereby forming a corporation not for profit and does hereby certify

ARTICLE I  
NAME

The name of the corporation is ESTATES OF AVALON HOMEOWNERS ASSOCIATION, INC. hereinafter referred to as the "Association".

ARTICLE II  
ADDRESS

The principal office of the Association is located at 110 Division Street, 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 the maintenance and preservation of common areas and lots within that certain tract of property described on Exhibit "A" attached hereto, to enforce the Declaration of Covenants applicable to any lots or tracts from the said overall tract and also 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 Covenants, hereinafter called the "Declaration", applicable to the property and recorded, or to be recorded, in the Office of the Clerk of the 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;

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. Borrow money, and with the assent of two-thirds (2/3) of the total membership (combined Class A and Class B members, with Class B members having three (3) votes for each lot owned) mortgage, pledge, deed-in-trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

E. 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 the total membership;

F. 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;

#### 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 is appurtenant to and inseparable from Ownership of the Lot.

#### ARTICLE V VOTING RIGHTS

The Association shall have two (2) classes of voting membership as follows:

A. THE CLASS "A" MEMBERS shall be all Owners of Lots, except Declarant as the term is defined in the Declaration, and shall be entitled to one (1) vote for such Lot owned. When more than one (1) person holds an interest in any Lot, all such Persons shall be members. The vote for such Lot 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 Lot;

B. THE CLASS "B" MEMBER shall be the Declarant (as defined in the Declaration) and shall be entitled to three (3) votes for each lot it owns and it doesn't matter if the lot is vacant or has a residential unit thereon. The Class "B" Membership shall cease and be converted to Class "A" Membership upon the first occurrence of either of the following events:

- (1) When the Declarant elects; or
- (2) Within 90 days after Declarant has conveyed title in the ordinary course of its business (excluding conveyances to successors or assigns of Declarant) of 90% of the lots approved for AVALON ESTATES Subdivision.

#### ARTICLE VI DIRECTORS

A. The affairs of the Association will be managed by a Board consisting of not less than two (2) nor more than five (5) directors. All directors must be members of the Association, however, Declarant's employees may serve as directors until the Class B membership of the Association ceases.

B. Directors of the Association shall be elected by the membership in the manner described in the Bylaws and Declaration. Directors may be removed and vacancies on the Board of Directors filled as provided in the Bylaws.

C. The directors names 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:

FRANKLIN LONGENBACH  
110 Division Street  
Clermont, FL 34711

BRENDA LONGENBACH  
110 Division Street  
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 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 addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

**BRENDA LONGENBACH - PRESIDENT**  
110 Division Street  
Clermont, FL 34711

**FRANKLIN LONGENBACH - VICE PRESIDENT**  
110 Division Street  
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 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.

**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**

The corporation shall exist perpetually.

**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 a majority of the Class A 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 a majority of the votes of members entitled to vote thereon.

C. Provided, however, that no 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 or mortgages upon a Lot. No amendment shall be made that is in conflict with any Declaration of Covenants, Restrictions and Conditions as amended applicable to The Plantation at Leesburg, Golfview Village, or the laws of the State of Florida.

**ARTICLE XII  
INCORPORATOR**

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

**FRANKLIN LONGENBACH  
110 Division Street  
Clermont, FL 34711**

**ARTICLE XIII  
REGISTERED AGENT**

BRENDA LONGENBACH, whose address is 110 Division Street, 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, the undersigned, constituting the incorporator of this Association, has executed these Articles of Incorporation this the 5<sup>th</sup> day of February, 1999.

Witnesses:

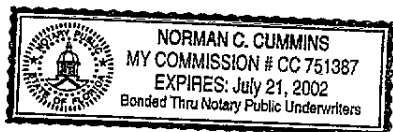
Norm Cummins  
Wendy Shippee

Franklin Longenbach  
FRANKLIN LONGENBACH

STATE OF FLORIDA  
COUNTY OF LAKE

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

WITNESS my hand and official seal this 5<sup>th</sup> day of  
FEBRUARY, 1999.



Norm Cummins  
NOTARY PUBLIC  
Printed Signature:  
My Commission Expires:

**CERTIFICATE DESIGNATING A REGISTERED  
OFFICE AND A REGISTERED AGENT FOR THE SERVICE  
OF PROCESS WITHIN THIS STATE**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

ESTATES OF AVALON HOMEOWNERS ASSOCIATION, INC., a Florida Corporation Not-For-Profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 110 Division Street, Clermont, FL 34711, has named BRENDA LONGENBACH as its agent to accept service of process within this State.



A C K N O W L E D G E M E N T

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Brenda Longenbach  
BRENDA LONGENBACH

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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