



THE UNITED STATES
CORPORATION
COMPANY

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ACCOUNT NO. : 072100000032

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REFERENCE : 310428 81146A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : July 16, 1999

ORDER TIME : 3:55 PM

ORDER NO. : 310428-005

CUSTOMER NO: 81146A

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-07/19/99--01002--020

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CUSTOMER: Charles S. White, Esq.
CHARLES S. WHITE, P.A.
CHARLES S. WHITE, P.A.
P.O. Box 1119
104-b North Evers Street
Plant City, FL 33564

DOMESTIC FILING

NAME: APACHE TRACE AND SEMINOLE SAND
HOMEOWNERS ASSOCIATION, INC.

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: Jamela Abaied

EXAMINER'S INITIALS:

PH 7/19/99

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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99 JUL 16 AM 9: 06

ARTICLES OF INCORPORATION SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

APACHE TRACE AND SEMINOLE SAND HOMEOWNERS ASSOCIATION, INC.

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not-for-profit under Chapter 617 of the laws of the State of Florida.

ARTICLE I

NAME

The name of this corporation is APACHE TRACE AND SEMINOLE SAND HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

PURPOSE

This corporation is organized as a corporation not-for-profit under Chapter 617, Florida Statutes, for the purpose of maintenance and improvements of the private roadways and of the drainage easement and surface water management system which is a part of APACHE TRACE, a platted subdivision, as recorded in Plat Book 85 at page 82 of the public records of Hillsborough County, Florida, and of SEMINOLE SAND, a platted subdivision, as recorded in Plat Book 85 at page 83 of the public records of Hillsborough County, Florida; to protect the rights of association members without unduly impairing the ability of such association to perform its functions; and to impose assessments for Association purposes that,

if unpaid, may become a lien on the lot or parcel of the subject owner.

The corporation is authorized to acquire by purchase, gift, devise, bequest, lease or otherwise, land or interest in lands; to own, hold, improve, develop and manage any land so acquired, and such land, being a part of APACHE TRACE or of SEMINOLE SAND, for maintenance and repair purposes set forth above, without regard to whether such land is owned by the Association, for the purpose of renting, leasing, and letting such lands, whether improved or unimproved, for the conduct of any lawful business, trade or occupation, customarily associated with the operation of a community such as APACHE TRACE or SEMINOLE SAND; to own, hold, rent, lease, manage, mortgage, encumber, improve, exchange, buy and sell real property, collect rents and to do the general real estate business; and in general to have and exercise all powers, rights and privileges necessary or incident to carrying out properly the objects above mentioned.

The corporation shall have such other powers and authority as permitted by the laws of the State of Florida.

This corporation is organized exclusively as a corporation not-for-profit and its activities shall be conducted for such purposes in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual. In addition, the corporation shall be authorized to exercise the powers permitted non-profit corporations under Chapter 617, Florida Statutes, as same may be amended. All of the assets

and earnings of the corporation shall be used exclusively for the purposes hereinabove set forth, including the payment of expenses incidental thereto and all of the powers of the corporation shall be exercised exclusively for such purposes. No part of its activities shall inure to the benefit of any individual and no part of its activities shall be for the carrying on of a program of propaganda or otherwise attempt to influence legislation nor shall it participate in any political campaign on behalf of any candidate for public office.

ARTICLE III

MEMBERSHIP QUALIFICATION

The membership of this corporation shall constitute all parcel or lot owners, or their agents, in APACHE TRACE and SEMINOLE SAND, which said membership is a mandatory condition of parcel or lot ownership. Voting by the members shall be in the manner provided in the By-laws.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have a perpetual existence unless sooner dissolved according to law. Upon any dissolution, however, the corporation shall convey and transfer its rights and obligations related to the surface water management system in Apache Trace, a platted subdivision, recorded in Plat Book 85, Page 82, public records of Hillsborough County, Florida, and in Seminole Sand, a platted subdivision, recorded in Plat Book 85, at page 83,

public records of Hillsborough County, Florida, including without limitation the drainage easement and ingress and egress rights related to the Surface Water Management System, to the governmental entity having jurisdiction, presently Hillsborough County, Florida, a political subdivision of the State of Florida. If such governmental entity shall not accept the transfer, then such rights shall be transferred to a similar non-profit entity acceptable to Southwest Florida Water Management District, or its successors.

ARTICLE V

ADDRESS

The initial address of the principal office of this Corporation in the State of Florida is: 3002 Charlie Taylor Road, Plant City, Florida 33565. The mailing address of the Corporation in the State of Florida is 3002 Charlie Taylor Road, Plant City, Florida 33565. The Board of Directors from time to time may move the principal office to any other address in Florida.

ARTICLE VI

INCORPORATOR

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

<u>NAME</u>	<u>ADDRESSES</u>
ALVIN C. FUTCH	3002 Charlie Taylor Road Plant City, FL 33565

ARTICLE VII

OFFICERS

Section 1. The officers of the corporation shall be a President, a Vice-President, a Secretary, and a Treasurer, and such

other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first annual election of officers are as follows:

<u>NAME</u>	<u>TITLE</u>
ALVIN C. FUTCH	President
RAYMOND A. SPIRNOCK	Vice-President
RAYMOND A. SPIRNOCK	Secretary
ALVIN C. FUTCH	Treasurer

Section 3. The officers shall be elected by the Board of Directors.

ARTICLE VIII

BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) members of the Board of Directors initially. The number of members of the Board of Directors may be increased or decreased from time to time by the by-laws, but shall never be less than three (3).

Section 2. Members of the Board of Directors shall be elected by the members and hold office in accordance with the by-laws.

Section 3. Members of the Board of Directors are not required to be members of the Association.

Section 4. The names and addresses of the persons who are to serve as members of the Board of Directors for the ensuing year, or

until the first annual meeting of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
ALVIN C. FUTCH	3002 Charlie Taylor Road Plant City, Florida 33565
MARY JO FUTCH	3002 Charlie Taylor Road Plant City, Florida 33565
RAYMOND A. SPIRNOCK	140 South Wiggins Road Plant City, Florida 33566
SHIRLEY SPIRNOCK	140 South Wiggins Road Plant City, Florida 33566

ARTICLE IX

BY-LAWS

Initial By-laws of the corporation shall be adopted by the Board of Directors. Thereafter the By-laws shall be altered, amended or rescinded by the members of the corporation at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provisions of these Articles of Incorporation.

ARTICLE X

AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a three-fourths vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the By-laws of intention to submit such amendments.

ARTICLE XI

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 3002 Charlie Taylor Road, Plant City, Florida 33565, and the name of the initial registered agent of this corporation at that address is ALVIN C. FUTCH. The Board of Directors may from time to time move the registered office to any other address.

ARTICLE XII

CERTIFICATION

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the laws of the State of Florida, and does make and file this certificate hereby declaring and certifying that the facts set forth herein are true, and have accordingly set my hand and seal at Plant City, Hillsborough County, Florida, this 6 day of July, 1999.

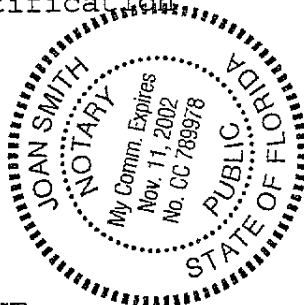


ALVIN C. FUTCH

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6th day of July, 1999, by ALVIN C. FUTCH, named as Incorporator in the above Articles of Incorporation, who declared his identity and who has produced his Florida Driver's License as

personal identification.



Joan Smith
Name: Joan Smith
Notary Public, State of Florida
My commission expires: 11-11-02

ACKNOWLEDGMENT:

Having been named as registered agent of the foregoing APACHE TRACE AND SEMINOLE SAND HOMEOWNERS ASSOCIATION, INC., I hereby accept and agree to act in this capacity and agree to comply with the laws of the State of Florida in all respects.

Alvin C. Futch
ALVIN C. FUTCH

FILED
99 JUL 16 AM 9:07
CLERK OF STATE
TALLAHASSEE, FLORIDA