

AMAN & LINS, P.A.

N 99000004899

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JEFFREY A. AMAN
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D. MICHAEL LINS

May 18, 2000

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300003262059--4
-05/22/00--01119--011
*****35.00 *****35.00

**Re: Klein Acres Homeowners' Association, Inc.
Our File No. 2128.1**

Gentlemen:

Enclosed please find the following with regard to the referenced corporation.

1. Amended Articles of Incorporation (2 originals).
2. Check in the amount of \$35.00 payable to the Secretary of State.

Please file the Amended Articles immediately upon your receipt of same, and return a file-stamped original of the Amended Articles to our office along with the Notice of Incorporation.

Thank you for your assistance. Please call if you have any questions.

Very truly yours,

D. Michael Lins

D. Michael Lins, P.A.

Enclosures

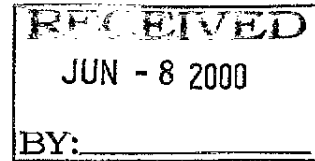
FILED
00 JUN 14 AM 10:22
SECRETARY OF STATE
TALLAHASSEE/FLORIDA

AMENDED
9/19/00
6-19



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State



June 5, 2000

D. MICHAEL LINS, P.A.
AMAN & LINS
14502 N. DALE MABRY HWY, SUITE 300
TAMPA, FL 33618-2072

SUBJECT: KLEIN ACRES HOMEOWNERS' ASSOCIATION, INC.
Ref. Number: N99000004899

RECEIVED
JUN 14 AM 7:57
DIVISION OF CORPORATIONS

We have received your document for KLEIN ACRES HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return 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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 400A00031559

AMENDED ARTICLES OF INCORPORATION
OF
KLEIN ACRES HOMEOWNERS' ASSOCIATION, INC.
A NON-PROFIT CORPORATION

FILED
00 JUN 14 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

and President

The undersigned incorporator(s) in order to form a non-profit corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ONE: The name of this corporation is Klein Acres Homeowners' Association, Inc.

TWO: The name and address of the registered agent of this corporation are:

Marc Klein
c/o Payless Homes
31721 SR 54 W.
Zephyrhills, FL 33543-6059

THREE: The specific purposes for which this corporation is organized are to serve as a homeowners' association for a residential community known as "Klein Acres" located in Pasco County, Florida.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The number of initial directors of this corporation is three. Their names and address are as follows:

1. Marc Klein
c/o Payless Homes
31721 SR 54 W.
Zephyrhills, FL 33543-6059

2. Sheldon Klein
15119 Contoy Place
Tampa, FL 33618

3, Virginia Klein
15119 Contoy Place
Tampa, FL 33618

FIVE: The name(s) and address of the incorporator of this corporation is:

Marc Klein
c/o Payless Homes
31721 SR 54 W.
Zephyrhills, FL 33543-6059

SIX: The period of duration of this corporation is perpetual unless the homeowners' association is dissolved.

SEVEN: The classes, rights, privileges, qualifications, and obligations of members of this corporation are as follows:

This corporation shall have one class of membership. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues and any assessments, if any, fixed by the board of directors. The method and time of payment of dues and assessments shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation pursuant to, and in accordance with, the laws of this state.

The method of election of the Directors is stated in the By-laws.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

The homeowners' association shall have the power and authority to: own and convey property, operate and maintain the surface management system facilities, establish rules and regulations, assess members and enforce assessments, sue and be sued, contract for services, require all homeowners, lot owners, parcel owners or unit owners to be members, and to take all other action necessary for the purposes for which the homeowners' association is organized.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or

intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

There are ^{no} members eligible to vote; and

~~These Amended Articles of Incorporation were adopted by the incorporator without shareholder action and shareholder action was not required.~~

This Amendment was adopted by the Board of Directors on 5/15/2000.

The undersigned hereby declares under penalty of perjury that the statements made in the foregoing Amended Articles of Incorporation are true.

Dated: 5/15/00



Marc Klein, ~~incorporator~~ President

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Marc Klein, who executed the foregoing Articles of Incorporation of Klein Acres Homeowners' Association, Inc., and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of ~~April~~ May 2000.

Teresa L. Nielsen
NOTARY PUBLIC, STATE OF FLORIDA
Print Name: TERESA L. NIELSEN
My Commission Expires:

