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**SMS**  
Attorneys at Law

**SWALM, MURRELL & SAMOUCÉ, P.A.**

John M. Swalm III  
Robert E. Murrell  
Robert C. Samoucé

Philip M. Francoeur, Jr.  
of Counsel  
John F. Forsyth  
Retired

August 11, 1999

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

000002958900--3  
-08/13/99--01027--006  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: **Articles of Incorporation**  
**Little Hickory Bay Aquatic Association, Inc.**

Dear Sir/Madam:

000002958900--3  
-08/24/99--01005--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Enclosed please find the original and one (1) copy of the above referenced document to be filed with your office. Please return a certified copy to our office at your earliest convenience. Also enclosed is a check in the amount of \$43.75 for filing fees.

Thank you for your assistance.

Very truly yours,  
SWALM, MURRELL & SAMOUCÉ, P.A.

*Pat Sullivan*

Patricia M. Sullivan  
Secretary to Robert E. Murrell  
For the Firm

Enclosures

FILED  
99 AUG 24 AM 8:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W-19120  
JF 8/17



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 18, 1999

PATRICIA M. SULLIVAN  
2375 TAMiami TRAIL NORTH, STE. 308  
NAPLES, FL 34103

SUBJECT: LITTLE HICKORY BAY AQUATIC ASSOCIATION, INC.  
Ref. Number: W99000019120

We have received your document for LITTLE HICKORY BAY AQUATIC ASSOCIATION, INC. and your check(s) totaling \$43.75. However, the document has not been filed and is being retained in this office for the following:

There is a balance due of \$35.00.

If you have any further questions concerning your document, please call (850) 487-6878.

Alan Crum  
Document Specialist

Letter Number: 799A00041554

**ARTICLES OF INCORPORATION  
OF  
LITTLE HICKORY BAY AQUATIC ASSOCIATION, INC.**

Pursuant to Section 617.01201, Florida Statutes, these Articles of Incorporation are created by Robert E. Murrell, 2375 Tamiami Trail North, Suite 308, Naples, Florida 34103, as sole incorporator, for the purposes set forth below.

**ARTICLE I**

**NAME:** The name of the corporation is Little Hickory Bay Aquatic Association, Inc. ("Association").

**ARTICLE II**

**PRINCIPAL OFFICE:** The principal office of the corporation shall initially be located at 4835 Bonita Beach Road, #210, Bonita Springs, Florida 34134, and subsequently at such other location as shall be determined by the Board of Directors.

**ARTICLE III**

**PURPOSE AND POWERS:** The purpose for which the Association is organized is to provide an entity for the operation of the Little Hickory Bay Aquatic Property located in Collier County, Florida.

The Association is organized and shall exist upon a non-stock basis as a Florida corporation not for profit, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director, or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a Florida corporation not for profit operating as a homeowners' association under Sections 617.301 - 617.312, Florida Statutes (1997), except as expressly limited or modified by these Articles, the Declaration of Covenants, Conditions and Restrictions for Little Hickory Bay Aquatic Property (the "Declaration"), or the Bylaws of the Association, and it shall have all other powers and duties reasonably necessary to operate the Little Hickory Bay Aquatic Property, and effectuate the purposes for which the Association is organized pursuant to the Declaration as it may hereafter be amended, including but not limited to the following:

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(A) To levy and collect assessments against the members of the Association to defray the costs, expenses and losses of the Association, and to use the proceeds of assessments in the exercises of its powers and duties.

(B) To purchase, acquire, own, lease, maintain, repair, replace or operate the Common Areas.

(C) To purchase insurance for the protection of the Association and its members.

(D) To reconstruct improvements after casualty and to make further improvements of the Common Areas.

(E) To make, establish, amend and enforce reasonable rules and regulations governing the use of the Common Areas and the operation of the Association.

(F) To contract, and to sue and be sued; and to enforce the covenants and restrictions in the Governing Documents.

(G) To employ accountants, attorneys, architects, or other professional personnel, and to contract for services necessary to perform the services required for the proper operation and maintenance of the Little Hickory Bay Aquatic Property.

(H) To acquire, own and convey real property, and to enter into agreements, or acquire leaseholds, easements, memberships, and other possessory or use interests in lands or facilities. It has this power regardless of whether the lands or facilities are contiguous to the lands of the Little Hickory Bay Aquatic Property, if they are intended to provide enjoyment, recreation, or other use or benefit to the Members.

(I) To borrow or raise money for any purposes of the Association; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest therein, by mortgage pledge, conveyance of assignment in trust, of the whole or any part of the rights or property of the Association.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Covenants, these Articles of Incorporation and the Bylaws.

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#### ARTICLE IV

**MEMBERSHIP AND VOTING RIGHTS:** All record owners of legal title of Units in Little Hickory Bay Condominium shall be voting members. Membership and voting rights shall be as set forth in the Declaration of Covenants for Little Hickory Bay Aquatic Property, to which these Articles are attached as an Exhibit, and in the Bylaws of the Association.

#### ARTICLE V

**TERM:** The term of the corporation shall be perpetual.

#### ARTICLE VI

**BYLAWS:** The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

#### ARTICLE VII

**AMENDMENTS:** Amendments to these Articles shall be proposed and adopted in the following manner:

(A) Proposal. Amendments to these Articles may be proposed by a majority of the Directors or by written petition of at least ten percent (10%) of the voting interests, and shall be submitted to a vote of the Members not later than the next annual meeting for which proper notice can be given.

(B) Vote Required. Except as otherwise required by Florida law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by a majority of the voting interests, present and voting, at any annual or special meeting, provided that notice of any proposed amendment has been given to the Members of the Association, and that the notice contains the text of the proposed amendment.

(C) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of the County. The amendment must be recorded with the same formalities as required in the Bylaws for an amendment to the Bylaws.

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## **ARTICLE VIII**

### **DIRECTORS AND OFFICERS:**

(A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

(B) Directors of the Association shall be elected by the Members in the manner described in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws.

(C) The business of the Association shall be conducted 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.

## **ARTICLE IX**

### **INITIAL TRUSTEES:**

The initial Directors of the Association shall be:

Wayne Van Welden  
4835 Bonita Beach Road, #204  
Bonita Springs, Florida 34134

Moore Ellsworth  
4835 Bonita Beach Road, #205  
Bonita Springs, Florida 34134

Ernest Scott  
4835 Bonita Beach Road, #109  
Bonita Springs, Florida 34134

Deboer Thomas  
4835 Bonita Beach Road, #602  
Bonita Springs, Florida 34134

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Robert Kwait  
10561 Wood Ibis Avenue  
Bonita Springs, Florida 34134

## ARTICLE X

### INITIAL REGISTERED AGENT:

The initial registered agent of the Association shall be Swalm, Murrell & Samouce, P.A.

The initial registered office of the Association shall be at

2375 Tamiami Trail North, Suite 308  
Naples, Florida 34103

## ARTICLE XI

### INDEMNIFICATION:

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he is or may become a party by reason of being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

(A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

(B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

(C) A transaction from which the Director or officer derived an improper personal benefit.

(D) Wrongful conduct by Directors, in a proceeding brought by or on behalf of the Association.

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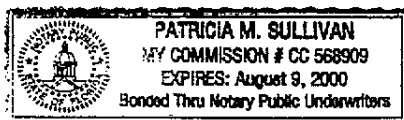
In the event of an out-of-court settlement of litigation, the right to indemnification shall not apply unless a majority of the disinterested Directors approves the settlement and indemnification as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

WHEREFORE the incorporator has caused these presents to be executed this 14<sup>th</sup> day of August, 1999.

By: Robert E. Murrell  
Robert E. Murrell

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing instrument was executed before me this 11<sup>th</sup> day of August, 1999, by Robert E. Murrell. He is personally known to me or did produce identification.



Patricia M. Sullivan  
Notary Public (SEAL)  
Print name: PATRICIA M. SULLIVAN

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for Little Hickory Bay Aquatic Association, Inc. at the place designated in these Articles of Incorporation, I hereby accept the appointment to act in this capacity and agree to comply with the laws of the State of Florida in keeping open said office

SWALM, MURRELL & SAMOUCÉ

Robert E. Murrell  
Robert E. Murrell, Vice President

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