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# FLORIDA PROFIT/NON PROFIT CORPORATION KJB CONDOMINIUM OWNERS' ASSOCIATION, INC.

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## ARTICLES OF INCORPORATION

OF

# KJB CONDOMINIUM OWNERS' ASSOCIATION, INC.

In compliance with Chapter 617, F.S., (Not for Profit)

In compliance with the laws of the State of Florida, the undersigned hereby associate themselves together for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, as amended, and do hereby certify:

#### **ARTICLE 1. NAME**

The Name of the Corporation shall be: KJB CONDOMINIUM OWNERS' ASSOCIATION, INC., and the mailing address of the Corporation is 768 Sunset Pointe Drive, Lake Placid, Florida 33852.

#### **ARTICLE 2. DURATION**

The period of duration of the Corporation is perpetual.

# ARTICLE 3. PURPOSE AND CHARACTER

- 3.1 The primary purpose of this Association is to create an entity to provide a forum for discussion and communication among the Unit Owners of KJB Condominium Owners' Association, Inc. and to facilitate and assure the maintenance and operation of such property as may be subjected to the terms of the Declaration of Condominium of KJB Condominiums pursuant to its terms.
- 3.2 The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The Association shall make no distributions of income to its Members, Directors or Officers.

#### **ARTICLE 4. POWERS AND DUTIES**

The Association shall have all the powers and duties reasonably necessary to operate and maintain the Association including the following:

4.1 To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration of Condominium of KJB

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Condominium Owners' Association, Inc. as recorded in the Public Records of Marion 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.

- 4.2 To establish, collect, and disburse assessments to be used for the maintenance and upkeep of the Common Elements.
- 4.3 To manage, operate, maintain, repair and improve the Common Elements or any property owned by another third party for which the Association by rule, regulation, contract or pursuant to the Declaration of Condominium of KJB Condominium Owners' Association, Inc. has a right or duty to provide such services.

## **ARTICLE 5. MEMBERS**

The Developer and every Unit Owner as defined in the Declaration of Condominium of KJB Condominium Owners' Association, Inc. shall be a Member of the Association. All Members agree to be bound by the terms and provisions of these Articles of Incorporation and such Bylaws and operating procedures as may be promulgated by the Association from time to time.

## **ARTICLE 6. CLASS OF MEMBERS**

The Association shall have a single class of voting Members. Each Owner, including the Developer for each Unit owned by the Developer, shall be entitled to one (1) vote for each percentage interest it owns in the Common Elements. When more than one (1) person holds an interest in any Unit, all such persons shall be Members. The vote for such Unit shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to each percentage interest owned in the Common Elements.

#### **ARTICLE 7. VOTING**

At all elections of Directors of this Corporation, each shareholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to count for the election of Directors with respect to his shares and multiplied by the number of Directors to be elected, and he may count all such votes for a single director, or may distribute them among the number to be voted for, or any two or more of them as he may see fit.

#### **ARTICLE 8. MISCELLANEOUS PROVISIONS**

**8.1** Bylaws. The power to adopt, alter or repeal Bylaws shall be vested in the Board of Directors, except where the shareholders specifically provide in any Bylaw made by them that such Bylaws shall not be altered, amended or repealed by the Board.

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- 8.2 <u>Director Conflicts</u>. Any contract or other transaction between the Corporation and one or more of its directors, a committee, shareholders or employees, in which they are interested, or between the Corporation and any Corporation or association of which one or more of its directors and shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the board of the Corporation that acts upon, or in reference to, the contract or transaction; provided the interested party does not vote or participate in the action; that the interested party discloses his interest before action is taken, and the contract or transaction is fair and reasonable as to the Corporation at the time it is authorized by the board, a committee or its shareholders. This Section shall not be construed to invalidate any contract or other transaction that would otherwise be valid under the common and statutory law applicable to it.
- 8.3 <u>Indemnification and Related Matters</u>. The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.
- **8.3** Removal of Directors. At a special meeting of the shareholders called expressly for that purpose, directors may be removed in the manner provided by the Bylaws.
- **8.5** Amendment of Articles of Incorporation. The Corporation reserves the right to amend the Articles in any manner now or hereafter permitted by the law, as provided by the Bylaws.

#### ARTICLE 9. DIRECTORS/OFFICERS

<u>Organizing Directors</u>. The initial Board of Directors shall consist of three (3) Directors. The number of Directors may be either increased or diminished from time to time by the Bylaws. The names and addresses of the initial Directors of this Corporation are:

Name	
------	--

Michael J. Boley 768 Sunset Pointe Drive, Lake Placid, Florida 33852

Address

Lynette Boley 768 Sunset Pointe Drive, Lake Placid, Florida 33852

Daniel Hicks 421 S. Pine Avenue, Ocala, Florida 34471

The initial Officers of the Corporation shall be as follows:

Michael J. Boley - President

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Lynette Boley - Secretary/Treasurer

### ARTICLE 10. REGISTERED AGENT AND OFFICE

The name and address of the initial Registered Agent of the Corporation is Daniel Hicks, whose address is 421 South Pine Avenue, Ocala, Florida 34471.

## **ARTICLE 11. INCORPORATOR**

The name and address of the person signing these Articles is Michael J. Boley, 768 Sunset Pointe Drive, Lake Placid, Florida 33852.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles this  $8^{\frac{1}{2}}$  day of June, 2017.

I submit this document and affirm that the facts stated herein are true, I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, F.S.

MICHAEL J BOLEY Incorporator

STATE OF FLORIDA COUNTY OF High Land

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared MICHAEL J. BOLEY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and acknowledged to me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS my hand and official seal this \_\_\_\_\_ day of June, 2017.

Mary Busan Jacobs
Notary Public
State of Florida
My Commission Express 8/18/19
Commission No. FF 910578

Notary Public, State of Florida at Large My commission expires: 81,81,5

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## CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

DATED: June 06, 2017

DANIEL HICKS, Registered Agent

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