

State of Florida



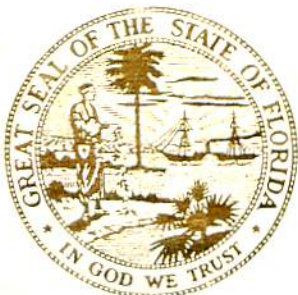
Department of State

I certify that the attached is a true and correct copy of Articles of Incorporation of THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on August 18, 1983, as shown by the records of this office.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
7th day of June, 1984.

A handwritten signature in blue ink, which appears to read "George Firestone".

George Firestone
Secretary of State



FILED
Aug 18 8 22 AM '83
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE LAKE ST. GEORGE SOUTH
HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617, Florida Statutes (1981), the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., hereafter called the "Association".

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Association is located at 2953 U.S. Highway 19 North, Clearwater, Florida 33515.

ARTICLE III
REGISTERED AGENT

HUGH MACKLIN, whose address is 2953 U.S. Highway 19 North, Clearwater, Florida 33515, is hereby appointed the initial registered agent of this Association.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described in the plat thereof as recorded in Plat Book 86, Pages 22-26, of the Public Records of Pinellas County, Florida, and to promote the health, safety and welfare of the residence within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose 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, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Pinellas 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, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the 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 each class of members 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) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a free or undivided fee interest in any unit which is subject by easements 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 shall be appurtenant to and may not be separated from ownership of any unit which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

The Association shall have three classes of voting membership:

Class A: Class A members shall be such Owners as described in Article 3, Section 2 of the Declaration, with the exception of the Declarant, and shall be entitled to one (1) vote for each unit owned. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast

Class B: Class A members shall be such Owners as described in Article 3, Section 2 of the Declaration, with the exception of the Declarant, and shall be entitled to one (1) vote for each unit owned. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Unit.

Class C: The Class C member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Unit owned. The Class C membership shall cease and be converted to Class A or Class B (as the case may be) membership on the happening of one of the following events, whichever occurs earliest:

- (a) when the total aggregate votes outstanding in Class A and Class B membership equals the total votes outstanding in the Class C membership; or
- (b) five years from the date of the conveyance of the first Unit; or
- (c) one hundred twenty (120) days after 70% of the Units in the project or the first phase of the project have been conveyed to Unit purchasers.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
1. Hugh Macklin	2953 U.S. Highway 19 North Clearwater, FL 33515
2. Sharon E. Macklin	2953 U.S. Highway 19 North Clearwater, FL 33515
3. Waldemar Schickedanz	4300 South Kanner Highway Stuart, FL 33494

At the first annual meeting the members shall elect one (1) director for a term of one year, one (1) director for a term of two (2) years and one (1) director for a term of three (3) years; and at each annual meeting thereafter the members shall elect as many directors as necessary to fill the position of such directors whose terms are concluding in that year, each director elected shall serve for a term of three years.

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 incident 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 purpose. The provisions of this Article VIII shall be subject to any court supervised dissolution pursuant to Chapter 607, Florida Statutes.

ARTICLE IX
DURATION

The corporation shall exist perpetually.

ARTICLE X
AMENDMENTS

Section 1. Amendment of these Articles shall require the assent of Seventy-Five Percent (75%) of the entire membership. Amendments shall be proposed by resolution approved by a majority of the Board of Directors.

Section 2. Amendments, alterations, rescission or repeal shall be proposed by resolution approved by a majority of the Board of Directors and shall require the assent of a majority of the entire membership.

ARTICLE XI
FHA/VA APPROVAL

As long as there is a Class C membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 5th day of August, 1983.

Witnesses:

INCORPORATORS:

Betty Elkins
Mary J. [unclear]

[Signature]
Hugh Macklin
2953 U.S. Highway 19 North
Clearwater, FL 33515

[Signature]
Sharon E. Macklin
2953 U.S. Highway 19 North
Clearwater, FL 33515

[Signature]
N. Staten Bitting, Jr.
3835 Central Avenue

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA

The foregoing instrument was acknowledged before me by HUGH MACKLIN, as registered agent of THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., a non-profit corporation.

STATE OF FLORIDA
COUNTY OF Pinellas

NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXPIRES MAY 18 1987
BONDED THRU GENERAL INSURANCE UND

My Commission Expires:

[Signature]
Notary Public
NOTARY PUBLIC
STATE OF FLORIDA

The foregoing instrument was acknowledged before me by N. STATEN BITTING, JR., as incorporator of THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., a non-profit corporation.

STATE OF FLORIDA
COUNTY OF PINELLAS

Notary Public, State of Florida at Large
My Commission Expires Aug. 24, 1985

My Commission Expires:

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA

The foregoing instrument was acknowledged before me by SHARON E. MACKLIN, as incorporator of THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., a non-profit corporation.

STATE OF FLORIDA
COUNTY OF Pinellas

Notary Public, State of Florida at Large
My Commission Expires Aug. 24, 1985

My Commission Expires:

[Signature]
NOTARY PUBLIC
STATE OF FLORIDA

The foregoing instrument was acknowledged before me by HUGH MACKLIN, as incorporator of THE LAKE ST. GEORGE SOUTH HOMEOWNERS ASSOCIATION, INC., a non-profit corporation.

STATE OF FLORIDA
COUNTY OF Pinellas

Hugh Macklin
2953 U.S. Highway 19 North
Clearwater, FL 33515

[Signature]
[Signature]



STATE OF FLORIDA PINELLAS COUNTY

I hereby certify that the foregoing is a true copy as recorded in the official records of

Pinellas County
this 20 day of June 1980

[Signature]
KEN ALBRE
Clerk of Circuit Court