

.. OFFICIAL RECORDS ..  
BOOK 2555 PAGE 1813

ARTICLES  
OF  
INCORPORATION  
OF  
THE LAKES OF JACARANDA HOMEOWNERS ASSOCIATION, INC.

EXHIBIT NO. "C"  
TO  
DECLARATION OF COVENANTS  
AND RESTRICTIONS  
FOR  
THE LAKES OF JACARANDA

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of THE LAKES OF JACARANDA HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed on October 1, 1993, as shown by the records of this office.

I further certify the document was electronically received under FAX audit number H93000007933. This certificate is issued in accordance with section 15.16, Florida Statutes, and authenticated by the code noted below.

The document number of this corporation is N93000004451.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
First day of October, 1993

Authentication Code: 193A00133660-100193-N93000004451-1/1



Handwritten signature of Jim Smith in cursive script.

Jim Smith  
Secretary of State

ARTICLES OF INCORPORATION OF  
THE LAKES OF JACARANDA HOMEOWNERS ASSOCIATION, INC.  
A CORPORATION NOT FOR PROFIT

We, the undersigned hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

NAME AND PRINCIPAL OFFICE

The name of the corporation shall be THE LAKES OF JACARANDA HOMEOWNERS ASSOCIATION, INC. For convenience in the corporation shall be referred to in these Articles as the "Association". The initial principal offices of the Association shall be located at 1901 Longmeadow, Sarasota, Florida.

ARTICLE II

DEFINITIONS: INTERPRETATION

Unless a contrary intent is apparent, terms used in these Articles of Incorporation shall have the same meaning as set forth in the Declaration of Covenants and Restrictions for THE LAKES OF JACARANDA (the "Declaration") to be recorded in the Public Records of Sarasota County, Florida, with respect to the Property described therein, being known as "The Lakes of Jacaranda". In the event of a conflict between the terms and provisions of these Articles and the terms of the Declaration, the terms of the Declaration shall control.

ARTICLE III

PURPOSE

This corporation is organized to establish an association of the Members of the Association. This organization shall have the following specific purposes:

1. To provide for maintenance of areas and structures as may be placed under the jurisdiction of this corporation by means of the Declaration.
2. To regulate the use of areas and structures as may be placed under the jurisdiction of this corporation by means of the Declaration.

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Kirk Pinkerton  
720 S. Orange Avenue  
Sarasota, FL 34236  
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Atty Bar #: 507784

3. To promote the health, safety and welfare of the residents of The Lakes of Jacaranda development, subject to the Declaration.
4. To enforce the provisions of the Declaration, which the Association has the responsibility or authority to enforce.
5. The purpose of this corporation will not include or permit pecuniary gain or profit nor distribution of its income to its Members, officers or Directors.

#### ARTICLE IV

##### POWERS AND DUTIES

This Association shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida consistent with these Articles and the Declaration. The corporation shall also have all of the powers and authority reasonably necessary or appropriate to carry out duties imposed upon it by the Declaration, including, but not limited to, the following:

1. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as defined in the Declaration.
2. To fix, levy, collect and enforce payment by any lawful means, of all charges or assessments and assessment liens 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 corporation, including all licenses, taxes for governmental charges levied or imposed against the property of the corporation.
3. To acquire (by gift, purchase or lease), to own, hold, improve, insure, build upon, operate, maintain, replace and to repair, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association, and to contract improvements and to repair, remodel and demolish the same, on any property that is owned or leased by the Association.
4. To borrow money, and with the consent of two-thirds (2/3) of the votes of its Members, mortgage, pledge, deed and trust, or hypothecate any or all of its real or personal property, including any lien rights it may have, as security for money borrowed or debts incurred.
5. To participate in mergers and consolidations with other non-profit corporations organized for the same or similar purposes or to annex additional property and common areas, provided that such mergers, consolidation or organization shall have the consent of two-thirds (2/3) of the votes of its Members.
6. To make and amend reasonable regulations and By-Laws respecting the use of any property or facilities over which the Association may have control, jurisdiction for administrative responsibilities, and to provide the penalties for the violation of any such regulation.

7. To contract for the maintenance of Limited Common Areas including but not limited to recreational facilities, if any, and/or any other areas and improvements as may be placed under the jurisdiction of this Association either by the Declaration or by resolution adopted by the Association's Board of Directors.

8. To employ such legal counsel, accountants and other agents or employees as may be deemed necessary for the protection and furtherance of the interest of the Association and of its members and to carry out the purpose of the Association.

ARTICLE V

MEMBERSHIP

1. Members.

(a) Owner Members. The Owner of each Lot in the subdivision shall be an Owner Member of the Association. Such memberships shall be initially established upon the recording of these Articles and the Declaration or similar document for such portion of the Property in the public records of the county in which the Property is located.

(b) Declarant. In addition, Declarant shall be a Member of the Association so long as Declarant owns any portion of the Total Property it intends to be subjected to the terms of the Declaration, or holds a mortgage encumbering any portion of the Total Property.

2. Transfer of Membership.

Transfer of membership in the Association shall be established by the recording in the public records of the county in which the Property is located, of a deed or other instrument establishing a transfer of record title to the Lot for which membership has already been established as hereinabove provided, the Owner(s) designated by such instrument of conveyance thereby becoming an Owner Member(s), and the membership of the prior Owner Member thereby being terminated. In the event of death of an Owner Member, the Owner's membership shall be automatically transferred to the Owner's heirs or successors in interest. Notwithstanding the foregoing, the Association shall not be obligated to recognize such a transfer of membership until such time as the Association receives a true copy of the deed or other instrument establishing the transfer of ownership of the Lot being transferred, and it shall be the responsibility and obligation of the former and new Owner of the

Lot being transferred to provide such true copy of said instrument to the Association.

3. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the Lot associated with the membership of the Member, nor may a membership be separately assigned, hypothecated or transferred in any manner except as an appurtenance to such Lot.

ARTICLE VI

VOTING RIGHTS

This Association shall have two (2) classes of voting memberships:

Class A: Class A members shall be all of those Members as set forth in Article V with the exception of the Declarant, as subsequently identified. The total number of Class A Members' votes shall be equal to the total number of Lots actually within the Property from time to time, less the number of Lots owned by Declarant until Declarant has converted its Class B membership to Class A membership; and thereafter the total number of Class A members' votes shall be equal to the total number of Lots actually within the Property from time to time. Each class A Member shall be entitled to one vote for each Lot such Class A Member owns. When more than one (1) person holds an interest in any Lot all such persons shall be Owner Members, and the vote for such owner Members shall be exercised as they among themselves determine, but in no event shall more than one (1) vote be cast per Lot. The By-Laws may establish procedures for voting when title to any Lot is held in the name of a corporation or more than one person or entity.

Class B: There shall be one (1) Class B Member, the Declarant. The Class B Member shall have three (3) votes for each Class A Member vote in the affairs of the Association. At such time as Declarant is Class B membership converts to a Class A membership, Declarant shall receive one (1) vote for each Lot owned by Declarant.

Notwithstanding any provisions to the contrary herein, the Declarant as the class B Member, shall have the right to appoint the entire Board of

.. OFFICIAL RECORDS ..  
BOOK 2555  
PAGE 1819

Directors of the Association until the occurrence of the first to occur of the following events:

1. One (1) year after title to ninety-five percent (95%) of the Lots to be located within the Total Properties and intended by Declarant to be developed in The Lakes of Jacaranda has been conveyed; or
2. At any earlier time than that the Declarant, in its sole discretion, voluntarily converts its Class B membership to Class A membership; or
3. December 31, 2013.

Upon the occurrence of the earliest of the foregoing events to occur, then the existing Members shall be obligated to elect the Board. The Class B membership shall also cease and convert to a Class A membership at such time.

ARTICLE VII

DIRECTORS

The affairs of the Association shall be managed by a Board of Directors, who need to be members (or the person designated to vote for the member if the member is an entity) of the Association. The initial Board of Directors shall consist of three (3) Directors. The number of Directors may be increased as set forth in the By-Laws, but shall never be less than three (3) Directors, and shall never be more than nine (9), and shall always be an odd number. The names and addresses of the persons who are to initially act in the capacity of Directors until the selection of their successors are:

	<u>Name</u>	<u>Address</u>
1.	Robert Glantz	1901 Longmeadow Sarasota, FL 34235
2.	Michael Miller	1901 Longmeadow Sarasota, FL 34235
3.	Steve Bakan	1901 Longmeadow Sarasota, FL 34235

Unless contrary provisions are made by law, each Director's term of office shall be for one (1) year, provided that all Directors shall continue in office until their successors are duly elected and installed. Except for Directors appointed by Declarant, there shall be at each annual meeting of the

Association an election of Directors which have not been previously elected by the Members. Directors may serve successive annual terms without limitation.

A majority of the Directors currently serving as such shall constitute a quorum at meetings of the Board. Except as herein otherwise specified, the decision of a majority of the Directors present at a meeting at which a quorum is present shall be required and shall be sufficient to authorize any action on behalf of the Board. Each Director shall be entitled to one (1) vote on every matter presented to the Board of Directors.

Any meeting of the Members or of the Board of Directors of the Association may be held within or without the State of Florida.

ARTICLE VIII

OFFICERS

The affairs of this Association shall be administered by the officers designated herein. The officers shall be elected by the Board of Directors and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Robert Glantz	1901 Longmeadow Sarasota, FL 34235
Vice President	Michael Miller Kathy Clayton	1901 Longmeadow Sarasota, FL 34235 1901 Longmeadow Sarasota, FL 34235
Treasurer/Secretary	Steve Bakan	1901 Longmeadow Sarasota, FL 34235

ARTICLE IX

DISSOLUTION

This Association may be dissolved with the assent given in writing and signed by the affirmative vote of not less than ninety-five percent (95%) of votes of the Members of the Association, provided however, so long as Declarant (or either of its general partners) owns any Lot within THE LAKES OF JACARANDA or any portion of the Total Properties, as defined in the Declaration of Covenants and Restrictions for THE LAKES OF JACARANDA or holds



a mortgage on any portion of the Total Property, the Association shall not be dissolved without Declarant's prior written consent. Upon dissolution of this Association, other than incident to a merger or consolidation, its assets, both real and personal, shall be distributed in equal shares to the then existing Members.

OFFICIAL RECORDS  
BOOK 2555 \ PAGE 1821

ARTICLE X

SUBSCRIBERS

The names and residence addresses of the subscribing incorporators to the Articles of Incorporation are:

	<u>Name</u>	<u>Address</u>
1.	Robert Glantz	1901 Longmeadow Sarasota, FL 34235
2.	Michael Miller	1901 Longmeadow Sarasota, FL 34235
3.	Steve Bakan	1901 Longmeadow Sarasota, FL 34235

ARTICLE XI

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities; including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is guilty or willful misfeasance of malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XII  
REGISTERED OFFICE

The address of the corporation's initial registered office is: 1901 Longmeadow, Sarasota, Florida 34235.

The name of this corporation's initial registered agent at the above address is: Robert Glantz.

ARTICLE XIII  
BY-LAWS

The first By-Laws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded by the members in the manner provided by the By-Laws.

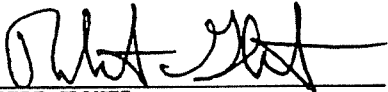
ARTICLE XIV  
AMENDMENTS

Amendments to these Articles may be made and adopted upon as follows:

1. If the amendment is to be adopted by the Members:
  - (a) A notice of the proposed amendment shall be included in the notice of the Members' meeting which shall consider the amendment. The meeting may be the annual meeting or a special meeting.
  - (b) There is an affirmative vote of two-thirds (2/3) of the membership votes entitled to be cast, or
  - (c) No amendment by the Members shall make any changes which would in any way affect any of the rights, privileges, power or options herein provided in favor of, or reserved to, Declarant, unless Declarant joins in the execution of the amendment.
2. So long as Declarant appoints a majority of the directors of the Association, Declarant shall be entitled to unilaterally amend these Articles and the Bylaws.

IN WITNESS WHEREOF, we, the undersigned subscribers to these Articles of Incorporation, have hereunto set our hands and seals this 11 day of

August, 1993.

  
ROBERT GLANTZ (SEAL)

OFFICIAL RECORDS  
BOOK 2555  
PAGE 1822

Michael Miller (SEAL)  
MICHAEL MILLER

Steve Bakan (SEAL)  
STEVE BAKAN

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day  
of August, 1993, by ROBERT GLANTE who is personally known to me or  
produced N/A as  
identification and who did not take an oath.

(NOTARIAL SEAL)

Phyllis A. Reed  
\* PHYLLIS A. REED  
\*(Print Name of Notary Public)  
Notary Public - State of Florida  
My Commission Expires \_\_\_\_\_  
Commission Number \_\_\_\_\_

Notary Public State of Florida at Large  
My Commission Expires November 21, 1995  
Bonded By Aetna Casualty & Surety Co.

OFFICIAL RECORDS  
BOOK 2555  
PAGE 1823

OFFICIAL RECORDS  
BOOK 2555  
PAGE 1824

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 10th day  
of August, 1993, by MICHAEL MILLER, who is personally known to me or  
produced \_\_\_\_\_ as  
identification and who did not take an oath.



Notary Public, State of Florida  
LYNN LANGLEY  
My Comm. Exp. Dec. 5, 1995  
Comm. No. CC 166041

Lynn Langley  
\* LYNN M. LANGLEY  
\*(Print Name of Notary Public)  
Notary Public - State of Florida  
My Commission Expires 12-5-95  
Commission Number CC 166041

STATE OF FLORIDA  
COUNTY OF Sarasota

The foregoing instrument was acknowledged before me this 10th day  
of August, 1993, by STEVE BAKAN, who is personally known to me or  
produced \_\_\_\_\_ as  
identification and who did not take an oath.



Notary Public, State of Florida  
LYNN LANGLEY  
My Comm. Exp. Dec. 5, 1995  
Comm. No. CC 166041

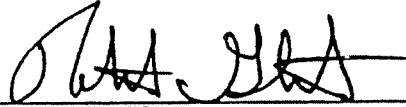
Lynn Langley  
\* LYNN M. LANGLEY  
\*(Print Name of Notary Public)  
Notary Public - State of Florida  
My Commission Expires 12-5-95  
Commission Number CC 166041

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FAX AUDIT #H93-7933

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of  
the foregoing corporation.



ROBERT GLANTE

\*\* OFFICIAL RECORDS \*\*  
BOOK 2555  
PAGE 1825

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FAX AUDIT #H93-7933

