

Debbie

# State of Florida



## Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of CLARION OAKS HOMEOWNER'S ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on April 23, 1990, as shown by the records of this office.

The document number of this corporation is N37892.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
30th day of April, 1990.



Jim Smith  
Secretary of State

ARTICLES OF INCORPORATION  
OF  
CLARION OAKS HOMEOWNER'S ASSOCIATION, INC.  
(A Corporation not for Profit)

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida as a corporation not for profit, and hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation, hereinafter called the "Association", shall be CLARION OAKS HOMEOWNER'S ASSOCIATION, INC.

ARTICLE II - REGISTERED OFFICE AND PRINCIPAL  
PLACE OF BUSINESS OF THE CORPORATION

The Association's registered office and principal place of business shall be located at 6333 Sleepy Hollow Drive, Orlando, Florida 32810. The Association may from time to time move its principal office to any other address in the State of Florida.

ARTICLE III - REGISTERED AGENT

Ted A. Bolin is appointed registered agent for service of process upon the Association.

ARTICLE IV - PURPOSE AND POWERS

Section 1. The purpose for which this Association is organized is to act as a governing association for Clarion Oaks, a residential development described in attached Exhibit "A", located in Orange County, Florida (hereinafter the "Property").

Section 2. The Association shall not be operated for profit. No dividend shall be paid, and no part of the income of the Association shall be distributed to its members, directors, or officers.

Section 3. The Association shall have all of the rights, powers, duties and functions provided by law and all powers and duties reasonably necessary to administer, govern, and maintain the Property pursuant to the Declaration of Covenants, Conditions, and Restrictions for Clarion Oaks as may be amended from time to time (hereinafter called the "Declaration"), said Declaration being incorporated herein as if set forth at length. Said rights, powers, duties and functions include but are not limited to the following:

(a) To make and collect assessments against members of the Association for the purpose of defraying the charges and expenses of the Property, including reserves for replacements and capital expenses, and of all other properties the Association shall hold, by whatever means, and operation of the Association. Assessments paid by unit owners shall be held in trust by the Association and used solely to pay: (1) the cost of operation, maintenance, preservation, enhancement, replacement or repair of

the Property and other costs related thereto, and (2) the cost of administration of the affairs of the Association, including payment of applicable taxes and the preservation of the Association's existence, to the extent properly allocable to the performance of the Association's duties under the Declaration. To the extent not expended in the year in which paid, assessments shall continue to be held in trust by the Association for the benefit of the members of the Association to be expended solely for the aforesaid purposes, or the unexpended portion shall be distributed on a pro rata basis to the members of the Association.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace and operate the Property.

(d) To purchase insurance for the Property and all properties the Association shall hold and insurance for the protection of the Association and its members.

(e) To enforce by legal means the provisions of the Declaration, these Articles, the Bylaws of the Association and the regulations for the use of the Property.

(f) To contract for the maintenance, repair, replacement and operation of any and all of the Property.

(g) To purchase, lease, receive by gift, or otherwise acquire possessory or use interests in real and personal property, whether or not contiguous to the Property, intended to

provide for the enjoyment, recreation or other use or benefit the members of the Association.

(h) To encumber, lease, or grant other possessory or use interests in any and all property which the Association may acquire or control.

(i) To enter into contracts or agreements for the maintenance of accounting and bookkeeping records and for the use of data processing facilities or services, so as to carry out the Association's responsibilities and to comply with the requirements of the law of the State of Florida with regard to maintenance of records.

(j) To enter into such other contracts or agreements reasonably necessary or convenient for the proper exercise of the rights, powers, duties and functions of the Association.

(k) To employ all personnel reasonably necessary to perform the services required for proper exercise of the rights, powers, duties and functions of the Association.

(l) To enact rules and regulations concerning the use and enjoyment of the Property.

(m) To exercise any and all common law and statutory powers, although not specifically recited above, of a corporation not for profit, reasonably necessary or convenient to carry out and perform the purpose for which the Association is organized and its enumerated powers.

Section 4. Any officer or director individually or any firm or corporation of which any officer or director is a member,

stockholder, officer, director, employee, or agent, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this Association, provided that the fact that he or such firm or corporation is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, prior to the making thereof. No contract or other transaction between this Association and any other such person, firm, or corporation, and no act of this Association shall in any way be affected or invalidated thereby. Any director of this Association who is also a director or officer of such other corporation or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this Association, which shall authorize any such contract or transaction with like force and effect as if he were not a director or officer of such other corporation or not so interested.

ARTICLE V - QUALIFICATION OF MEMBERS  
AND THE MANNER OF THEIR ADMISSION

Section 1. The subscribers constitute the sole members of this Association until the recording of the Declaration. Upon the recording of the Declaration, Bolin Development, Inc. (hereinafter "Declarant") shall own all memberships of the Association. At such time as the deed to a lot is issued to a purchaser, the purchaser thereof becomes a Class A member.

Section 2. Ownership of a unit in Clarion Oaks is a prerequisite to exercising any rights as a member. A unit may be owned by more than one person or by a corporation, association, partnership or trust.

Section 3. Membership is not transferable, except as provided herein or in the Declaration. The membership of any unit owner terminates upon the transfer of his ownership in the unit. The transferor's membership shall automatically transfer and be vested in the new owner succeeding to the ownership interest in the unit, subject to a lien thereon for all undischarged assessments, charges and expenses. The Association may rely on a recorded deed as evidence of transfer of a unit and thereupon terminate the transferor's membership and recognize the membership of the transferee.

#### ARTICLE VI - VOTING

Section 1. The Association shall have two (2) classes of voting membership:

Class A. Class A members shall be all Lot owners. When more than one person holds an interest in a given Lot, all such persons shall be members and the vote for such Lot shall be exercised as they may determine between or among themselves. In no event shall more than one vote be cast with respect to any Lot owned by Class A members.

Class B. The Class B member shall be the Declarant or its specifically designated (in writing) successor. The Class B

member shall be allocated a number of votes equal to three times the total number of Class A votes at any time; provided, that the Class B membership shall cease and become converted to Class A membership on the happening of the following events, whichever occurs earlier:

(a) January 1, 2000; or

(b) Upon voluntary conversion to Class A membership by the Declarant by written notice to the Board of Directors; or

(c) Seventy-Five Percent (75%) of the maximum number of residential units allowed for the Property have been conveyed to residential unit owners.

Section 2. Votes may be cast either in person, by proxy or by a voting trustee or trustees, each of whom may, but need not, be an officer or director of the Association.

Section 3. A Class A member shall be deemed to be in "good standing" and "eligible to vote" at any meeting if, and only if, the member has fully paid at least ten (10) days prior to the date fixed for the meeting, all assessments made or levied against the lot, together with all interest, costs, attorneys' fees, and other expenses and penalties, if any, properly chargeable against the lot.

#### ARTICLE VII - BOARD OF DIRECTORS

Section 1. The affairs and business of this Association shall be managed and conducted pursuant to these Articles and the



Declaration by a Board of Directors (the "Board") consisting of an odd number of persons but not less than three (3) persons.

Section 2. The names and addresses of the initial Board of Directors and their terms of office are as follows:

<u>Name</u>	<u>Address</u>	<u>Term</u>
Ted A. Bolin	6333 Sleepy Hollow Drive Orlando, Florida 32810	One Year
J.T. Bolin	6333 Sleepy Hollow Drive Orlando, Florida 32810	One Year
Bob Stassie	6333 Sleepy Hollow Drive Orlando, Florida 32810	One Year

Section 3. At the expiration of the term of each initial director, a successor shall be elected by the members of the Association to serve for a term of one year. A director shall hold office until a successor has been elected and qualified.

Section 4. Directors may be removed with or without cause, by a majority vote of the membership at any annual meeting or any special meeting duly called therefor.

Section 5. In the event of a vacancy on the Board by reason of death, resignation, or otherwise, a majority of the Board is authorized to fill the vacancy until the next annual meeting. If, after a written request of any member of the Association that the vacancy be filled, the Board fails or refuses to fill the vacancy for a period of ninety (90) days from the receipt of such notice, then the vacancy shall be filled by the members of the Association at a duly called meeting.

Section 6. Annual meetings of the Board shall be held immediately following the annual meeting of the members and at the same place. Special meetings of the Board may be called by the president, or a majority of the Board upon notice by telegram or by United States mail to each director and unit owner sent at least three (3) days prior to the date of the meeting.

ARTICLE VIII - OFFICERS

Section 1. The officers of the Association shall consist of a president, one or more vice presidents, a secretary, a treasurer, and any assistants to such officers as the Board deems appropriate from time to time.

Section 2. The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Ted A. Bolin	President	633 Sleepy Hollow Drive Orlando, Florida 32810
J.T. Bolin	Vice President	6333 Sleepy Hollow Drive Orlando, Florida 32810
Bob Stassie	Secretary and Treasurer	6333 Sleepy Hollow Drive Orlando, Florida 32810

Section 3. Officers shall be elected at each annual meeting of the Board and shall hold office at the pleasure of the Board. Any officer may be removed at any meeting by the affirmative vote of a majority of the members of the Board either with or without cause, and any vacancy in any office may be filled by the Board at any meeting thereof.

## ARTICLE IX - BYLAWS

The Bylaws of the Association are to be made or approved by the Board of Directors initially and thereafter may be amended, altered, modified, or rescinded by the action or approval of the members of the Association, except that any such change of the Bylaws shall not affect the rights or interests of the Declarant, or its successors or assigns, or the mortgage of any unit without the written consent of the Declarant or mortgagee, respectively. The manner of altering, modifying, amending or rescinding the Bylaws shall be provided in the Bylaws.

## ARTICLE X - AMENDMENTS TO THESE ARTICLES

Section 1. Amendments to these Articles shall be proposed by a resolution adopted by a two-thirds (2/3) vote of the Board. The resolution shall then be presented to the membership of the Association. A two-thirds (2/3) vote of each class of member cast at a duly called meeting shall be necessary to amend the Articles.

Section 2. No amendment shall make any change in the qualifications for membership without approval in writing of all members and the consent of all record holders of mortgages upon any unit or upon property held by the Association. No amendment shall be made that is in conflict with the Declaration.

## ARTICLE XI - TERM OF EXISTENCE

The Association shall have perpetual existence.

## ARTICLE XII - DISSOLUTION

The Association may be dissolved with the written consent of 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 the 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 purposes.

Notwithstanding the foregoing, the Association shall not be dissolved voluntarily unless and until:

(i) the Association has delegated to another entity, institution or governmental agency or body satisfactory to Orange County, Florida, and said entity, institution, governmental agency or body has assumed all obligations of the Association for the maintenance of all internal private roadways, drainage systems and pre-treatment ponds located on the property; or

(ii) unless or until the board of County Commissioners of Orange County, Florida, voluntarily consents to the dissolution of the Association.

ARTICLE XIII - ADDITIONAL PROVISIONS

Section 1. No officer, director or member shall be personally liable for any debt or other obligation of the Association, except as provided in the Declaration.

Section 2. Where the context of these Articles permits, the use of the plural shall include the singular and the singular shall include the plural, and the use of any gender shall be deemed to include all genders.

ARTICLE XIV - SEVERABILITY


Should any paragraph, sentence, phrase, or portion thereof, of any provision of these Articles or of the Bylaws or rules and regulations be held invalid, it shall not affect the validity of the remaining parts thereof or of the remaining instruments.

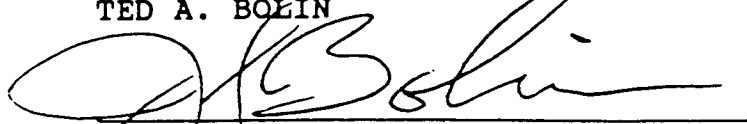
ARTICLE XV - NAMES AND RESIDENCES OF THE SUBSCRIBERS


The names and addresses of the subscribers to these Articles are as follows:

<u>Name</u>	<u>Residence</u>
Ted A. Bolin	6333 Sleepy Hollow Drive Orlando, Florida 32810
J.T. Bolin	6333 Sleepy Hollow Drive Orlando, Florida 32810
Bob Stassie	6333 Sleepy Hollow Drive Orlando, Florida 32810

IN WITNESS WHEREOF, the subscribing incorporators have hereunto executed these Articles of Incorporation this 15<sup>TH</sup> day of MARCH, 1990.

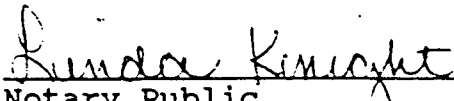
  
\_\_\_\_\_  
TED A. BOLIN

  
\_\_\_\_\_  
J.T. BOLIN

  
\_\_\_\_\_  
BOB STASSIE

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 15 day of March, 1990, by TED A. BOLIN.

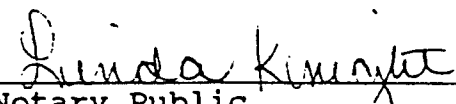
  
\_\_\_\_\_  
Notary Public

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES OCT. 29, 1990  
BONDED THROUGH ASHTON AGENCY INC

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 15 day of March, 1990, by J.T. BOLIN.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

13 NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES OCT. 29, 1990  
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STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged  
before me this 15 day of March, 1990, by BOB  
STASSIE.

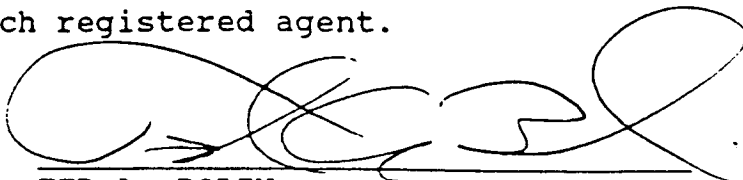
Linda Knight  
Notary Public

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES OCT. 30, 1993  
BONDED THROUGH ASHTON AGENCY, INC

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been designated as registered agent for service of process within the State of Florida upon Clarion Oaks Homeowner's Association, Inc., at the place designated in Article I of the foregoing Articles of Incorporation, does hereby accept the appointment as such registered agent.



TED A. BOLIN  
Registered Agent

FILED  
1997 FEB 23 AM 9:49  
TALLAHASSEE, FLORIDA



ATTACHMENT "A"

LEGAL DESCRIPTION: The Northwest one-quarter (1/4) of the Southwest one-quarter (1/4) of the Northwest one-quarter (1/4) Section 33, Township 21 South, range 29 East (less the South and West 30.00 feet for road). Being more particularly described as follows:

Beginning at the Southwest corner of Citrus Cove Unit 1, per Plat Book 8, Page 66 of the Public Records of Orange County, Florida, run N89°58'49"E along the South line of said Citrus Cove Unit 1, a distance of 622.14 feet to a point on the East line of the Northwest 1/4 of the Southwest 1/4 of the Northwest 1/4 of Section 33, Township 21 South, Range 29 East; Thence run S00°08'02"E along said East line a distance of 622.97 feet to a point on the northerly right-of-way line of Dr. Love Road; Thence run S89°55'27"W along said northerly right-of-way line a distance of 635.60 feet to the easterly right-of-way line of Magnolia Homes Road; Thence run N00°00'00"E along said easterly right-of-way line a distance of 623.59 feet to a point on a westerly projection of the aforementioned South line of Citrus Cove Unit 1; Thence run N89°58'49"E along said South line a distance of 12.0 feet to the Point of Beginning.

Containing therein 9.084 acres more or less.  
Subject to easements and restrictions of record.