

N08090008100

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

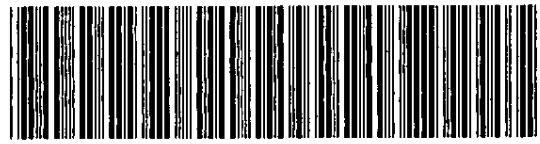
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600134642706

08/28/08--01039--011 **87.50

FILED
2008 AUG 28 P 3: 07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

80-62-8
DN

COVER LETTER

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

SUBJECT: Lakes' Town Villas Owners' Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Cheryl Phillips
Name (Printed or typed)

2345 Ridgewind Way
Address

Windermere, FL 34786
City, State & Zip

407.876.2345
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
Lakes' TownVillas Owners' Association, Inc.
Sarasota, Florida
a corporation not for profit
under the laws of the State of Florida

FILED
2008 AUG 28 P 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 6.17, Florida Statutes, and certify as follows:

ARTICLE 1
Name

The name of the corporation shall be: Lakes' TownVillas Owners' Association, Inc. For convenience the corporation shall herein be referred to as "Association".

ARTICLE 2
Principal place of business and mailing address of the corporation

The street address of the initial registered office of the Association is: 2039 4th Street, Sarasota, Florida 34237.

ARTICLE 3
Purpose

The purpose for which the Association is organized is to provide an entity pursuant to Section 718.111 of the Florida Condominium Act for the maintenance, operation and management of Lakes' TownVillas, located in Sarasota County, Florida.

The Association shall make no distribution of income to and no dividend shall be paid to its members, directors, or officers.

The Association shall not have or issue shares of stock.

ARTICLE 4
Powers

Common Law and Statutory Powers. The Association shall have all of the common-law and statutory powers of a corporation not in conflict with the terms of these Articles of Incorporation of the Florida Condominium Act.

Specific Powers. The Association shall have all of the powers and duties set forth in the Condominium Act of the State of Florida, these Articles of Incorporation and by the Declaration of Condominium (hereinafter the "Declaration") and all of the powers and duties reasonable necessary to maintain, manage and operate the Condominium pursuant to such Declaration and as it may be amended from time to time, including but not limited to the following:

- To make and collect assessments against members as Unit owners to defray the costs, expenses and losses of operation.
- To use the proceeds of assessments in the exercise of its powers and duties.
- To maintain, repair, replace and operate the Condominium property.
- To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members as Unit Owners.
- To make and amend reasonable rules and regulations respecting the use of the property in the Condominium.
- To approve or disapprove the transfer, mortgage and ownership of Units in the Condominium.
- To enforce by legal means the provisions of the Condominium Act of the State of Florida, the Declaration of Condominium, these Articles of Incorporation, Bylaws of the Association and the regulations for use of the property of the Condominium.
- To contract for the management of the Condominium and to delegate to such contractor all powers and duties of the Association, except such as are specifically required by the Declaration of condominium to have the approval of directors or the membership of the Association.
- To contract for the management or operation of portions of the common elements susceptible to separate management or operation.
- To employ personnel to perform the services required for proper operation of the Condominium.

- To purchase Units in the Condominium and to acquire and hold, lease, mortgage and convey the same, subject, however, to the provisions of the Declaration and Bylaws relative thereto.

Assets Held in Trust. All funds and properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the Bylaws of the Association.

Limitation on Exercise of Powers. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the Bylaws of the Association.

ARTICLE 5

The manner in which the Directors are elected or appointed.

Board of Directors. The affairs of the Association shall be managed by the Board of directors consisting of three Directors.

Election of Directors. The Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws of the Association. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws of the Association.

First Election of Directors. The first annual election of Directors by the membership shall not be held until one year after the recording of the Declaration of condominium, or until Developer elects to terminate its control of the Association, or until required by the Florida Condominium Act. The transfer of control of the Association by the Developer to the members shall be as provided in the Declaration of condominium for the Condominium.

Board of Directors. The names and addresses of the members of the Board of Directors who shall hold office until their successors are elected and qualified, or until removed, are as follows:

- Jim McKeever
100 Gretna Hill Road
Pleasant Valley, NY 12569
- Rachel Shelley
2039 4th Street
Sarasota, FL 34237

- Cheryl Phillips
2345 Ridgewind Way
Windermere, FL 34786

ARTICLE 6 Officers

Officers. The affairs of the Association shall be administered by a President, Vice-President and Secretary-Treasurer and such other officers as may be designated in the Bylaws of the Association. 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 of Directors. The names and addresses of the officers who shall serve until their successors are designated and elected by the Board of Directors are as follows:

- Jim McKeever (President)
100 Gretna Hill Road
Pleasant Valley, NY 12569
- Rachel Shelley (Treasurer)
2039 4th Street
Sarasota, FL 34237
- Cheryl Phillips (Secretary)
2345 Ridgewind Way
Windermere, FL 34786

The Directors and Officers may lawfully and properly exercise the power set forth in ARTICLE 4, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enters into such agreements. Disclosure of such agreements by setting forth the same in the Declaration of condominium as initially declared or subsequently redeclared or amended, shall stand as an absolute confirmation of such agreements and the valid exercise by the directors and officers of this corporation of the powers pertinent thereto.

ARTICLE 7 Indemnification

Indemnification. Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal 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 party, or in which he may become involved by reason of his being or having been a director or officer at the time such expenses are incurred, except when the director or officers is adjudged guilty or willful misfeasance 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 interest 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 8 Bylaws

Bylaws. The Bylaws of the Association shall be adopted by the Board of Directors of the Association and may be altered, amended or rescinded in certain instances by the Board of Directors and in certain instances by the membership in the manner provided by the Bylaws.

ARTICLE 9 Amendments

Amendments. Subject to the provisions of this Article 9, amendments of the Articles of Incorporation shall be proposed and adopted in the following manner:

- Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
- A resolution for the adoption of a proposed amendment may be proposed either by the Board of directors or by the members of the Association. Except as elsewhere provided, such approvals must be by not less than 66% of the voting interests of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting.
- No amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change to ARTICLE 4, section: "Assets Held in Trust" or ARTICLE 5, Section: "First Election of Directors", without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the condominium Act of the State of Florida or the Declaration of condominium.

Certification. A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Sarasota county, Florida.

ARTICLE 10
Term

Term. The term of the Association shall be perpetual unless the condominium is terminated pursuant to the provisions of the Declaration and, in the event of such termination, the corporation shall be dissolved in accordance with the law.

ARTICLE 11
Name and address of the Incorporator.

Incorporator: Cheryl Phillips
2345 Ridgewind Way
Windermere, FL 34786

ARTICLE 12
The name and Florida street address of initial registered agent.


Name and address: Jim McKeever
2039 4th Street
Sarasota, FL 34237

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



Signature/Registered Agent

8.20.08
Date



Signature/Incorporator

8.20.08
Date