

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

N99000007553

Majorca Property Owners
Association, Inc.

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-12/23/99--01029--002
*****78.75 *****78.75

- Art of Inc. File Cont.
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED
99 DEC 23 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 DEC 23 AM 10:43
TALLAHASSEE, FLORIDA

Signature _____

Requested by: LM 12/23 8:58am

Name Date Time

Walk-In _____ Will Pick Up _____

UCC 11 Retrieval
SMITH DEC 23 1999

ARTICLES OF INCORPORATION

OF

MAJORCA PROPERTY OWNERS ASSOCIATION, INC.
(a corporation not for profit)

FILED
99 DEC 23 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, who is a resident of Florida and who is of full age, does hereby certify:

ARTICLE I.
NAME

The name of the Corporation is **MAJORCA PROPERTY OWNERS ASSOCIATION, INC.**, hereinafter called the "Association,"

ARTICLE II.
INITIAL PRINCIPAL OFFICE
AND INITIAL MAILING ADDRESS OF ASSOCIATION

The initial principal office of the Association is: c/o 1825 Neptune Road, Kissimmee, Florida 34744.

The initial mailing address of the Association is: c/o Box 421059, Kissimmee, Florida 34742-1059.

ARTICLE III.
INITIAL REGISTERED AGENT

The initial Registered Agent of the Association is: Se'Belle Smith Dymmek, whose address is 1825 Neptune Road, Kissimmee, Florida 34744.

ARTICLE IV.
PURPOSES AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or profit to the members. The specific purposes for which the Association is formed are to provide for the management, maintenance, operation, construction, reconstruction, improvement, replacement and repair of common areas, easement areas and common improvements, facilities, curbing, pavement, cables, pipes, lines, conduits, stormwater ponds, appurtenances and utilities located within the Common Areas and Easement Areas, as those phrases are defined in that certain Declaration of Covenants and Restrictions, as hereinafter defined and other areas provided in said Declaration of Covenants and

Restrictions, and pertaining to the property described on Exhibit "A" (the "Subject Property"). In furtherance of these purposes, the Association shall have the power:

- a. to 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, hereinafter called the "Declaration", applicable to the Subject Property described on the attached Exhibit "A" recorded (or to be recorded) in the Public Records of Orange County, Florida, and that the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- b. to fix, levy, collect and enforce payment by any lawful means for all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith, and all office, administrative, directions, legal 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. to 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. to borrow money, and with the affirmative vote of at least two-thirds (2/3) of the votes to which the members are entitled under the Declaration, to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debt incurred;
- e. to dedicate, sell or transfer all or any part of the Common Areas, Easement Areas or other areas referenced in the Declaration to which the Association has fee simple title to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless approved by an affirmative vote of at least two-thirds (2/3) of the votes to which the members are entitled under the Declaration, and then only upon recording of an appropriately executed instrument, except in the event of eminent domain, or the threat of eminent domain, whereupon such transfer may be made by the majority vote of the then Directors of the Association upon such terms and conditions as they shall in their sole discretion deem prudent in the exercise of reasonable business judgment; and

- f. to 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 IN THE ASSOCIATION

Every person or entity who is a record owner ("Owner") of a fee or undivided fee interest in any lot or parcel or portion of the Subject Property, other than the roadways, stormwater ponds, Common Areas and Easement Area, which lot or parcel is subject by covenants of record to assessment by the Association, including contract sellers, shall automatically 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 of the aforescribed lots or parcels which are subject to assessment by the Association.

ARTICLE VI.
VOTING RIGHTS OF MEMBERS OF THE ASSOCIATION

The Association shall have one (1) class of voting membership:

There shall be a total of fifteen (15) votes available to the members with the number of votes allocated to a member or members owning a lot or parcel being determined by dividing the acreage of land, in acres, owned by such member or members having an interest in the same lot or parcel lying Outside of Spring Lake by the total acreage or area of the Subject Property lying Outside of Spring Lake which total area is 667,504.28 square feet; and then multiplying that fraction by the number 15 and rounding to the nearest tenth. When more than one (1) person or entity holds an interest in any lot or parcel, all such persons and entities, except those holding only a security interest, shall be members; provided, however, the vote for such lot or parcel shall be exercised as they among themselves determine, but in no event shall such members owning the same lot or parcel be entitled to more than the total number of votes allocated above with respect to the lot or parcel owned by said members. "Outside of Spring Lake" means that portion of all or any portion of the Subject Property which does not lie within the waters of Spring Lake as shown by the Tinklepaugh Sketch of Description, File No. SX5446B dated June 23, 1993.

ARTICLE VII.
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors composed initially of three (3) directors. Directors need not be members of the Association.

The election, replacement, removal and activities of the Board of Directors shall be regulated by the Bylaws of the Association.

ARTICLE VIII.
INCORPORATOR

The name and address of the incorporator is as follows:

Se'Belle Smith Dymmek
1825 Neptune Road
Kissimmee, Florida 34744

ARTICLE IX.
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the votes to which the members are entitled. 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 purposes.

ARTICLE X.
DURATION

The corporation shall exist perpetually.

**ARTICLE XI.
AMENDMENTS**

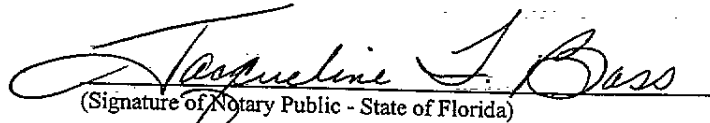
Se'Belle Smith Dymmek may amend these Articles at any time until she no longer has any interest in at least one (1) acre of the Subject Property. Thereafter, amendment of these Articles shall require the written approval of at least two-thirds (2/3) of the votes to which the members are entitled.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, the Incorporator of these Association have executed these Articles of Incorporation effective this 20 day of December 1999.


Se'Belle Smith Dymmek
Incorporator

STATE OF FLORIDA
COUNTY OF OSCEOLA

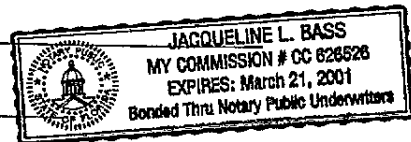
THE FOREGOING INSTRUMENT was acknowledged before me this 20th day of December, 1999, by Se'Belle Smith Dymmek.


(Signature of Notary Public - State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known OR Produced Identification

Type of Identification Produced _____



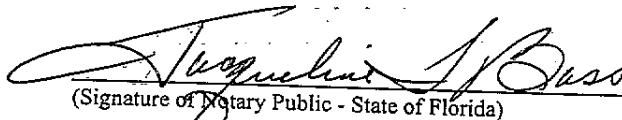
ACCEPTANCE OF DUTIES OF REGISTERED AGENT

I HEREBY ACCEPT the designation, duties, and responsibilities as REGISTERED AGENT of MAJORCA PROPERTY OWNERS ASSOCIATION, INC., and I agree to comply with all provisions of the Florida Statutes, and/or any other applicable laws related thereto.


Se'Belle Smith Dymmek

STATE OF FLORIDA
COUNTY OF OSCEOLA

THE FOREGOING INSTRUMENT was acknowledged before me this 20th day of December, 1999, by Se'Belle Smith Dymmek, described as the REGISTERED AGENT for MAJORCA PROPERTY OWNERS ASSOCIATION, INC. and who executed the foregoing designation as REGISTERED AGENT for the purposes therein expressed.


(Signature of Notary Public - State of Florida)

(Print, Type, or Stamp Commissioned Name of Notary Public)

Personally Known OR Produced Identification

Type of Identification Produced _____



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