

# State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SPANISH TRACE ESTATES HOMEOWNERS' ASSOCIATION, INC., a Florida corporation, filed on January 18, 1994, as shown by the records of this office.

The document number of this corporation is N9400000269.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Twentieth day of January, 1994



CR2E022 (2-91)

*Jim Smith*

Jim Smith  
Secretary of State

ARTICLES OF INCORPORATION  
OF  
SPANISH TRACE ESTATES  
HOMEOWNERS' ASSOCIATION, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a non-stock corporation not for profit under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is SPANISH TRACE ESTATES HOMEOWNERS' ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II. PURPOSE AND POWERS

The Association is not organized for pecuniary gain or profit to the members thereof, and it shall be prohibited from any distribution of income to its members, directors, and officers. The specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residence lots within that certain tract of property described as:

Spanish Trace Estates, a Planned Unit Development, being a subdivision of a portion of Section 2, Township 2 South, Range 27 West, Santa Rosa County, Florida.

and promote the health, safety, and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to (but only as the following may from time to time be permissible for corporations not for profit under the laws of Florida):

(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 to be recorded in the Office of Clerk of Santa Rosa 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 agreeing to hold and maintain the same for such purposes. The Association may grant easements over the common area to private parties, but no such easement shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members agreeing to such grants of easement.

(f) participate in mergers and consolidations with the 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; unless the Declaration provides for such merger, consolidation or annexation;

(g) have and to exercise any and all powers, rights, and privileges which a corporation organized under the Corporations Not For Profit Law of the State of Florida by law may now or hereafter have or exercise.

#### ARTICLE III. MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants 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 lot which is subject to assessment by the Association.

#### ARTICLE IV. VOTING RIGHTS

The Association shall have two classes of voting membership:

**Class A.** Class A member(s) shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more

*2/3 Annexation*

than one vote be cast with respect to any Lot.

**Class B.** The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership,
- (b) three (3) years after conveyance of the first unit by Declarant, but no later than December 1, 1996.

#### ARTICLE V. BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of at least 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 but may not exceed nine (9) nor be less than three (3). The names and residence addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Terrall B. Bounds, Jr.  
7680 Jomel Drive  
Spring Hill, FL 34607

H. Collins Forman, Jr.  
350 SE 2nd St., Suite 200  
Fort Lauderdale, FL 33301

M. Austin Forman  
P. O. Box 640  
Fort Lauderdale, FL 33302

At the first annual meeting the members shall elect three (3) directors and at each succeeding annual meeting, or at a special meeting called for the purpose of electing directors, the members shall elect the number of directors which may from time to time be designated by the By-Laws.

#### ARTICLE VI. 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 accept-

ance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

**ARTICLE VII. DURATION**

The corporation shall exist perpetually.

**ARTICLE VIII. AMENDMENTS**

Amendments to these Articles shall require the assent of seventy-five percent (75%) of the entire membership. Amendments may be proposed by any member at any annual meeting or special meeting called for that purpose, and adopted by the members in person or by proxy at that or any subsequent meeting by the percentage of members set forth above. The By-Laws of the corporation shall be made, altered, or rescinded, at a regular or special meeting of the members, by a vote of a majority of the members present in person or by proxy. The By-Laws may restrict the number of proxies to be voted by any person.

**ARTICLE IX. OFFICERS**

The affairs of the corporation are to be managed by a President, Vice-President, Secretary, and Treasurer. They shall be elected at the first meeting of the Board of Directors following each annual meeting of the members. The President and Vice-President shall be Directors. Until the first election of officers, Terrell B. Bounds, Jr. shall serve as President of the corporation, H. Collins Forman, Jr. as Vice-President of the corporation, and M. Austin Forman as Secretary and as Treasurer of the corporation.

**ARTICLE X. SUBSCRIBERS**

The subscribers to these Articles of Incorporation and their residence addresses are those persons listed in Article V as the persons to act as initial directors of the corporation.

**ARTICLE XI. INITIAL RESIDENT AGENT AND OFFICE**

Terrell B. Bounds, Jr. whose office address is Suite 103, Pinebrook Regional Medical Center, 14540 Cortez Blvd., Brooksville, Florida, 34613, is hereby appointed as the initial Resident Agent of the corporation, and the principal office of the corporation shall be at that address until another is properly designated pursuant to the then applicable law and the registered office address shall be that address. By his signature below Terrell B. Bounds, Jr. accepts the designation of resident agent, acknowledges that he is aware of his duties as resident agent, and agrees to act faithfully in that capacity.

ARTICLE XII. APPROVALS DURING CLASS B MEMBERSHIP CONTROL

For so long as there is a Class B Membership there shall be no amendment to these articles or dissolution of the corporation without the prior written approval of the Veterans Administration.

IN WITNESS WHEREOF the subscribers have executed this instrument this 23rd day of ~~October~~ November, 1993.

Terrell B. Bounds, Jr.  
TERRELL B. BOUNDS, JR.  
M. Austin Forman  
M. AUSTIN FORMAN  
H. Collins Forman, Jr.  
H. COLLINS FORMAN, JR.

STATE OF FLORIDA  
COUNTY OF Hernando

The foregoing instrument was acknowledged before me this 23rd day of ~~October~~ November, 1993, by Terrell B. Bounds, Jr., who is personally known to me.

Kathleen Jordan  
NOTARY PUBLIC  
TYPED NAME Kathleen Jordan  
My Commission Expires Jan. 13, 1994

STATE OF FLORIDA  
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 10 day of ~~October~~ November, 1993, by M. Austin Forman, and H. Collins Forman, Jr., who are personally known to me.

Robin Jill Gallo  
NOTARY PUBLIC  
TYPED NAME ROBIN JILL GALLO  
My commission expires: 2/27/93



STATE OF FLORIDA  
COUNTY OF Broward

The foregoing instrument was acknowledged before me this 9th day of November, 1993, by H. Collins Forman, Jr., who is personally known to me.

Marianne B. Rael  
5 NOTARY PUBLIC  
TYPED NAME: Marianne B. Rael  
My Commission expires: 10-24-93



OFFICIAL SEAL  
MARIANNE B. RAEI  
My Commission Expires  
Oct. 24, 1993  
Comm. No. CC 155142