

FOREST LAKES COUNTRY CLUB ESTATES

HOMEOWNERS ASSOCIATION, INC

(A Corporation Not for Profit)

ARTICLES OF INCORPORATION

Original 1971

Amended January 2011

ARTICLES OF INCORPORATION OF

FOREST LAKES COUNTRY CLUB ESTATES HOMEOWNERS ASSOCIATION, INC.

(A Corporation Not For Profit)

We, the undersigned, associate ourselves together, and make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of organizing a corporation, not for profit, under the laws of the State of Florida.

ARTICLE 1.

The name of this Corporation is **FOREST LAKES COUNTRY CLUB ESTATES HOMEOWNERS ASSOCIATION, INC.**

ARTICLE 2. – PURPOSE

The purpose or purposes for which the Corporation is organized is the following:

- A. To act in the interests of its members and to preserve, initiate and maintain deed restrictions, zoning ordinances and other desirable living standards in the area in which its members reside.
- B. To preserve and enhance the natural beauty of the properties of the members of this association.
- C. To protect Forest Lakes Country Club Estates property owners from such hazards as may exist or occur in the future, including, without limitation, property destruction, break-ins, burglaries and trespasses on private property to the best ability of the association, by employment of a security patrol by the association, employment of legal counsel to take action on behalf of the association, and all other lawful means.
- D. In furtherance of the foregoing purposes, to levy and accept annual dues from the members of the association.

In furtherance of, and not in limitation of the general powers conferred by the laws of the State of Florida and the objects and purposes herein set forth, it is expressly provided that this association shall also have the following powers:

- E. Acting through its Board of Directors, its president and other officers, subject to the powers and restrictions of these Articles of Incorporation and its By-laws, to do all such acts as are necessary or convenient to the attainment of the objects and purposes set forth, and to the same extent and as fully as any natural person might or could do.
- F. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make perform or carry out contracts of every kind with any person, firm, corporation or association; to do any acts necessary or expedient for carrying on any and all of the activities, and pursuing any and all of the objects and purposes set forth in these Articles of Incorporation, and not prohibited by the laws of the State of Florida.
- G. To have offices and promote and carry on its objects and purposes within or without the State of Florida.

H. In general, to have all powers conferred upon corporations by the laws of the State of Florida, except as herein prohibited or as prohibited by the By-laws of this Corporation or the laws of the State of Florida.

ARTICLE 3 – MEMBERSHIP

Membership in the association shall be limited to persons residing in or owning property in Forest Lakes Country Club Estates, or on property in near proximity thereto.

Applicants for membership and members shall comply with such other qualifications as may be prescribed in the Articles of Incorporation, the By-laws, or by the Board of Directors.

ARTICLE 4 -

This Corporation shall have perpetual existence.

ARTICLE 5

The names and addresses of the subscribers hereto are the following:

- Robert M. Trowbridge - 1955 Brookhaven Dr., Sarasota, Fla. 33580
- Reginald W. French --- 2235 Brookhaven Dr., Sarasota, Fla. 33580
- Edwin Wentzel, Jr. --- 3448 Pine Valley Dr., Sarasota, Fla. 33580
- Edward J. Russo ----- 3617 White Sulphur Pl., Sarasota, Fla. 33580
- Rudolph Barlow ----- 1820 Mid Ocean Cr., Sarasota, Fla. 33580
- Karen A. Deakin ----- 3209 Pine Valley Dr., Sarasota, Fla. 33580
- Emil E. Ebner ----- 1910 Mid Ocean Cr., Sarasota, Fla. 33580
- George T. Waite ----- 3519 Brookline Dr., Sarasota, Fla. 33580
- Ruth W. Branca ----- 3512 Sea View St., Sarasota, Fla. 33580
- Russell A. P. Cole --- 3409 Brookline Dr., Sarasota, Fla. 33580
- W. M. Jahnel ----- 1916 Mid Ocean Cr., Sarasota, Fla. 33580
- Jay M. Jaffe ----- 3272 Pine Valley Dr., Sarasota, Fla. 33580
- Robert J. Stinnett --- 3215 Glenna Lane, Sarasota, Fla. 33580
- Gaige R. Walters ----- 3173 Espanola Dr., Sarasota, Fla. 33580
- Richard M. Woodruff -- 3216 Pine Valley Dr., Sarasota, Fla. 33580

ARTICLE 6

The officers of the Corporation shall be a president, one or more vice presidents, a secretary and a treasurer, and such other officers as may be provided in the By-laws. The offices of secretary and Treasurer may be held by the same person. The president and vice president provided for in the By-laws shall be elected by the Board of Directors from their number at the annual meeting, as provided in the By-laws.

ARTICLE 7

The names of the officers who are to serve until the first election under these Articles of Incorporation and the office which they each respectively shall hold are as follows:

- President Robert M. Trowbridge
- Vice President Richard W. Woodruff
- Secretary Ruth W. Branca
- Treasurer Russell A. P. Cole

ARTICLE 8

The affairs of this Corporation shall be managed by a Board of Directors which shall consist of not less than nine nor more than fifteen members. The number of the first Board of Directors shall be fifteen, who shall hold office until the first meeting of the membership as hereinafter provided. The names and addresses of the individuals now holding office as the first Board of Directors are the following:

Robert M. Trowbridge --	1955 Brookhaven Dr., Sarasota, Fla. 33580
Reginald W. French ----	2235 Brookhaven Dr., Sarasota, Fla. 33580
Edwin Wentzel, Jr - ----	3448 Pine Valley Dr., Sarasota, Fla. 33580
Edward J. Russo -----	3617 White Sulphur Pl., Sarasota, Fla. 33580
Rudolph Barlow -----	1820 Mid Ocean Cr., Sarasota, Fla. 33580
Warren A. Deakin -----	3209 Pine Valley Dr., Sarasota, Fla. 33580
Emil E. Ebner -----	1910 Mid Ocean Cr., Sarasota, Fla. 33580
George T. Waite -----	3519 Brookline Dr., Sarasota, Fla. 33580
Ruth W. Branca -----	3512 Sea View St., Sarasota, Fla. 33580
Russell A. P. Cole -----	3409 Brookline Dr., Sarasota, Fla. 33580
W. M. Jahnel -----	1916 Mid Ocean Cr., Sarasota, Fla. 33580
Jay M. Jaffee -----	3272 Pine Valley Dr., Sarasota, Fla. 33580
Robert J. Stinnett -----	3215 Glenna Lane, Sarasota, Fla. 33580
Gaige R. Walters -----	3173 Espanola Dr., Sarasota, Fla. 33580
Richard M. Woodruff ---	3216 Pine Valley Dr., Sarasota, Fla. 33580

The first annual meeting of the regular members of the association shall be held within sixty (60) days of the certification of the charter by the Secretary of State of the State of Florida, on a date and at a place to be established by the Board of Directors. The terms of the first Board of Directors shall expire upon the election and qualification of their respective successors at the first annual membership meeting of the regular members.

ARTICLE 9

By-laws of the Corporation shall be made and adopted by the members of the Corporation. The By-laws may be amended, altered or rescinded by the Regular Members of the Association as provided in the By- laws.

ARTICLE 10

These Articles of Incorporation may be amended by the Regular Members of the Association after due notice as provided in the By-laws.

The amended Articles of Incorporation must be filed with the Florida Department of State, Division of Corporations.

ARTICLE 11

This Corporation is not for profit, and it shall have no authority to issue capital stock. The Corporation shall not engage in any activities which would constitute a regular business of a kind ordinarily carried on for profit. Membership in the association shall be upon the terms and conditions set forth herein and as may be provided in the By-laws. No dividends shall be paid and no part of the income of the Corporation shall be distributed to the members, directors or officers hereof. Upon dissolution or final liquidation, the Corporation shall distribute its assets, if any, for one or more exempt purposes, or to the Federal government, or to a State or local government, for a public purpose, or to an organization which is exempt under Section 501(c) of the Internal Revenue Code of 1954 as the same and the regulations thereunder now exist or as they may hereafter be amended from time to time.

ARTICLE 12

The Corporation shall indemnify and hold harmless each member of the Board of Directors and the officers of the Corporation for all damages, expenses, costs and attorney's fees sustained as a result of their respective actions on behalf of the Corporation and the performance of their respective duties while holding office.

ARTICLE 13

The Corporation shall not engage in political activity or attempt to influence legislation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this 30th day of November, 1970, for the purpose of forming this Corporation not for profit under laws of the State of Florida.

/s/ Robert J. Stinnett

/s/ Gaige R. Walters

/s/ Richard M. Woodruff

/s/ Robert M. Trowbridge

/s/ Reginald W. French

/s/ Edwin Wentzel, Jr.

/s/ Edward J. Russo

/s/ Rudolph Barlow

/s/ Karen A. Deakin

/s/ George T. Waite

/s/ Ruth W. Branca

/s/ Russell A.P. Cole

/s/ W. M. Jahnel

/s/ J. M. Jaffee

/s/ Emil E. Ebner