

STATE OF FLORIDA

DEPARTMENT OF STATE

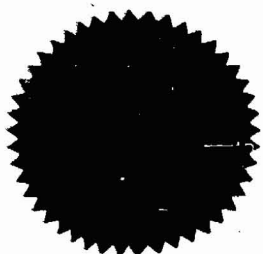


I, BRUCE A. SMATHERS, Secretary of State of the State of Florida, do hereby certify that the following is a true and correct copy of

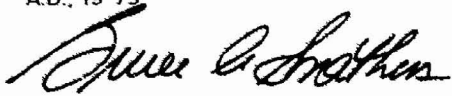
CERTIFICATE OF INCORPORATION
OF

LAKE OVERLOOK UNIT 4 ASSOCIATION, INC.

a corporation not for profit organized and existing under the Laws of the State of Florida, filed on the 31st day of January, A.D., 1975 as shown by the records of this office.



GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 31st day of January, A.D., 19 75



SECRETARY OF STATE

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
LARK OVERLOOK UNIT 4 ASSOCIATION, INC.

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes 1963, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be LARK OVERLOOK UNIT 4 ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the Association.

ARTICLE 2.

PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to Section 17 of the Condominium Act, which is Chapter 711, Florida Statutes 1963, for the operation of two (2) apartment buildings consisting of fifty (50) units as part of LARK OVERLOOK CONDOMINIUM ASSOCIATION, a condominium, located upon that certain land designated by plat to be known as "LARK OVERLOOK CONDOMINIUM ASSOCIATION, UNIT 4," as so filed in the Public Records of Pinellas County, Florida.

2.2. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE 3

POWERS

The powers of the Association shall include and be governed by the following:

3.1 The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration

of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration of Condominium and as it may be amended from time to time, including but not limited to the following:

8. To make and collect assessments against owners as apartment owners to defray the costs, expenses and losses of the condominium.
9. To use the proceeds of assessments in the exercise of its powers and duties.
10. The maintenance, repair, replacement and operation of the condominium property.
11. The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as apartment owners.
12. The reconstruction of improvements after casualty and the further improvement of the property.
13. To make and amend reasonable regulations respecting the use of the property in the condominium provided, however, that all such regulations and their amendments shall be approved by not less than 75% of the votes of the entire membership of the Association before such shall become effective.
14. To approve or disapprove the terms of mortgages and ownership of apartments as may be provided by the Declaration of Condominium and the By-Laws.
15. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the property in the condominium.
16. 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 approval of the Board of Directors or the membership of the Association.

j. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

k. To employ personnel to perform the services required for the proper operation of the condominium.

3.3 The Association shall not have the power to purchase an apartment of the condominium except at sales in foreclosure of liens and assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without unanimous approval of the members and the holder of all record owners of mortgages upon the condominiums.

3.4 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

3.5 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 By-Laws.

ARTICLE 4

MEMBERS

4.1 The members of the Association shall consist of all of the record owners of apartments in the condominium; and after termination of the condominium shall consist of those who are members at the time of such termination and their successors and assigns.

4.2 After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Pinellas County, Florida, a deed or other instrument establishing a record title to an

apartment in the combination and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument shall become a member of the Association and the membership of the prior owner is terminated.

4.3 The share of a member in the Funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his apartment.

4.4 The name of each apartment shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of an apartment and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE 5

DIRECTORS

5.1 The affairs of the Association shall be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three directors, and in the absence of such determination shall consist of three directors. Directors need not be members of the Association.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the By-Laws.

5.3 The first election of directors shall not be held until after the developer has closed the sales of all of the apartments of the condominium or until the Developer elects to terminate its control of the condominium, or until after February 15, 1976, whichever occur first. The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

5.4 The names and addresses of the members of the first board of directors who shall hold office until their successors are elected and have qualified, or until re-elected, are as follows:

ARTICLE 8

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or repealed in the manner provided by the By-Laws.

ARTICLE 9

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

9.1 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.

9.2 A resolution for the adoption of a proposed amendment may be proposed either by the board of directors or by members 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. Except as elsewhere provided,

a. such approvals must be not less than 75% of the entire membership of the board of directors and by not less than 75% of the votes of the entire membership of the Association; or

b. by not less than 80% of the votes of the entire membership of the Association.

9.3 Provided, however, that no amendment shall make any changes in qualification for membership nor the voting rights of members, nor any change in Section 3.3 of Article 3, 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 or the Declaration of Condominium.

9.4 A copy of each amendment shall be certified by the Secretary of State and be recorded in the Public Records of Pinellas County, Florida.

ARTICLE 10

TERM

The term of the Association shall be perpetual.

ARTICLE 11

SUBSCRIBERS

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

Dwight E. McCormick	3443 First Avenue North St. Petersburg, Florida 33713
James H. Stroud	3443 First Avenue North St. Petersburg, Florida 33713
Helen O. McCormick	3443 First Avenue North St. Petersburg, Florida 33713

IN WITNESS WHEREOF, the subscribers have affixed their signatures
this 29th day of January, 1975.

[Signature]

 DWIGHT E. MCCORMICK

[Signature]

 JAMES H. STROUD

[Signature]

 HELEN O. MCCORMICK

STATE OF FLORIDA,
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared DWIGHT E. MCCORMICK, JAMES H. STROUD and HELEN O. MCCORMICK, who, after being first duly sworn, acknowledged that they executed the foregoing Articles of Incorporation for the purposes expressed in such Articles, this 29th day of January, 1975.

[Signature]

 NOTARY PUBLIC

My Commission expires:

1st of 1977

RESIDENT AGENT DESIGNATION

That LAKE OVERLOOK UNIT 4 ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of St. Petersburg, County of Pinellas, State of Florida, has named ROLFE D. DUGGAR, located at 300 Building East, Suite 601, 300 31st Street North, in the City of St. Petersburg, County of Pinellas, State of Florida, as its agent to accept service of process within the state.

Having been named to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



ROLFE D. DUGGAR

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STATE OF FLORIDA
TALLAHASSEE