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ARTICLES OF INCORPORATION

OF

ENGLEWOOD ISLES, UNIT 4, IMPROVEMENT ASSOCIATION, INC.

ARTICLE I

NAME

The name of this corporation shall be Englewood Isles, Unit 4, Improvement Association, Inc., and the same shall be located in the County of Sarasota, State of Florida. Said corporation shall hereafter be referred to herein as the "Association".

ARTICLE II

PURPOSE

The general nature, object and purpose of the Association are the following:

To protect and promote the property, health, safety and welfare of the owners of Lots 1 to 78 inclusive, Englewood Isles Subdivision, Unit 4, as per plat thereof, recorded in Plat Book Page of the Official Records of Sarasota County, Florida.

To provide, maintain and repair landscaping in the general and common areas, parks, sidewalks, access paths, and streets; to provide, maintain and repair common areas, structures, and improvements in the Subdivision.

To provide for utility services and other services for the common good of the owners of lots in the Subdivision.

ARTICLE III

GENERAL POWERS

The general powers that the Association shall have are the following:

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To fix assessments to be levied against the owners of lots in the Subdivision for the purpose of defraying expenses and costs incurred by the Association and expenses and costs of effectuating the objects and purposes of the Association and to create reasonable reserves for such expenses.

To fix and collect fees and dues from the members of the Association.

To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real and personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do any and all 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 the Articles of Incorporation and not forbidden by the laws of the State of Florida.

To hold funds solely and exclusively for the benefit of the members for purposes set forth in these Articles of Incorporation.

To promulgate, adopt, amend, modify, enforce and repeal rules, regulations, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized.

To propose, adopt, change, amend and repeal By-Laws for the management and government of the Association and the exercise of its corporate powers.

In general, to have all powers conferred upon a corporation not for profit by the laws of the State of Florida, except as prohibited herein.

ARTICLE IV

MEMBERS

The membership of the Association shall be as follows:

- (A) Members - The members of the Association shall consist of all the record owners of lots in the Subdivision.

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- (B) Change of Membership - Change of membership in the Association shall be established by the recording in the Official Records of Sarasota County, Florida, of a deed or other instrument establishing a change of record title to a lot in the Subdivision and by delivery to the Association of a copy of such recorded instrument; the owner designated by such instrument thereby becoming a member of the Association and the membership of the prior owner is thereby being terminated.

ARTICLE V

VOTING

The owner of a lot shall be entitled to one vote in respect to all matters subject to being voted upon by the members of the Association. In the event one lot is owned by two or more owners either as joint owners, owners in common, or otherwise, said owners shall be collectively entitled to only one vote.

ARTICLE VI

DIRECTORS

- (A) Board of Directors - The affairs of the Association shall be managed by a Board of Directors consisting of a number of directors as determined by the By-Laws. The first Board of Directors shall consist of four (4) directors.
- (B) Election of Directors - Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws of the Association. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided for by the By-Laws of the Association.

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- (C) First Election of Directors - The first election of the directors shall not be held until the developer has closed the sale of all of the lots in the Subdivision or until the developer elects to terminate his control of the Association. The directors named in these Articles shall serve until the first election of directors and any vacancies occurring in respect thereto before the first election shall be filled by the remaining directors.
- (D) First Board of Directors - The names and addresses of the members of the first Board of Directors who shall hold office until their successors are appointed, elected and qualified are the following:

<u>NAME</u>	<u>ADDRESS</u>
JOHN A. KROH, JR.	8900 Ward Parkway Kansas City, Missouri 64114
GEORGE P. KROH	8900 Ward Parkway Kansas City, Missouri 64114
A. T. WHEELER, JR.	8900 Ward Parkway Kansas City, Missouri 64114
M. R. AHERN	8900 Ward Parkway Kansas City, Missouri 64114

ARTICLE VII

OFFICERS

The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board may from time to time by resolution create. Any two or more offices may be held by the same person except the office of President and Secretary. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the By-Laws.

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The names of the officers who are to manage the affairs of the Association until such time as their successors are duly elected and qualified by the Board of Directors are the following:

JOHN A. KROH, JR.	-	President
GEORGE P. KROH	-	Vice President
A. T. WHEELER, JR.	-	Vice President
M. R. AHERN	-	Secretary/Treasurer

ARTICLE VIII

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 of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of 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 interests 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 IX

CORPORATE EXISTENCE

This corporation shall exist perpetually.

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ARTICLE X

BY-LAWS

The By-Laws of the Association are to be promulgated and adopted by the Board of Directors. Said By-Laws may be amended, altered, modified and rescinded from time to time by a majority vote of said Board of Directors.

ARTICLE XI

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation, who are natural persons, competent to contract, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JOHN A. KROH, JR.	8900 Ward Parkway Kansas City, Missouri 64114
GEORGE P. KROH	8900 Ward Parkway Kansas City, Missouri 64114
A. T. WHEELER, JR.	8900 Ward Parkway Kansas City, Missouri 64114
M. R. AHERN	8900 Ward Parkway Kansas City, Missouri 64114

ARTICLE XII

AMENDMENTS

These Articles may be altered, amended or repealed by resolution of the Board of Directors.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators have hereunto set our hands and seals this 27 day of November, 1977.

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John A. Kroh, Jr.

JOHN A. KROH, JR.

George P. Kroh

GEORGE P. KROH

A. T. Wheeler, Jr.

A. T. WHEELER, JR.

M. R. Ahern

M. R. AHERN

STATE OF MISSOURI)
COUNTY OF JACKSON)

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared JOHN A. KROH, JR., GEORGE P. KROH, A. T. WHEELER, JR., and M. R. AHERN, to be known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and acknowledge before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the county and state named above this 3rd day of November, 1977.

K. Patricia Stone

NOTARY PUBLIC

My Commission Expires:

November, 1978

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FILED AND RECORDED
AT JACKSON, MISSOURI
BY _____

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NOTARY ACKNOWLEDGEMENT

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument, Articles of Merger.
(description of instrument)

was acknowledged before me this 22 day of February, 1986,

by Frederick C Keller Frances B Stock
(name of person acknowledged)

who is personally known to me or

who has produced Fl. Drivers License as identification, and
(type of identification)

who did take an oath.

who did not take an oath.

[Signature]
(Signature of Person Taking Acknowledgement)

GRETCHEN A DUDASH

(Name of Acknowledger Typed, Printed or Stamped)

(Title or Rank) NOTARY

COMMISSION NO. CC 22857

(Serial Number, if any) _____

