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**FIRST AMENDED ARTICLES OF INCORPORATION**

**OF**

**EAGLE POINT HOMEOWNERS, INC.**

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not-for-profit, and we do make and subscribe the following Articles of Incorporation.

**ARTICLE ONE**

The name of this Corporation shall be EAGLE POINT HOMEOWNERS, INC.

**ARTICLE TWO**

This is a non-profit corporation organized solely for general charitable and eleemosynary purposes pursuant to Chapter 617, Florida statues, 1983.

A) The specific and primary purposes for which this corporation is formed are to own, operate and maintain; to purchase, lease or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange encumber, sell, convey or otherwise dispose of, real and personal property of every kind, nature or description, as may be necessary or desirable to promote the primary purpose of this Corporation; and to make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm association, corporation, municipality, state, government, or municipal or political subdivision.

B) The general purposes for which this Corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Internal Revenue code Section 501, Subdivision ©(7), including for such purposes, the making of distributions to organizations that qualify as tax-exempt organizations under the Code.

C) This Corporation shall have and exercise all rights and powers] conferred on corporations not-for-profit under the laws of the State of Florida which are in effect at the time of filing of the Articles of Incorporation and specifically those powers set forth in Chapter 617, Florida Statutes, 1983, provided however, that this Corporation, is not empowered to engage in any activity which in itself is not in furtherance of its purposes as set forth in Subparagraphs A) and B) of this Article Two.

D) No part of the net earnings, properties, or assets of this Corporation on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this Corporation, and on liquidation or dissolution, all properties and assets of this Corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation, or corporation organized and operated for charitable purposes as the Board of Trustees shall determine under Internal Revenue Code Section 501, Subdivision © (7), or as the same may be amended.

E) This Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation.

F) This Corporation shall not participate in or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

G) The Corporation shall not engage in any act of self-dealing as defined in Section 4941, Subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

H) The Corporation shall not retain any excess business holdings as defined in Section 4943, Subdivision © of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

I) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

J) The Corporation shall not make any taxable expenditures as defined in section 4945, Subdivision (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

K) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws.

L) The specific and primary purpose for which this Corporation is formed is to acquire, own, operate and maintain a mobile home park as set forth in Florida Statutes 723.075, and to provide and issue shares to mobile home owners within the park, as provided for in Florida Statutes 723.075 (1).

### ARTICLE THREE

#### REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The Registered Office and the street address for the initial Registered Office of the Corporation is as follows: 306 E. Olympia Avenue, Punta Gorda, Florida, 33950 and the name of its initial Registered Agent as such address is:

ELWOOD P. SAFRON

### ARTICLE FOUR

#### TERM OF CORPORATION

The term for which this Corporation shall exist shall be perpetual or until the Corporation shall be dissolved in accordance with the provisions of law.

### ARTICLE FIVE

#### QUALIFICATIONS OF MEMBERS

The qualifications of members and the manner of admitting members shall be as follows: Each individual adult who is a resident of the park as defined by the By-Laws, and who has purchased a share or shares, and thereby become members as set forth in Florida Statutes 723.075 (1). Each member of the Corporation shall be entitled to One (1) vote, per share.

### ARTICLE SIX

#### SUBSCRIBERS TO CORPORATION

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

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
RICHARD BURNS	10303 Burnt Store Road #121 Punta Gorda, FL 33950
CLARENCE KRELL	10303 Burnt Store Road #176 Punta Gorda, FL 33950
JAMES SNYDER	10303 Burnt Store Road #226 Punta Gorda, FL 33950
MARGUERITE ALBRO	10303 Burnt Store Road #140 Punta Gorda, FL 33950
LEONARD KEAYS	10303 Burnt Store Road #185 Punta Gorda, FL 33950
STANLEY HECKMAN	10303 Burnt Store Road #058 Punta Gorda, FL 33950
LAURA MICHELSON	10303 Burnt Store Road # Punta Gorda, FL 33950

ARTICLE SEVEN

BOARD OF DIRECTORS

The affairs of the Corporation are to be managed by a Board of Directors comprised of not less than five (5) individual members of the corporation and they shall be elected by the members at the Annual Meeting of the Corporation, the number of Directors and the time and place of the election of Directors to be fixed and established in the By-Laws of the Corporation from time to time. The Board of Directors annually shall elect from among the membership of said Board a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as shall be established and provided for in the By-Laws.

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ARTICLE EIGHT

ELECTION OF EXECUTIVE COMMITTEE

The Board of directors shall have authority to elect from among its membership an Executive Committee, the number of members of which shall be prescribed in the By-Laws, and which shall, to the extent provided by the By-Laws, transact the business of the Corporation between meetings of the Board of Directors.

ARTICLE NINE

NAMES OF OFFICERS

PRESIDENT	RICHARD BURNS
1 <sup>ST</sup> VICE PRESIDENT	CLARENCE KRELL
2 <sup>ND</sup> VICE PRESIDENT	JAMES SNYDER
SECRETARY	MARGUERITE ALBRO
ASSISTANT SECRETARY	LEONARD KEAYS

TREASURER  
ASSISTANT TREASURER

STANLEY HECKMAN  
LAURA MICHELSON

ARTICLE ELEVEN

The Board of directors or any shareholder representing not less than one-tenth (1/10<sup>th</sup>) of the outstanding issued shares of the Corporation may propose, in writing, to make, adapt, alter, amend or rescind the By-Laws of the Corporation. All such alterations, amendments, additions or deletions must be approved by an affirmative vote of the shareholders representing at least two thirds (2/3) of the issued stock of the Corporation. Vote to be taken at an annual meeting or at a special meeting called for that specific purpose,

ARTICLE TWELVE

The Members of this Corporation have the power to adopt Amendments to these Articles of Incorporation by having a majority of those present at the Annual Meeting of the Corporation vote for and pass a Resolution authorizing and setting forth the Amendment subject, however, to the statutory requirement for approval by and filing with the Secretary of State of the State of Florida.

ARTICLE THIRTEEN

DISTRIBUTION OF ASSETS ON DISSOLUTION

This Corporation is one which does not contemplate pecuniary gain or profit to the members thereof and it is organized solely for non-profit purposes. On the winding up and dissolution of this Corporation, after payment of or adequate provisions for the debts and obligations of the corporation, the remaining assets shall be distributed to a non-profit fund, foundation, or corporation, which is organized and operated exclusively for charitable and/or scientific purposes and which has established its tax exempt status under S 501, Subdivision © (3) of the Internal Revenue Code. If this Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the county in which this Corporation's principal office is located, on petition therefor by any one of the last board of Directors.

WE, THE UNDERSIGNED, constituting the incorporators of this Corporation, and including all the persons named herein as the subscribers, for the purpose of forming this non-profit charitable and eleemosynary corporation under the laws of the State of Florida, have executed these Amended Articles of Incorporation this \_\_\_\_day of \_\_\_\_\_, 19\_\_.

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\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

COUNTY OF CHARLOTTE

BEFORE ME, the undersigned officer personally appeared \_\_\_\_\_, who is personally known to me or who furnished his Florida Driver's License or \_\_\_\_\_ as identification and who did/did not take an oath, and who is one of the persons who subscribed the foregoing Articles of Incorporation and he acknowledge before me that he executed the same freely and voluntarily for the uses and purposes therein expressed.

WITNESS MY HAND and official seal at Punta Gorda, Charlotte County, Florida this \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Pursuant to Florida Statutes, Section 48.091 (1983), the following is submitted, in compliance therewith:

FIRST: That EAGLE POINT HOMEOWNERS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at City of Punta Gorda, County of Charlotte, State of Florida, has named:

ELWOOD P. SAFRON

Located at 306 e. Olympia Avenue, Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

EAGLE POINT HOMEOWNERS, INC.

By: \_\_\_\_\_

ACCEPTANCE

Having been named to accept service of process for the above stated Corporation, at place designated in this Certificate, I hereby accept to continue to act in this capacity and agree to comply with the provision of said law relative to keeping open said office.

\_\_\_\_\_  
Registered Agent