

**ARTICLES OF INCORPORATION OF  
LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC.**

(A Corporation Not For Profit)

The undersigned incorporator hereby files the Articles of Incorporation of LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC., pursuant to Chapter 617, Florida Statutes.

FILED  
2007 JUN 23 PM 2:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name of the Corporation shall be LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC.

**ARTICLE II**

The purpose for which the Corporation is organized is to establish, maintain and operate the common areas and recreational facilities, if any, not for profit but solely for the mutual advantages of the members, to present a unified effort to the members in protecting the value of the property of the members in LAKES OF ALOMA according to the Plat thereof as recorded in Plat Book 41, at Pages 31-33, Public Records of Seminole County, Florida, to engage in such other activities as may be to the mutual benefit of the owners of property in LAKES OF ALOMA, and to carry out and fulfill the purposes set forth in that certain Declaration of Restrictions on Real Estate (hereinafter called the "Declaration") applicable to the property, recorded or to be recorded in the Office of the Clerk of the Court, Seminole County, Florida, as the same may be amended from time to time, the Declaration being incorporated herein as if set forth at length. The Corporation shall have the power to:

- (1) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;
- (2) 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 in connection therewith and all office and other expenses incident to the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(3) 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.

(4) 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;

(5) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(6) Participate in mergers and consolidations with other non-profit organizations organized for the same purposes or annex additional residential property and Common Area, provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, and shall be approved by the Veteran's Administration or the Federal Housing Administration where such approval is required by the Declaration;

(7) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

### ARTICLE III

The members of the Corporation shall be limited to owners of lots in LAKES OF ALOMA, according to the Plat thereof as recorded in Plat Book 41, at Pages 31-33, Public Records of Seminole County, Florida, and owners of any subsequent lots which may be annexed to the Declaration. 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.

The Corporation shall have two classes of voting memberships:

Class A. Class A Members shall be all Owners, with the exception of the Developer (as the term "Developer" is used in the Declaration) 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 among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B Member shall be the Developer (as the term "Developer" is used in the Declaration) and shall be entitled to 6 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, or
- B. On December 31, 1994.

#### ARTICLE IV

This corporation shall have perpetual existence.

#### ARTICLE V

The name and street address of the initial registered office and the initial registered agent is as follows:

Jesse E. Graham  
369 North New York Avenue, Third Floor  
Winter Park, Florida 32789

#### ARTICLE VI

The affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) nor more than seven (7). The Board of Directors shall be elected by the members of the Corporation and, unless otherwise provided for in the By-laws, shall be elected annually. The Board of Directors shall elect or appoint a President, Vice-President, Secretary, and Treasurer at the first meeting of the Board of Directors following each annual meeting of the members. The duties of the officers shall be prescribed by the By-Laws of the Corporation.

#### ARTICLE VII

The By-Laws of the Association shall be adopted by the Board of Directors. Thereafter, the By-Laws may be amended, at a regular or special meeting of the members or by the Board of Directors, by a vote of a majority of a quorum of members present in person or by proxy, or by the vote of a majority of a quorum of the Board of Directors.

#### ARTICLE VIII

The names of the persons constituting the first Board of Directors and who will serve until the first election are:

Ronald E. Smith  
201 N. New York Ave.  
Suite 302  
Winter Park, FL 32789

Richard Merrill  
201 N. New York Ave.  
Suite 302  
Winter Park, FL 32789

James L. Bomar  
201 N. New York Ave.  
Suite 302  
Winter Park, FL 32789

#### ARTICLE IX

The name and street address of the incorporator of these Articles of Incorporation is Jesse E. Graham, 369 N. New York Avenue, Third Floor, Winter Park, Florida 32789.

ARTICLE X

Amendments to the Articles of Incorporation may be proposed by any member of the Board of Directors and adopted by a majority vote thereof, and in addition, may be amended as provided and permitted by law.

ARTICLE XI

The Association may be dissolved as provided by law. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed as elected by the members in accordance with applicable law, and if the members fail to make such election, then as elected by the Board of Directors in accordance with applicable law.

ARTICLE XII

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

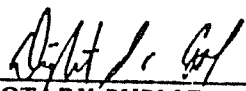
IN WITNESS WHEREOF, the undersigned has subscribed his name to the Articles of Incorporation of LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC., a corporation not for profit, on this 19<sup>th</sup> day of June, 1989.

  
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JESSE E. GRAHAM, Incorporator

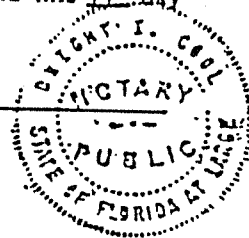
STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JESSE E. GRAHAM, the person named in the foregoing instrument, and who acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 19<sup>th</sup> day of June, 1989.

  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

NOTARY PUBLIC, STATE OF FLORIDA  
MY COMMISSION EXP. DEC. 3, 1992  
BONDED THRU GENERAL L.S. 1440.



**CERTIFICATE DESIGNATING REGISTERED OFFICE  
OF REGISTERED AGENT OF  
LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC.**

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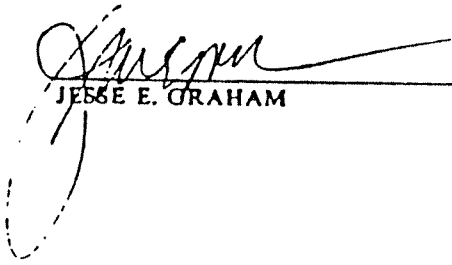
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC., a corporation not for profit, desiring to organize under and in accordance with the laws of the State of Florida, has named JESSE E. GRAHAM, at 369 North New York Avenue, Third Floor, Winter Park, Florida 32789, as its Registered Agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT**

Having been designated as the Registered Agent for LAKES OF ALOMA HOMEOWNERS ASSOCIATION, INC., I hereby accept the designation and agree to act as the Registered Agent of said corporation.

DATE: June 19, 1989

  
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JESSE E. GRAHAM

FILED  
JUN 22 1989  
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