

# State of Florida



## Department of State

3785 1643  
POLK OFFREC. PAGE

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION (SECTION III), INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 739731.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Second day of December, 1996



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

James H. Backstrom  
163 Imperial Southgate V1  
Lakeland, FL 33803

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dm

**FILED**  
**4-14-77**  
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE  
OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED:

FIRST--THAT IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION  
(SECTION III), INC. (NAME OF CORPORATION)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA,  
WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Lakeland  
(CITY)

STATE OF Florida, HAS NAMED FRANKLYN F. GODSMAN  
(STATE) (NAME OF RESIDENT AGENT)

LOCATED AT Villa 204, Imperial Southgate Villas Condominium Apartments  
(STREET ADDRESS AND NUMBER OF BUILDING, POST  
OFFICE BOX ADDRESSES ARE NOT ACCEPTABLE)

CITY OF Lakeland, STATE OF FLORIDA, AS ITS AGENT TO  
(CITY)

ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE Margaret Bremmer  
(CORPORATE OFFICER)

TITLE Margaret Bremmer  
Vice President

DATE July 21, 1977

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY  
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-  
PLETE PERFORMANCE OF MY DUTIES.

SIGNATURE Franklyn F. Godsmán  
(RESIDENT AGENT)  
Franklyn F. Godsmán

DATE July 21, 1977

Filing Fee: \$3.00

POLK OFFREC. PAGE

3785 1644

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

IMPERIAL SOUTHGATE VILLAS CONDOMINIUM  
ASSOCIATION (SECTION III), INC.

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes 1969, and certify as follows:

ARTICLE I: NAME

The name of the corporation shall be IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION (SECTION III), INC. For convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE II: PURPOSE

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the provisions of Chapter 718, Florida Statutes, for the operation of IMPERIAL SOUTHGATE VILLAS CONDOMINIUM APARTMENTS, Section III, a Condominium, located upon the following lands in Polk County, Florida:

ATTACHED HERETO AS EXHIBIT "A"

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

ARTICLE III: POWERS

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

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 and as it may be amended from time to time, including but not limited to the following:

(a) To make and collect assessments against members as apartment owners to defray the costs, expenses and losses of the condominium.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) The maintenance, repair, replacement and operation of the condominium property.

(d) The purchase of insurance upon the condominium property and insurance for the protection of the Association and its members as apartment owners.

(e) The reconstruction of improvements after casualty and the further improvements of the property.

(f) 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 two-thirds (2/3) of the votes of the entire membership of the Association before such shall become effective.

(g) To approve or disapprove the transfer, mortgage and ownership of apartments as may be provided by the Declaration of Condominium and the By-Laws.

(h) 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.

(i) 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 proper operation of the condominium.

3.3 The Association shall have the power to acquire, operate, lease, manage and maintain an apartment in the condominium for the use of a resident manager. Except for this purpose, the Association shall not have the power to purchase a unit of the condominium except as sales in foreclosure of liens for 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 joinder of all record owners of mortgages upon the condominium.

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 IV: 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 Polk County, Florida, a deed or other instrument establishing a record title to an apartment in the condominium and the delivery to the Association of a certified copy of such instrument establishing a record title to an apartment in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated

by such instrument thus becomes 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 owner 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 V: DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the By-Laws but not less than three (3) directors, and in the absence of such determination shall consist of three (3) 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 in the By-Laws.

5.3 The directors named in these Articles shall serve until the first election of directors, and any vacancies in their number occurring before the first annual 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 removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
George Middleton	Villa 165 Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
Margaret Bremner	Villa 192 Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
Franklyn F. Godaman	Villa 204 Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803

#### ARTICLE VI: OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the board of directors at its first meeting following the annual meeting of the members of the Association and shall

serve at the pleasure of the board of directors. The names and addresses of the officers who shall serve until their successors are designated by the board of directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Franklyn F. Codman	President	Villa 204, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
Margaret Bremner	Vice President	Villa 192, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
George Middleton	Secretary - Treasurer	Villa 165, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803

ARTICLE VII: INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceedings 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 at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance 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 VIII: BY-LAWS

The first By-Laws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

#### ARTICLE IX: 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 the 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 by not less than two-thirds (2/3) of the entire membership of the board of directors and by not less than two-thirds (2/3) of the votes of the entire membership of the Association; or

(b) By not less than 75% of the votes of the entire membership of the Association.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section 3.3 of Article III, 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 Polk County, Florida.

ARTICLE X: TERM

The term of the Association shall be perpetual, and the existence of this corporation is to begin at the time these Articles are filed with the Secretary of State's Office in Tallahassee, Florida.

ARTICLE XI: PRINCIPAL OFFICE ADDRESS

The street address of the initial principal office of the corporation in the State of Florida is Villa 204, Imperial Southgate Villas Condominium Apartments, Lakeland, Florida, 33803. The board of directors may from time to time move the principal office to any other address in Florida, and may establish branch offices in such other place or places within or without the State of Florida as it may designate.

ARTICLE XII: REGISTERED AGENT

The registered agent of the corporation and the address of the registered agent and registered office of the corporation shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>
Franklyn F. Godaman	Villa 204 Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803

ARTICLE XIII: SUBSCRIBERS

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

<u>NAMES</u>	<u>ADDRESSES</u>
George Middleton	Villa 165, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
Margaret Bremner	Villa 192, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803
Franklyn F. Godman	Villa 204, Imperial Southgate Villas Condominium Apartments Lakeland, Florida 33803

The subscribers of these Articles of Incorporation hereby assign to this corporation any and all of their rights under the provisions of Chapter 617, Florida Statutes, to constitute a corporation.

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 11th day of July, 1977.

George F. Middleton (SEAL)  
GEORGE MIDDLETON

Margaret Bremner (SEAL)  
MARGARET BREMNER

Franklyn F. Godman (SEAL)  
FRANKLYN F. GODSMAN

STATE OF FLORIDA,  
COUNTY OF POLK.

BEFORE ME, the undersigned authority, personally  
appeared GEORGE MIDDLETON, MARGARET BREMER and  
FRANKLYN F. GODSMAN, who after being  
duly sworn, acknowledged that they executed the foregoing  
Articles of Incorporation for the purposes expressed in such  
Articles, this 21<sup>st</sup> day of July, 1977.

Linda K. Maud  
NOTARY PUBLIC

My commission expires:

Notary Public, State of Florida at Large  
My Commission Expires Dec. 3, 1978

(Affix notarial seal)

ACCEPTANCE OF REGISTERED AGENT

The undersigned, FRANKLYN F. GODSMAN,  
accepts designation as Registered Agent of this corporation,  
this 21<sup>st</sup> day of July, 1977.

Franklyn F. Godsmann  
FRANKLYN F. GODSMAN

Begin at the Southeast Corner of the Northeast  $\frac{1}{4}$  of the Southwest  $\frac{1}{4}$  of the Southeast  $\frac{1}{4}$  of Section 36, Township 28 South, Range 23 East, Polk County, Florida, and run North  $00^{\circ}13'10''$  West along the East boundary of said Southwest  $\frac{1}{4}$  of the Southeast  $\frac{1}{4}$  of Section 36 a distance of 738.02 feet, thence run South  $89^{\circ}45'20''$  West 230.00 feet, thence North  $00^{\circ}14'40''$  West 106.23 feet, thence North  $89^{\circ}39'00''$  West 346.55 feet, thence South  $45^{\circ}00'00''$  West 50.00 feet, thence South  $45^{\circ}00'00''$  East 84.55 feet, thence South  $00^{\circ}02'00''$  West 748.42 feet to the South boundary of said Northeast  $\frac{1}{4}$  of the Southwest  $\frac{1}{4}$  of the Southeast  $\frac{1}{4}$ , thence South  $89^{\circ}46'55''$  East, along said South boundary, 555.82 feet to the Point of Beginning; said tract containing 10.24 acres, more or less.

EXHIBIT "A"



FILED  
96 NOV 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION  
SECTION III, INC.  
A Corporation Not-for-Profit

The undersigned do hereby make, subscribe, acknowledge and file with the Secretary of State these Articles of Amendment in accordance with the vote of not less than two-thirds of the entire voting interests of the association at a duly called meeting of the members on September 9, 1996, after unanimous adoption of a Resolution proposing said amendments by the Board of Administration.

The Articles of Incorporation of IMPERIAL SOUTHGATE CONDOMINIUM ASSOCIATION, SECTION III, INC., are and shall hereby be, amended in accordance with the Schedule of Amendments to the Articles of Incorporation attached hereto as Exhibit A and by reference made a part hereof.

IN WITNESS WHEREOF, IMPERIAL SOUTHGATE CONOMINIUM ASSOCIATION, INC., has caused these Articles of Amendment to be executed in accordance with the authority hereinabove expressed on this 5 day of November, 1996.

(CORPORATE SEAL)

IMPERIAL SOUTHGATE CONDOMINIUM  
ASSOCIATION, SECTION III, INC.

ATTEST:

*H. Martin Ledoux*  
Secretary

H. Martin Ledoux

By

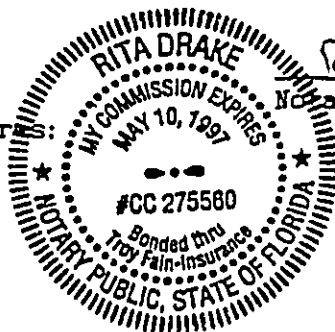
*James H. Backstrom*  
President

James H. Backstrom

STATE OF FLORIDA  
COUNTY OF POLK

On this 5 day of November, 1996, personally appeared, James H. Backstrom, President, and acknowledged before me that he executed this instrument for the purposes herein expressed. Produced Drivers License as identification.

My Commission expires:



*Rita Drake*  
Notary Public

96 NOV 12 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, INC.  
(SECTION III)

A Florida Corporation Not-for-Profit  
Charter Number 739731

A RESOLUTION OF THE BOARD OF DIRECTORS OF IMPERIAL SOUTHGATE VILLAS CONDOMINIUM ASSOCIATION, INC. (SECTION III) ("THE ASSOCIATION"), TO RECOMMEND AMENDMENTS OF THE ARTICLES OF INCORPORATION OF THE ASSOCIATION TO THE MEMBERSHIP FOR APPROVAL.

WHEREAS, it has been brought to the attention of the Board of Directors of the Association that certain contemplated amendments to the By-laws of the Association may be inconsistent or in conflict with certain provisions of the Articles of Incorporation of the Association, said Articles of Incorporation being filed with the State of Florida, Department of State, Division of Corporations, on or about July 27, 1977; and

WHEREAS, the Board of Directors of the Association believe that it is in the best interests of the Association to amend the By-laws and to conform the By-laws and Articles of Incorporation to avoid any inconsistencies and conflicts between these corporate documents;

NOW, THEREFORE, IN ACCORDANCE WITH ARTICLE IX, SECTION 9.2 OF THE ARTICLES OF INCORPORATION OF THE ASSOCIATION,

IT IS HEREBY RESOLVED by the Board of Directors to recommend to the membership for its consideration and approval, at a duly-called and noticed meeting of members for such purposes, the following:

1. THAT existing Paragraph 3.2 (f) of Article III, "Powers [of the Association]", be deleted in its entirety and the following Paragraph 3.2 (f) be substituted in its stead:

"To make and amend reasonable regulations, respecting the use of the property in the Condominium; provided, however, that the By-laws of the Condominium shall be amended only by the members and by not less than a majority of members present at a meeting of members, duly called and noticed, for such purposes."

2. THAT Paragraph 5.1 of Article V, Directors, be amended to delete the sentence "Directors need not be members of the Association"; otherwise, said paragraph shall remain as currently written.

