

ARTICLES OF INCORPORATION  
OF  
MYAKKA RIVER TRAILS  
IMPROVEMENT ASSOCIATION, INC.

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 SEP 19 AM 8:52

The undersigned natural persons of legal age, all of whom are citizens of the State of Florida, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopt the following Articles of Incorporation.

ARTICLE ONE  
NAME

The name of the Corporation (called the Association) is MYAKKA RIVER TRAILS IMPROVEMENT ASSOCIATION, INC.

ARTICLE II  
PRINCIPAL OFFICE

The address of the principal office of the Corporation is 7000 South Tamiami Trail, Venice, Florida 34293. The mailing address of the Corporation is the same.

ARTICLE THREE  
PURPOSE

(A) The specific primary purposes for which the Association is organized is to provide an entity pursuant to Chapter 617, F.S., for the maintenance, preservation and architectural control of the residence lots and common areas within MYAKKA RIVER TRAILS, a subdivision located in Sarasota County, Florida, and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purpose.

(B) The activities of the Association shall be financed by assessments on members as provided in the Declaration of Covenants, Conditions and Restrictions applicable to the subdivision, to be recorded in the public records of Sarasota County, Florida.

\*\* OFFICIAL RECORDS \*\*  
BOOK 2983 PAGE 1339

ARTICLE FOUR  
POWERS

(A) The Association shall have all of the common-law and statutory powers of a corporation not in conflict with the terms of these Articles of Incorporation or Chapter 617, F.S.

(B) The Association shall have all of the powers and duties set forth in Chapter 617, F.S., and all of the powers and duties reasonably necessary to maintain, manage and operate the subdivision property pursuant to these Articles, the Association's By-Laws and the Declaration of Covenants, Conditions and Restrictions (the declaration) and as they may be amended from time to time, including, but not limited to, the following:

(a) To affix, levy and collect all charges and assessments pursuant to the terms of the declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes or governmental charges levied or imposed on the property of the Association;

(b) To acquire (by gift, purchase or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use or otherwise dispose of real and personal property in connection with the affairs of the Association;

(c) To borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of each class of members, mortgage, pledge, convey by deed of trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) To dedicate, sell or transfer all or any part of the common areas to any municipality, public agency, authority or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the

\*\* OFFICIAL  
BOOK 2983  
RECORDS \*\*  
PAGE 1340

same purposes, or annex additional residential property and common areas, provided that any merger, consolidation or annexation shall have the consent by vote or written instrument of two-thirds of each class of members, agreeing to such dedication, sale or transfer;

(g) Have and exercise any and all powers, rights and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the Association shall be financed by assessments on members as provided in the declaration, and no part of any net earnings shall inure to the benefit of any member.

#### ARTICLE FIVE REGISTERED AGENT

The street address of the initial registered office of the Association is 1001 Avenida del Circo, Venice, Florida 34285, and the name of its initial registered agent at such address is Stephen K. Boone, Esquire.

#### ARTICLE SIX MEMBERS

(a) Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the Association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the Association.

(b) Each owner 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 such members may determine among themselves, but in no event shall more than one vote be cast with respect to any lot owned.

ARTICLE SEVEN  
DIRECTORS

\*\* OFFICIAL RECORDS \*\*  
BOOK 2963 PAGE 1342

The number of directors constituting the initial board of directors of the Association is three (3), and the names and addresses of the persons who are to serve as the initial directors until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Thomas H. Taylor, Jr.	7000 South Tamiami Trail Venice, Florida 34293
N. Berry Taylor, Sr.	7000 South Tamiami Trail Venice, Florida 34293
J. David Taylor	7000 South Tamiami Trail Venice, Florida 34293

Subsequent election of directors shall be as provided in the corporation's Bylaws.

ARTICLE EIGHT  
DISTRIBUTION OF ASSETS ON DISSOLUTION

On dissolution the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization organized and operated for such similar purposes.

ARTICLE NINE  
INCORPORATOR

The name and street address of the incorporator are as follows:

Stephen K. Boone, Esq.  
1001 Avenida del Circo  
Venice, Florida 34285

RECORDER'S MEMO: Legibility of writing, typing or printing for reproductive purpose may be unsatisfactory in this document when received.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 SEP 19 AM 8:52

The undersigned has executed these Articles of Incorporation at Venice, Florida, this 17th day of September, 1996.

*Stephen K. Boone*

Stephen K. Boone, Esquire  
Incorporator

\*\* OFFICIAL RECORDS \*\*  
BOOK 2983 PAGE 1343

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 17th day of September, 1996, by STEPHEN K. BOONE, Esquire, who is personally known to me.

NOTARY PUBLIC

(SEAL)  
My Commission expires:

Sign *Carolyn Billups Clark*  
Print \_\_\_\_\_

NOTARY PUBLIC  
CAROLYN BILLUPS CLARK  
My Commission CC427183  
Expires Dec 18, 1998  
Bonded by HAI  
400-422-1556

ACCEPTANCE OF REGISTERED AGENT

The undersigned, who has been designated registered agent and to accept service of process for the above corporation, affirms that his name is Stephen K. Boone, and the address for the registered office of the corporation is 1001 Avenida del Circo, Venice, Florida 34285. I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

*Stephen K. Boone*

Print Name Stephen K. Boone  
Date: 9-17-96

f:\corp\8084\articles

RECORDED IN OFFICIAL RECORDS  
197 JUN 23 AM 10:26  
CLERK OF CIRCUIT COURT  
SARASOTA COUNTY, FL

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MYAKKA RIVER TRAILS IMPROVEMENT ASSOCIATION, INC.

We, the undersigned, being the President and Secretary of MYAKKA RIVER TRAILS IMPROVEMENT ASSOCIATION, INC., a Florida corporation, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted February 17, 1998, by written consent of the members. The number of votes cast for the amendment was sufficient for approval.

AMENDMENT

ARTICLE SIX, MEMBERS, shall be deleted in its entirety and replaced with the following:

ARTICLE SIX  
MEMBERS

Membership and the voting rights of members shall be as directed by the corporation's Bylaws.

In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 17<sup>th</sup> day of February, 1998.

By Thomas H. Taylor, Jr.  
Thomas H. Taylor, Jr., President

98 MAR 25 9M 12: 52  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
FILED

Attest

J. David Taylor, Secretary

(Corporate Seal)

STATE OF FLORIDA  
COUNTY OF SARASOTA

I HEREBY CERTIFY that the foregoing Articles of Amendment to Articles of Incorporation were acknowledged before me this 17 day of February, 1998, by Thomas H. Taylor, Jr., the President, and J. David Taylor, the Secretary of MYAKKA RIVER TRAILS IMPROVEMENT ASSOCIATION, INC., who are personally known to me or who produced Kenneth as identification.

NOTARY PUBLIC



MARY LOU HANNON  
Notary Public, State of Florida  
My Commission expires Dec. 4, 1998  
Commission No. CC 424371

(SEAL)

My Commission Expires: 12/4/98

Sign Mary Lou Hannon  
Print Mary Lou Hannon  
MARY LOU HANNON  
Notary Public, State of Florida  
My Commission expires Dec. 4, 1998  
Commission No. CC 424371