



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 6, 2020

IMPERIAL LAKES COMMUNITY SERVICES ASSOCIATION

P.O. BOX 5008
LAKELAND, FL 33860

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6053.

KEISHA L GREEN
Certification Section

Letter No. 320A00019226

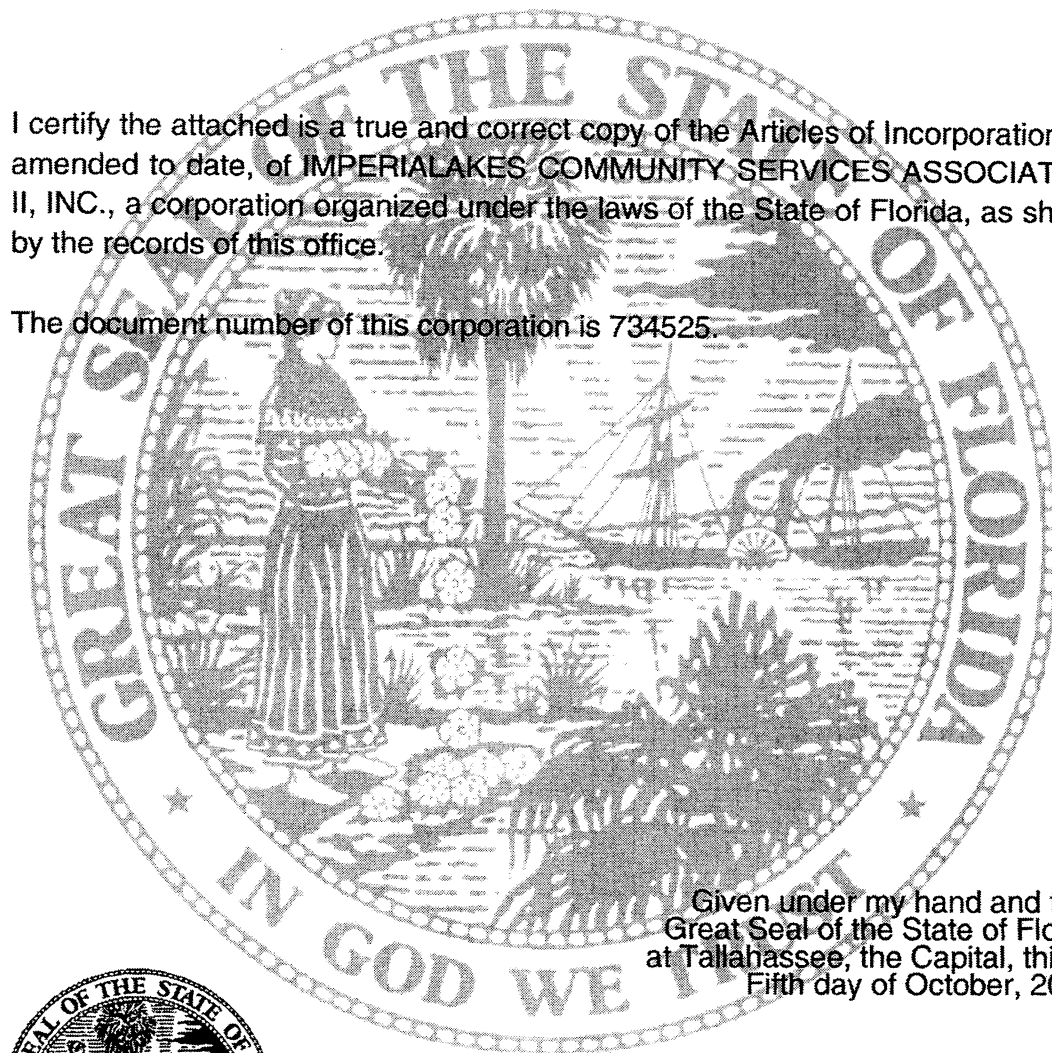
State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of IMPERIAL LAKES COMMUNITY SERVICES ASSOCIATION II, 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 734525.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Fifth day of October, 2020



CR2E022 (01-11)

Laurel M. Lee

Laurel M. Lee

Secretary of State

ARTICLES OF INCORPORATION
OF
IMPERIALAKES COMMUNITY SERVICES ASSOCIATION II, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under Chapter 617, Florida Statutes.

ARTICLE I. NAME AND ADDRESS

Section 1. Name. The name of this corporation is IMPERIALAKES COMMUNITY SERVICES ASSOCIATION II, INC. For convenience, the corporation shall be referred to in these Articles as the "Association."

Section 2. Address. The street address of the principal office of the Association is 621 N. Lake Parker Avenue, Lakeland, Florida.

ARTICLE II. PURPOSES AND POWERS

Section 1. Purposes. The Association is formed for the purpose of undertaking all of the functions contained herein, in the Declaration of Conditions, Covenants, and Restrictions, as it may be supplemented and amended from time to time (hereinafter referred to as "Declaration"), encumbering the property described in Exhibit "A" attached hereto, and the functions permitted under Chapter 617, Florida Statutes; and further to own, operate, lease, sell, trade and otherwise deal with said property in accordance with the provisions of the Declaration, the By-Laws, and these Articles.

Section 2. Powers. In furtherance of the purposes of the Association, the Association may:

(a) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration, applicable to the properties described in Exhibit "A" and other properties which may be

brought under the control of this Association, and recorded in the Office of Clerk of Circuit Court, Polk County, Florida, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the terms of the Declaration; to 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 against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, or lease real or personal property in connection with the affairs of the Association;

(d) with the assent of two-thirds (2/3) of each class of members, (1) mortgage, pledge, or deed in trust any or all of its real property and improvements thereon as security for money borrowed or debts incurred and (2) convey, sell, transfer, dedicate for public use or otherwise dispose of its real property and improvements thereon;

(e) sell, transfer, mortgage, pledge, deed in trust, hypothecate or otherwise dispose of any or all of its personal property;

(f) exercise all of the common law and statutory powers of a corporation not for profit incorporated under Florida law, provided, however, that no action shall be taken which conflicts with the Declaration;

(g) make and enforce reasonable rules and regulations governing the use of the property described in Exhibit "A," and any additions to the properties under the control of the aforementioned Declaration;

(h) maintain, repair, replace, and operate property over which the Association has full ownership or the right and power to maintain, replace, and operate in accordance with

these Articles, the Declaration, and the By-Laws for this Association;

(i) enforce by legal means the provisions of the Declaration;

(j) participate in mergers and consolidations with other not-for-profit corporations organized for the same or similar purposes, any such merger or consolidation shall require the assent given in writing and signed by not less than two-thirds (2/3) of each class of members;

(k) no substantial part of the activities of the Association shall be devoted to attempting to influence legislation by propaganda or otherwise within the meaning of the proscriptive provisions of the Internal Revenue Code. The Association shall not directly or indirectly participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE III. NON-PROFIT NATURE

The Association shall not exist or be operated for pecuniary profit, and no part of the net earnings of the Association or the net assets upon liquidation shall inure to the benefit of any member. The Association may, however, reimburse its members for actual expenses incurred for or in behalf of the Association, and may pay compensation in a reasonable amount to its members for actual services rendered to the Association, as permitted by law. So long as a Class B Membership exists, neither the Class B Membership nor any of its employees shall be entitled to any such reimbursement.

ARTICLE IV. MEMBERSHIP AND VOTING RIGHTS

Section 1. Every Owner of a Lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment.

Section 2. The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, 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 determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant and shall be entitled to three (3) 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, 1981.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually, unless terminated as elsewhere provided herein.

ARTICLE VI. SUBSCRIBERS

The name and residence address of each subscriber to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Merle F. Dixon	4318 Cleveland Heights Blvd., Lakeland, Florida
Randolph H. Garavalia	626 Parsons Avenue, Lakeland, Florida
Douglas B. Green	2207 Parkview Drive, Plant City, Florida

ARTICLE VII. OFFICERS

Section 1. Officers. The affairs of the Association shall be managed by the President of the Association, assisted by

one or several Vice Presidents, the Secretary, and the Treasurer, and, if any, by the Assistant Secretary and Assistant Treasurer, subject to the directions of the Board.

Section 2. Election and Qualification. The Board shall elect the President, a Vice President, a Secretary, and a Treasurer, within thirty (30) days of the annual meeting at which directors are elected and as many other Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall, from time to time determine. The President and Vice President shall be directors, but no other officer need be a director. The same person may hold two offices the duties of which are not incompatible, provided, however, the office of President and a Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE VIII. FIRST OFFICERS

The names of the officers who are to serve until the first election of officers by the Board are as follows:

President	Merle F. Dixon
Vice President	Randolph H. Garavalia
Secretary	Douglas B. Green
Treasurer	Douglas B. Green

ARTICLE IX. BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of up to nine (9) Directors, who need not be Members of the Association. The number, term of office and method of selection shall be as provided in the Declaration and the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Marie F. Dixon	4318 Cleveland Heights Blvd., Lakeland, Florida
Randolph H. Garavalia	626 Parsons Avenue, Lakeland, Florida
Douglas B. Green	2207 Parkview Drive, Plant City, Florida

ARTICLE X. BY-LAWS

The first By-Laws of the corporation shall be adopted by the Board of Directors, and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE XI. DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XII. AMENDMENTS

Section 1. Prior to Declaration. Prior to the time of the recordation of the Declaration, these Articles of Incorporation may be amended by an instrument, in writing, signed by all the subscribers to these Articles of Incorporation, stating the Article Number and the contents of its amendment and filed in the office of the Secretary of State of the State of Florida.

Section 2. After Declaration. After the recordation of the Declaration, these Articles of Incorporation may be amended in the following manner:

(a) Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting at which such proposed amendment is considered.

(b) Amendments may be proposed by resolution of the Board or in writing by five percent (5%) of the Members and submitted to the Board.

(c) The Board shall call for a vote of the Members on the proposed amendments and give notice as provided in the By-Laws; such voting shall occur within five weeks of the date the amendment is proposed by or submitted to the Board.

(d) To become effective, proposed amendments must be approved by seventy-five percent (75%) of each class of members who are voting on the question and as further provided in Article XIV and the Declaration.

ARTICLE XIII. SEVERABILITY

Invalidation of any of these articles or sections of articles by judgment or court order shall in no way affect any other provisions which shall remain in full force and effect.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures, this 24 day of December, 1975.

M. S. Day (SEAL)
R. H. ... (SEAL)
H. B. Lee (SEAL)

STATE OF FLORIDA)

COUNTY OF POLK)

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 Maria A. Lyons, R.H. Janssen, and C.B. Green, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation and they acknowledged before me that they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the state and county named above this 2nd day of December, 1975.

Maria A. Lyons
Notary Public

My commission expires:
Notary Public, State of Florida
My Commission Expires 12/31/1977
Signed by Notary Public, Maria A. Lyons

(Affix Notarial Seal)

EXHIBIT A

Articles of Incorporation of
Imperial Lakes Community Services Association II, Inc.

Begin at the NE corner of the NW-1/4 of the NW-1/4 of Section 35, Township 29 South, Range 23 East, Polk County, Florida, and run south 01°08'30" east, along the East boundary of said NW-1/4 of the NW-1/4, 610.12 feet; thence south 49°57'30" west, 114.85 feet; thence south 72°04'30" west, 232.60 feet; thence south 80°30'30" west, 170.66 feet; thence north 23°16'30" west, 82 feet; thence north 18°46'37" east, 85 feet; thence north 47°57'23" west, 181.60 feet; thence north 39°15'23" west, 178.71 feet; thence north 00°29'17" east, 409.82 feet; thence north 20°00'52" east, 369.82 feet; thence north 04°17'00" west, 69.81 feet; thence north 20°20'30" west, 71.09 feet; thence north 61°11'43" west, 113.05 feet; thence north 39°30'43" west, 522.88 feet; thence north 04°47'43" west, 186.35 feet; thence north 34°24'30" west, 122.42 feet; thence south 71°26'10" west, 297.97 feet to the beginning of a curve to the right having a radius of 380.67 feet; thence along said curve thru a central angle of 33°39'02" for an arc length of 223.57 feet to the end of said curve; thence on a radial line north 15°05'12" east, 230 feet to the beginning of a curve whose tangent bears south 74°54'48" east and whose radius is 150.67 feet; thence along said curve, concentric to the previously mentioned curve, thru a central angle of 33°39'02" for an arc length of 87.81 feet; thence north 71°26'10" east, 152.43 feet to the beginning of a curve to the right having a radius of 175 feet; thence along said curve thru a central angle of 74°09'20" for an arc length of 226.50 feet to the end of said curve; thence south 34°24'30" east, 95.07 feet; thence north 55°35'30" east, 170 feet; thence south 27°17'00" east, 120.80 feet; thence south 49°57'00" east, 85.58 feet; thence south 52°32'10" east, 86.43 feet; thence north 82°38'00" east, 87.62 feet; thence north 61°32'40" east, 80 feet; thence north 08°15'53" east, 104.70 feet; thence north 10°34'39" west, 63.36 feet; thence north 19°27'50" west 32.06 feet; thence south 68°53'30" east, 240.50 feet; thence north 33°36'50" east, 143.34 feet; thence north 17°09'50" east, 136.47 feet; thence north 25°39'00" east, 135 feet; thence south 65°14'00" east, 21.29 feet; thence north 22°37'00" east, 173.08 feet; thence east, 124.18 feet more or less to the East boundary of the West 1/2 of the SW-1/4 of Section 26, Township 29 South, Range 23 East, thence south along said boundary 1858.81 feet more or less to the POINT OF BEGINNING.

H-46
18-5

ARTICLES OF MERGER
OF
IMPERIALLAKE COMMUNITY SERVICES ASSOCIATION III, INC.,
INTO
IMPERIALLAKE COMMUNITY SERVICES ASSOCIATION II, INC.

FILE
44-112-1041
RECEIVED
JULY 11 1982

I.

IMPERIALLAKE COMMUNITY SERVICES ASSOCIATION III, INC., a Florida nonprofit corporation, hereinafter referred to as "Imperiallake III" and IMPERIALLAKE COMMUNITY SERVICES ASSOCIATION II, INC., a Florida nonprofit corporation, hereinafter referred to as "Imperiallake II", are the parties to the merger with Imperiallake II being the surviving corporation.

II.

The Plan of Merger is attached hereto as Exhibit "A".

III.

The merger shall be effective as provided in the Plan of Merger.

IV.

On the 22nd day of July, 1982, the Board of Directors adopted a resolution approving the Plan of Merger and directing that it be submitted to a vote at a meeting of the members. Written notice of the meeting with a copy of the Plan of Merger was provided to each member within the time and in the manner provided in the By-Laws for the giving of notice of meetings to members. On the 13th day of September, 1982, at a meeting of the members of Imperiallake III duly called and held, at which a quorum was present in person or by proxy, the Plan of Merger was approved by the members by at least two-thirds of the votes of the members present at such meeting or represented by proxy.

V.

On the 26th day of July, 1982, the Board of Directors adopted a resolution approving the Plan of Merger and directing that it be submitted to a vote at a meeting of the members. Written notice of the meeting with a copy of the Plan of Merger was provided to each member within the time and in the manner provided in the By-Laws for the giving of notice of meetings to members. On the 14th day of September, 1982, at a

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ARTICLE IV

SECTION 1. COMPOSITION OF THE MERGER AND SURVIVING CORPORATION.

(a) The corporations proposing to merge are IMPERIALLAKES COMMUNITY SERVICES ASSOCIATION II, INC., a Florida nonprofit corporation, hereinafter referred to as "Imperiallakes II", and IMPERIALLAKES COMMUNITY SERVICES ASSOCIATION III, INC., a Florida nonprofit corporation, hereinafter referred to as "Imperiallakes III".

(b) The merger shall be effective upon the filing of the Articles of Merger with the Department of State of the State of Florida, and the issuance of a Certificate of Merger by the Department of State of the State of Florida, which will be hereinafter referred to as the "effective date". On the effective date Imperiallakes III shall be merged into Imperiallakes II which shall be the surviving corporation.

SECTION 2. TERMS AND CONDITIONS OF PROPOSED MERGER.

(a) The corporate identity, existence, purposes, powers, rights, privileges and immunities of Imperiallakes II shall continue unaffected and unimpaired by the merger, and the corporate identity, existence, purposes, powers, rights, privileges and immunities of Imperiallakes III shall be merged into Imperiallakes II which shall be fully vested therewith. Upon the effective date the separate corporate existence of Imperiallakes III, except to the extent provided by law, shall cease, and Imperiallakes III and Imperiallakes II shall become a single corporation.

(b) On and after the effective date, all rights, privileges and immunities of Imperiallakes III shall be possessed by Imperiallakes II as the surviving corporation; and all property, real and personal, and all accounts receivable and any and all other assets, including choses in action, and any and all other interest of or belonging to Imperiallakes III shall be deemed to be transferred to and invested in Imperiallakes II without any further act.

(c) From and after the effective date, Imperiallakes II, as the surviving corporation, shall be responsible and liable