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# STATE OF FLORIDA

DEPARTMENT OF STATE



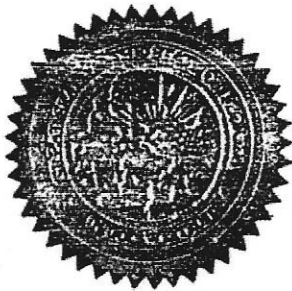
I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby  
certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

KINGSLAND PROPERTY OWNER'S ASSOCIATION, INC.

a corporation not for profit organized and existing under the Laws of the State of  
Florida, filed on the 20th day of July, A.D., 1973,  
as shown by the records of this office.



GIVEN under my hand and the Great  
Seal of the State of Florida, at  
Tallahassee, the Capital, this the  
23rd day of July,  
A.D., 19 73.

*Richard (Dick) Stone*  
SECRETARY OF STATE

CHARTER  
OF  
KINGSLAND PROPERTY OWNER'S ASSOCIATION, INC.,  
CERTIFICATE OF INCORPORATION

JUL 20 7 31 AM '73  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST: The name of the Corporation is "KINGSLAND PROPERTY OWNER'S ASSOCIATION, INC.", (hereinafter referred to as the "Corporation").

SECOND: Said Corporation is incorporated as a corporation not for profit under the provisions of Chapter 617, Florida Statutes, 1971.

THIRD: The principal office of the Corporation is at Route 7, Box 1500, Ocala, Florida 32670. The names and addresses of the resident agents are: Edward J. Urbanski, Kingsland, Inc., Route 7, Box 1500, Ocala, Florida 32670 and James M. Smith, Jr., 11 N.E. First Avenue, Ocala, Florida 32670, either of whom is authorized to accept service of process within this State upon the Corporation.

FOURTH:

(a) The purposes and objects and powers for which this Corporation is organized are to promote the health, safety and welfare of its Class A members, being the residents of that area known and described as Kingsland Country Estates, Marion County, Florida, and more particularly described from time to time in plats of various units of said subdivision, recorded or intended to be recorded, or recorded in the future by Kingsland, Inc., an Illinois corporation, or its successors or assigns, in the Public Records of Marion County, Florida (hereinafter referred to as the "Plats").

(b) Said purposes, objects and powers shall include, but shall not be limited to, the carrying out of those functions and activities to be carried out and performed by the Corporation enumerated in the various Declarations of Restrictions (hereinafter referred to as the "Restrictions") made and to be made by Kingsland, Inc., or its successors and assigns, restricting lots, tracts and parcels of land shown on the said Plats of Kingsland Country Estates, as said Restrictions are recorded or intended to be recorded in the future in the Official Records of Marion County, Florida.

(c) The Corporation shall have all the powers enumerated in Chapter 617.021, Florida Statutes, 1971, and as amended, not inconsistent herewith, and shall have all the powers of corporations, not for profit, not prohibited by some provision of law, unless otherwise excepted herein.

(d) The Corporation may enter into contracts, including contracts with any of its Class A or Class B members. The Corporation may do everything that a natural person could or might do which is necessary or incidental to the conducting and carrying out of all of its various purposes, objects and powers as set forth herein and in the Restrictions.

FIFTH:

(a) Membership in this Corporation shall be divided into Class A membership and Class B membership. The owner of a lot, tract or parcel of

land shown on a plat of Kingsland Country Estates, which has been deeded or leased by Kingsland, Inc., or its successors or assigns shall automatically be and become a Class A member of this Corporation. Class A membership in this Corporation shall cease and terminate upon the sale, transfer or disposition of the member's lot or parcel.

(b) Kingsland, Inc., or its successors and assigns, shall be the only Class B member of this Corporation. Except as otherwise set forth in the Restrictions, the Class B member shall be the only voting member of the Corporation until January 1, 1987, or such prior time as follows: (A) Such prior time as the Class B member shall determine, in its sole judgment, as evidenced by an amendment to the By-Laws of this Corporation at which time the Class A members shall become voting members of the Corporation, or (B) Upon conveyance (deeding) by the Subdivider of Eighty (80%) percent of the total number of lots covered by the Restrictions other than a conveyance resulting from a merger, consolidation, liquidation or other similar plan or a conveyance to the successors and assigns of the Subdivider.

(c) At such time as the Class A members become voting members of the Corporation, said members shall be entitled to one vote in the affairs of the Corporation for each lot, tract or parcel owned by said members and the Class B membership shall be entitled to a total of one vote and to the appointment from time to time at its pleasure of one member of the Board of Directors. In the event a lot, tract or parcel is owned by more than one person, firm or corporation, the membership relating thereto shall nevertheless have only one vote which shall be exercised by the owner or person designated in writing by the owners as the one entitled to cast the vote for the membership concerned.

(d) Reference herein to the "Voting membership" shall mean the membership entitled to vote in the affairs of the Corporation at the time that said vote is to be taken and the Class "A" membership shall not be considered as the voting membership until the conditions of Paragraph FIFTH (b) herein have been fulfilled.

SIXTH: The term for which the Corporation is to exist is perpetual unless the purposes for which the Corporation is to exist are terminated in accordance with the Restrictions hereinabove referred to.

SEVENTH: The affairs of the Corporation are to be managed by the following officers:

President  
Vice-President  
Secretary  
Treasurer

The Corporation may also have additional vice-presidents and assistant secretaries and assistant treasurers.

EIGHTH: The initial officers of the Corporation who are to serve until such time as they may resign or until such time as their successors are duly elected and appointed by the Board of Directors at the annual meeting of the Board of Directors are as follows:

President .....	Edward J. Urbanski
Vice President .....	Raymond L. Jones
Vice President .....	Bruce E. Oehlerking
Vice President .....	Edward Oehlerking
Secretary .....	Raymond L. Jones
Treasurer .....	Edward J. Urbanski

NINTH: The Corporation shall be governed by a Board of Directors consisting of four (4) persons and the names and addresses of the persons who are to serve as directors until they may resign or until such time as their successors are duly elected and appointed by the voting membership at the annual meeting of the Corporation to be held on the second Tuesday of March, each year, beginning in 1975, are as follows:

Edward J. Urbanski	Route 7, Box 1502 Ocala, Florida 32670
Raymond L. Jones	1187 Cedar Avenue Elgin, Illinois 60120
Bruce E. Oehlerking	275 Fern Drive Elk Grove Village, Illinois 60007
Edward Oehlerking	115 South Arlington Heights Road Elk Grove Village, Illinois 60007

TENTH: The initial By-Laws of the Corporation are those annexed to a certain Declaration of Restrictions made by Kingsland, Inc., an Illinois corporation, and to be recorded among the Official Records of Marion County, Florida, which said Declaration of Restrictions pertains to Kingsland Country Estates, Whispering Pines, and Kingsland Country Estates, Forest Glenn. Such By-Laws may be altered, amended or added to in the manner provided for therein and herein and in the Restrictions and in conformity with the provisions and requirements of the Florida Statutes.

ELEVENTH: Unless otherwise limited herein or in the Restrictions or the By-Laws, this Certificate of Incorporation may be altered, amended or added to at any duly called meeting of the member or members of this Corporation entitled to vote at said meeting in the manner now or hereafter provided by law.

TWELFTH: This Corporation shall never have or issue shares of stock and no part of the income of the Corporation shall be distributable or distributed to its member or members, directors or officers, except as provided in Paragraph THIRTEENTH.

THIRTEENTH: In the event of termination of the Corporation pursuant to the aforesaid Restrictions, any assets owned by the Corporation shall be disbursed for the benefit of its Class A members or shall be proportionately and equitably distributed to its Class A members.


FOURTEENTH: The names and addresses of the subscribers hereto are as follows:

Route 7, Box 1502  
Ocala, Florida 32670

1187 Cedar Avenue  
Elgin, Illinois 60120

275 Fern Drive  
Elk Grove Village, Illinois 60007

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named for the purpose of forming a corporation not for profit pursuant to Chapter 617, Florida Statutes, supra, do hereby subscribe to this Certificate of Incorporation and have hereunto set our hands and seals this 26th day of June, 1973.

  
James M. Smith, Jr.  
Resident Agent

Edward J. Urbanski  
Edward J. Urbanski

Raymond L. Jones  
Raymond L. Jones

Bruce E. Oehlerking  
Bruce E. Oehlerking

STATE OF ILLINOIS) ) SS  
COUNTY OF COOK )

BEFORE ME, the undersigned authority, this day personally appears EDWARD J. URBANSKI, RAYMOND L. JONES and BRUCE E. OEHLERKING who after being duly sworn according to law, depose and say that they are competent to contract and further acknowledge that they did subscribe to the foregoing Articles of Incorporation freely and voluntarily and for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and Official Seal at Arlington Heights, Cook County, Illinois, this 26th day of June, 1973.

Christina M. MacKenzie  
Notary Public, State of Illinois