

BYLAWS  
OF  
THE CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC.  
a Florida corporation not-for-profit

Effective of January 3, 1995, the following shall constitute the Bylaws of the CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., and as such shall control the procedures, affairs, and administration of this Association:

ARTICLE I

NAME AND LOCATION. The name of the corporation is CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not-for-profit, hereinafter referred to as the "Association". The principal office of the corporation shall be located at 3348 Edgewater Drive, Orlando, Florida 32804 but meetings of the members and directors may be held at such places within the State of Florida, County of Orange, as may be designed by the Board of Directors. The Board of Directors from time to time may change the Association's principal office, provided that the principal office shall always be located in Orange County, Florida.

ARTICLE II

DEFINITIONS

Section 1. "Association" shall mean and refer to the CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not-for-profit, its successors and assigns.

Section 2. "Declarant" shall mean and refer to CLARCONA ESTATES JOINT VENTURE, a Florida joint venture, its successors and assigns if such successors or assigns should acquire more than one undeveloped Lot from the Declarant for the purpose of development.

Section 3. "Declaration" shall mean and refer to the Declaration of Easements, Covenants, Conditions and Restrictions applicable to the Properties recorded or to be recorded in the Public Records of Orange County Florida, as that Declaration may from time to time be supplemented, amended, or modified.

Excepting those words and terms that are expressly defined differently in these Bylaws, the words and terms used in these Bylaws shall have the same meaning as is given or intended in the Declaration.

## ARTICLE III

### MEETING OF MEMBERS

Section 1. Annual Meetings. The first annual meeting of the Members shall be held within one year from the date of incorporation of the Association, and each subsequent regular annual meeting of the Members shall be held during the same month of each year thereafter. The annual meeting of the Members shall be held for the purpose of electing new directors (to replace the directors whose terms of office are then expiring) to report to the Members of fiscal matters of the Association, and to conduct such other business as may properly be brought before the meeting.

Section 2. Special Meetings. Special meetings of the Members may be called at any time by the President or by the Board of Directors, or upon written request of the Members who are entitled to vote one-fourth (1/4) of all the votes of the Class A membership.

Section 3. Notice of Meetings. Written notice of each meeting of the Members shall be given by, or at the direction of, the Secretary or person authorized to call the meeting, by mailing a copy of such notice, postage prepaid, at least 15 days before such meeting to each Member entitled to vote thereat, addressed to the Member's address last appearing on the books of the Association or supplied by the Member to the Association for the purpose of notice. Each notice shall specify the place, day, and hour of the meeting, and in the case of a special meeting, the purpose of the meeting. A Member may waive notice of a meeting. The attendance of a Member at a meeting shall constitute waiver of notice of that meeting unless the Member attends for the express purpose of objecting to the transactions of any business because the meeting has not been duly called, noticed, or convened.

Section 4. Quorum. The presence of the meeting of Members entitled to cast, or of proxies entitled to cast, one-fifth (1/5) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Declaration, or these Bylaws. If, however a quorum is not present or represented at any meeting, the Members present and entitled to vote shall have power to adjourn the meeting from time to time, without notice other than announcement at the meeting, to be convened at a future date and time then accounted or for which notice will be given later (but in any event within eight (8) weeks thereafter). When a meeting is so adjourned, at the reconvention thereof, the presence at the meeting of Members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in the Articles of Incorporation, the Bylaws, or the Declaration.

Section 5. Proxies. At all meeting of Members, each Member may vote in person or by proxy. All proxies shall be in writing and filed with the secretary. Every proxy shall be revocable and shall automatically cease upon conveyance by the member of his Lot.

Section 6. Voting. Except as these Bylaws, the Articles of Incorporation, or the Declaration may expressly provide otherwise, the vote of a majority of the Members in good standing in attendance (personally or by proxy) at a meeting shall control the decision for which the vote is taken. Such votes may be conducted in any manner allowed under Roberts Rules of Order or applicable law.

Section 7. Place and Conduct of Meetings of Members. Meetings of the Members shall be held within Orange County, Florida at such places as the Board of Directors may from time to time designate. The Board of Directors may adopt rules and procedures to be followed at meetings of the Members to ensure that the meetings are conducted orderly.

#### ARTICLE IV

##### BOARD OF DIRECTORS: SELECTION: TERM OF OFFICE

Section 1. Number. The affairs of this Association shall be managed by a Board of at least three (3) directors, who need not be members of the Association.

Section 2. Term of Office. At the first annual meeting the members shall select one director for a term of one year, one director for a term of two years, and one director for a term of three years; and at each annual meeting thereafter the Members shall elect director for a term of three years. If the Members fail to elect a new director immediately on the expiration of a prior director's term of office, then the prior director shall remain in office until his successor is elected or appointed.

Section 3. Removal. Any director may be removed from the board, until or without cause, by majority vote of the Members of the Association. In the event of death, resignation or removal of a director, his successor shall be selected by the remaining members of the Board and shall serve for the unexpired term of his predecessor.

Section 4. Compensation. No director shall receive compensation for any service he may render to the Association. However, any director may be reimbursed for his actual expenses incurred in the performance of his duties.

Section 5. Action Taken Without a Meeting. The directors shall have the right to take any action in the absence of a meeting which they could take at a meeting by obtaining the written approval of all the directors. Any action so approved shall have the same effect as though at a meeting of the directors.

Section 6. Declarant's Appointment of Director. Notwithstanding any contrary provision of these Bylaws, the Articles of Incorporation, or the Declaration for so long as Declarant owns any Lot, Declarant shall have the right to appoint one (1) director to serve on the Board of Directors (The "Declarant's Representative"). Declarant's Representative may be such person as Declarant may designate and may serve for such as Declarant may prescribe (but in any event not after Declarant no longer owns any Lots). Declarant may remove and replace Declarant's Representative at any time or times in Declarant's discretion. If Declarant's Representative at any time refuses or is unable to serve out his term of office, then Declarant may appoint whoever Declarant may select to serve out the remainder of the term of office. At Declarant's instruction, Declarant's Representative shall have authority to veto any action or proposal of the Members, the officers, or the Board of Directors, or to make such an action or proposal inapplicable to Declarant or to Lots owned by Declarant; provided, however, that Declarant's Representative may not proscribe absolutely the performance of any duty or action mandated by these Bylaws, the Articles of Incorporation, or the Declaration. If Declarant's Representative at any time exercises this veto power, then the body whose action or proposal have been vetoed shall have no authority to proceed with or implement that action or proposal, and that action or proposal shall not

obligate or bind any Member or the Association. Notwithstanding any contrary provision of these Bylaws or the Articles of Incorporation, only the Declarant may remove Declarant's Representative from office.

## ARTICLE V

### NOMINATION AND ELECTION OF DIRECTORS

Section 1. Nomination. Nomination of persons for election to the Board of Directors shall be made by a Nominating Committee appointed by the Board of Directors. Nominations may also be made from the floor at the annual meeting of members. The Nominating Committee shall consist of a Chairman who shall be a member of the Board of Directors, and two or more members of the Association. The Nominating Committee shall be appointed by the Board of Directors at or before each annual meeting of the members, to serve from the close of such annual meeting until the close of the next annual meeting, and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board of Directors as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among members or non-members.

Section 2. Selection. Election to the Board of Directors shall be by secret written ballot. At such election the Members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted.

## ARTICLE VI

### MEETING OF DIRECTORS

Section 1. Regular Meetings. Regular meetings of the Board of Directors shall be held at such place, date, and hour as may be fixed from time to time by resolution of the Board. If a meeting falls upon a legal holiday, then meeting shall be held at the same time on the next day which is not a legal holiday.

Section 2. Special Meetings. Special meetings of the Board of Directors shall be held when called by the President of the Association, or by any two directors, after not less than three (3) days notice to each director.

Section 3. Quorum. A majority of the number of directors shall constitute a quorum for the transaction of business. Every act or decision done or made by a majority of the directors present at a duly held meeting at which a quorum is present shall be regarded as the act of the Board.

Section 4. Notice. Notice of any meeting of the Board of Directors shall be given at least five (5) days in advance by written notice delivered personally or sent by mail to each director at the address shown on the Association's records for that director. A director may waive notice of a meeting. The attendance of a director at any meeting shall constitute waiver of notice of that meeting unless the director attends for the express purpose of objecting to the transaction of any business because the meeting has not been duly called, noticed, or convened. Notice of a meeting of the board shall specify the business to be transacted at, or the purpose of the meeting.

## ARTICLE VII

### POWERS AND DUTIES OF THE BOARD OF DIRECTORS

Section 1. Powers. The Board of Directors shall have power to:

- (a) adopt and publish rules and regulations governing the use of the Common Area and facilities, and the personal conduct of the Members and their guests thereon, and to establish penalties for the infraction of those rules and regulations;
- (b) suspend the voting rights and right to use of the recreational facilities of a Member during any period in which such Member shall be in default in the payment of any assessment levied by the Association. Such rights may also be suspended after notice and hearing, for a period not to exceed 60 days for infraction of published rules and regulations;
- (c) exercise for the Association all powers, duties and authority vested in or delegated to this Association and not reserved to the membership by other provisions of these Bylaws, the Articles of Incorporation, or the Declaration;
- (d) decide the office of a member of the Board of Directors to be vacant in the event such member shall be absent from three (3) consecutive regular meetings of the Board of Directors; and
- (e) employ a manager, an independent contractor, or such other employees as they deem necessary, and to prescribe their duties.

Section 2. Duties. It shall be the duty of the Board of Directors to:

- (a) cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the Members at the annual meeting of the Members, or at any special meeting when such statement is requested in writing by the vote of one-fourth (1/4) of the total votes entitled to be cast by Class A Members;
- (b) supervise all officers, agents and employees of this Association, and to see that their duties are properly performed;

- (c) as more fully provided in the Declaration, to:
- (1) fix the amount of the annual assessment against each Lot at least thirty (30) days in advance of each annual assessment period.
  - (2) send written notice of each assessment to every Owner subject thereto at least thirty (30) days in advance of each annual assessment period; and
  - (3) foreclose the lien against any property for which assessments are not paid within thirty (30) days after due date or to bring an action at law against the Owner personally obligated to pay the delinquent assessments.
- (d) issue, or cause an appropriate officer to issue upon demand by any person, a certificate setting forth whether any assessment has been paid. A reasonable charge may be made by the Board for the issuance of these certificates. If a certificate states an assessment has been paid, that certificate shall be conclusive evidence of the payment;
- (e) procure and maintain adequate liability and hazard insurance on property owned by the Association.
- (f) cause all officers or employees having fiscal responsibilities to be bonded, as it may be deemed appropriate.
- (g) cause the Common Area to be maintained.

## ARTICLE VIII

### OFFICERS AND THEIR DUTIES

Section 1. Enumeration of Officers. The officers of this Association shall be a president and vice-president, who shall at all times be members of the Board of Directors, a secretary, and a treasurer, and such other officers as the board may from time to time by resolution create.

Section 2. Election of Officers. The election of officers shall take place at the first meeting of the Board of Directors following each annual meeting of the Members.

Section 3. Term. The officers of this Association shall be elected annually by the Board and each shall hold office for one (1) year unless he shall sooner resign, or shall be removed, or otherwise disqualified to serve.

Section 4. Special Appointments. The Board may elect such other officers as the affairs of the Association may require, each of whom shall hold office for such period, have such authority, and perform such duties as the Board may, from time to time, determine.

Section 5. Resignation and Removal. Any officer may be removed from office with or without cause by the Board. Any officer may resign at any time giving written notice to the Board, the president, or the secretary. Such resignation shall take effect on the day of receipt of such notice or at any later time specified therein, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 6. Vacancies. A vacancy in any office may be filled by appointment by the Board. The officer appointed to such vacancy shall serve for the remainder of the term of the officer he replaces.

Section 7. Multiple Offices. The offices of secretary and treasurer may be held by the same person. No person shall simultaneously hold more than one of any of the other offices except in the case of special offices created pursuant to the Section of this Article titled "Special Appointments".

Section 8. Duties. The duties of the officers are as follows:

President

- (a) The president shall preside at all meetings of the Board of Directors; shall see that orders and resolutions of the Board are carried out; shall sign all leases, mortgages, deeds, and other written instruments necessary to administer the affairs of the Association or to implement decisions and resolutions of the Board, and shall co-sign all checks and promissory notes.

Vice-President

- (b) The vice-president shall act in the place and stead of the president in the event of his absence, inability, or refusal to act, and shall exercise and discharge such other duties as may be required of him by the Board or by the President.

Secretary

- (c) The secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the Members; keep the corporate seal of the Association and affix it on all papers requiring that seal; serve notice of meetings of the Board and of the Members; keep appropriate current records showing the Members of the Association together with their addresses, and shall perform such other duties as required by the Board or by the President.

Treasurer

- (d) The treasurer shall receive and deposit in appropriate bank accounts all moneys of the Association and shall disburse such funds as directed by resolution of the Board of Directors; shall sign all checks and promissory notes of the Association; keep proper books of account; cause an annual audit of the Association books to be made by a public accountant at the completion of each fiscal year; and shall prepare an annual budget and a statement of income and expenditures to be presented to the membership at its regular annual meeting, and deliver a copy to each of the Members.

ARTICLE IX  
COMMITTEES

The Association shall appoint an Architectural Control Committee, as provided in the Declaration, and a Nominating Committee, as provided in these Bylaws. In addition, the Board of Directors shall appoint other committees as deemed appropriate in carrying out its purposes.

ARTICLE X  
BOOKS AND RECORDS

The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member. The Declaration, the Articles of Incorporation, and the Bylaws of the Association shall be available for inspection by any Member at the principal office of the Association, where copies may be purchased at reasonable cost.

ARTICLE XI  
ASSESSMENTS

As more fully provided in the Declaration, each member is obligated to pay to the Association annual and special assessments which are secured by a continuing lien upon the property against which the assessment is made. Any Assessments which are not paid when due shall be delinquent. If the assessment is not paid within thirty (30) days after the due date, the assessment shall bear interest from the date of delinquency at the highest annual rate permitted under Florida law, and the Association may bring an action at law against the Owner personally obligated to pay the assessment or foreclose the lien against the property, and interest, costs, and reasonable attorney's fees of any action shall be added to the amount of such assessment and be secured by the lien. No Owner may waive or otherwise escape liability for the assessments provided for herein by nonuse of the Common Area or abandonment of his Lot.

ARTICLE XII  
CORPORATE SEAL

The Association shall have a seal in circular form having within its circumference the words: CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not-for-profit.



## ARTICLE XIII

### AMENDMENTS

Section 1. These Bylaws may be amended by a majority vote of the Board of Directors, or at a regular or special meeting of the Members, by a vote of a majority of a quorum of members present in person or by proxy, provided, however, that the Federal Housing Administration or the Veterans Administration shall have the right to veto all amendments while there in Class B membership.

Section 2. In the case of any conflict between the Articles of Incorporation and these Bylaws, the Articles shall control; and in the case of any conflict between the Declaration and these Bylaws, the Declaration shall control.

## ARTICLE XIV

### MISCELLANEOUS

Section 1. Fiscal Year. The fiscal year of the Association shall begin on the first day of January and end on the 31st day of December of every year, except that the first fiscal year shall begin on the date of incorporation.

Section 2. Compliance with Florida Statutes. These Bylaws and the Articles of Incorporation are intended to comply in all respects with sections of the Florida Statutes that are applicable thereto. To the extent that any language in these Bylaws or the Articles of Incorporation conflict or are inconsistent with requirements of the Florida Statutes, then that language shall be construed to the extent it may be in a manner consistent with the statutes, and shall be severed from the Bylaws or Articles of Incorporation, as applicable, to the extent that the language cannot be so reconciled with the statutes. After Declarant, no longer has the right to control the Association, then the Association shall comply with the provisions of Section 617.301 through 617.306, inclusive, Florida Statutes.

Section 3. Indemnification of Officers and Directors. Each director or officer whether or not then in office, shall be indemnified by the Association against all costs and expenses reasonably incurred by or imposed upon him in connection with or arising out of any action, suit, or proceeding in which he may be involved by reason of his being or having been a director or officer of the Association, such expenses to include the cost of reasonable settlements (other than amounts paid to the Association itself) made with a view to curtailment of costs of litigation. The Association shall not, however indemnify any director or officer with respect to matters as to which he shall be finally adjudged in any such action, suit or proceeding to have been guilty of fraud or material misrepresentation to the Association, its Board of Directors, its members, or any other person, not in respect of any matter on which any settlement or compromise is effected, if the total expense, including the cost of such settlement, shall substantially exceed the expense which might reasonably be incurred by such director or officer in conducting such litigation to final conclusion. The foregoing right of indemnification shall not be conclusive of other rights to which any director or officer may be entitled as a matter of law.

IN WITNESS WHEREOF, we being all of the directors of the CLARCONA  
ESTATES HOMEOWNERS' ASSOCIATION, INC., have hereunto set our hands this  
3rd day of January \_\_\_\_\_, 1995.

\_\_\_\_\_  
ROBERT F. BLAND, Director

\_\_\_\_\_  
MARY L. DEMETREE, Director

\_\_\_\_\_  
RONALD MEERS, Director

CERTIFICATION

I, the undersigned, do hereby certify:

THAT I am the duly elected and acting secretary of the CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not-for-profit and,

THAT the foregoing Bylaws constitute the original Bylaws of the Association, as duly adopted at a meeting of the Board of Directors, held on the 3rd day of January \_\_\_\_\_, 1995.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed the seal of the Association of this 3rd day of January \_\_\_\_\_, 1995.

\_\_\_\_\_  
RONALD MEERS, Secretary

**ARTICLES OF INCORPORATION**  
**OF**  
**CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC.**  
**a Florida corporation not-for-profit**

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We the undersigned, pursuant to Chapter 617, Florida Statutes, hereby associate ourselves together for the purpose of incorporating as a corporation not-for-profit under the following Charter:

**ARTICLE I**

**CORPORATE NAME**

The name of the corporation shall be CLARCONA ESTATES HOMEOWNERS' ASSOCIATIONS, INC., hereby called the "Association".

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal office of the Association is located at 3348 Edgewater Drive, Orlando, Florida 32804. The board of Directors of the Association may from time to time change the Association's principal office, provided that the principal office shall always be located in Orange County, Florida. The principal office of the Association shall be the mailing address thereof.

### ARTICLE III

#### REGISTERED AGENT

Scott D. Clark, whose address is 369 N. New York Avenue, Third Floor, Winter Park, Florida 32789, is hereby appointed the initial registered agent of this Association.

### ARTICLE IV

#### PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Association members. This Association is formed to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property located in Orange County, Florida, known or to be known as the Clarcona Estates Subdivision (the "Property") (references in these Articles to the "Property" shall be deemed to mean all real property as may from time to time be subjected to the jurisdiction of the Association), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association. In order to fulfill these purposes, the Association shall have power and authority to:

(a) exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Easements, Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the Property and recorded or to be recorded in the Public Records of Orange County, Florida, as the Declaration may be amended from time to time as therein provided, which

Declaration is incorporated herein as if set forth at length (references in the Articles to the "Declaration" shall be deemed to include all supplements, amendments, and modifications as may in the future be made to the Declaration);

(b) 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 incident to the conduct of the business of the Association, including all licenses, taxes or government charges levied or imposed against the property of the Association;

(c) receive or acquire (by devise, bequest, gift, purchase, lease, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise deal with or dispose of real personal property in connection with the affairs of the Association;

(d) 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;

(e) 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;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

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

Notwithstanding any other provisions or language contained in these Articles, the Association shall exercise only such powers as are in furtherance of the exempt purposes of organizations exempt from taxation under applicable sections of the Internal Revenue Code and Regulations promulgated in connection therewith, as such presently exist or may hereafter be amended.

#### ARTICLE V

#### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot that pursuant to the Declaration is subject to assessment by the Association (a "Lot"), including contract sellers shall be a member of the Association. 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.

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## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment to the Bylaws 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>
Robert F. Bland	3348 Edgewater Drive, Orlando, Florida 32804
Mary L. Demetree	3348 Edgewater Drive, Orlando, Florida 32804
Ron Meers	3348 Edgewater Drive, Orlando, Florida 32804

Subsequent Directors shall be elected and qualified, and their terms of office established, in accordance with the Bylaws of the Association. In accordance with, and subject to the conditions and guidelines prescribed by, the Bylaws of the Association, the Board of Directors shall elect from among its members a President, Vice President, Secretary, and Treasurer, the duties of each of which shall be set forth in the Bylaws.



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## ARTICLE VIII

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) 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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

## ARTICLE IX

### DURATION

The Corporation shall exist perpetually.

## ARTICLE X

### AMENDMENTS

Amendment of these Articles shall require the assent of a least two-thirds (2/3) of the total votes entitled to be cast by the entire membership of the Association.

## ARTICLE XI

### FH/VA APPROVAL

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:

(1) annexation of additional properties to the jurisdiction of the Association; (2) mergers and consolidations of the Association with other similar nonprofit corporations, entities, and associations; (3) mortgaging of Common Area; (4) dedication of Common Area; and (5) dissolution and amendment of these Articles.

## ARTICLE XII

### DEFINITIONS

Excepting those words and terms that are expressly defined differently in these Articles, the words and terms used in these Articles shall have the same meaning as is given or intended in the Declaration.

## ARTICLE XIII

### BYLAWS

Procedures, affairs, and administration of the Association will be governed by Bylaws adopted for that purpose by the initial Board of Directors and amended and supplemented from time to time in accordance with the procedures prescribed by the Bylaws.

ARTICLE XIV

INCORPORATORS

The names and addresses of the incorporators subscribing hereto are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert F. Bland	3348 Edgewater Drive, Orlando, Florida 32804
Mary L. Demetree	3348 Edgewater Drive, Orlando, Florida 32804
Ron Meers	3348 Edgewater Drive, Orlando, Florida 32804

IN WITNESS WHEREOF, we have hereunto set our hands and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 3rd day of January, 1995.

\_\_\_\_\_  
ROBERT F. BLAND, Incorporator

\_\_\_\_\_  
MARY L. DEMETREE, Incorporator

\_\_\_\_\_  
RON MEERS, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, the undersigned authority, duly authorized under the laws of the State of Florida, to administer oaths and take acknowledgments, personally appeared ROBERT F. BLAND, to me well known and known to me to the persons described as the incorporators in and who executed the above and foregoing Articles of Incorporation and who being by me first duly sworn, acknowledged that he made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed and that the facts therein stated are truly set forth.

WITNESS my signature and official seal in the State and County last aforesaid this  
3rd day of January, 1995.

\_\_\_\_\_  
NOTARY PUBLIC

Print Name: \_\_\_\_\_

MY COMMISSION EXPIRES: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF ORANGE

I HERBY CERTIFY that on this day, before me, the undersigned authority, duly authorized under the laws of the State of Florida, to administer oaths and take acknowledgments, personally appeared MARY L. DEMETREE, to me well known and known to me to the persons described as the incorporators in and who executed the above and foregoing Articles of Incorporation and who being by me first duly sworn, acknowledged that she made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed and that the facts therein stated are truly set forth.

WITNESS my signature and official seal in the State and County last aforesaid this  
3rd day of January, 1995.

\_\_\_\_\_  
NOTARY PUBLIC

Print Name: \_\_\_\_\_

MY COMMISSION EXPIRES: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, the undersigned authority, duly authorized under the laws of the State of Florida, to administer oaths and take acknowledgments, personally appeared RONALD MEERS, to me well known and known to me to be the persons described as the incorporators in and who executed the above and foregoing Articles of Incorporation and who being by me first duly sworn, acknowledged that he made and subscribed the above and foregoing Articles of Incorporation for the uses and purposes therein expressed and that the facts therein stated are truly set forth.

WITNESS my signature and official seal in the State and County last aforesaid this 3rd day of January, 1995.

\_\_\_\_\_  
NOTARY PUBLIC

Print Name: \_\_\_\_\_

MY COMMISSION EXPIRES: \_\_\_\_\_

CERTIFICATE DESIGNATING PLACE OF  
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

FIRST, that CLARCONA ESTATES HOMEOWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at 3348 Edgewater Drive, Orlando, Florida 32804 has named Scott D. Clark, Graham, Clark, Jones, Pratt & Marks, located at 369 N. New York Avenue, Third Floor, City of Winter Park, County of Orange, State of Florida as its agent to accept service of process within this state.

Having been named to accept service of process to the above-stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED: \_\_\_\_\_

\_\_\_\_\_  
SCOTT D. CLARK