

## Articles of Incorporation

Written by Administrator  
Saturday, 25 September 2010 01:28 -

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# **Articles of Incorporation Of Englewood Isles Improvement Association, Inc. (filed with Department of State, Tallahassee, Florida Aug 19 3:30 pm '72)**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together with other persons not named herein, to form a non-profit corporation for a homes association pursuant to and under the laws of the State of Florida.

### ARTICLE I

#### NAME

The name of this corporation is ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC. and shall be located in the County of Sarasota, State of Florida. Said corporation shall be referred to herein as the "Association."

### ARTICLE II

#### PURPOSE

The nature, objects and purposes of this corporation shall be as follows:

To organize a legal entity for the association of owners of lots or interests therein, in Englewood Isles Subdivision, Unit No. 1, as per plat thereof filed in Plat Book 21, Pages 4 and 4A, in the Official Records of Sarasota County, Florida and Englewood Isles Subdivision Unit No. 2, as per plat thereof filed in Plat Book 21, Pages 2B, 28A and 28B, in the Official Records of Sarasota County, Florida.

To promote, preserve and maintain high community standards in respect to the care, maintenance and use of the property located within the subdivision so as to maintain the high value of said property.

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To promote and encourage the association of the owners of lots and interests therein in said subdivision for the promotion and carrying out of projects for the common need of said lot owners.

To do any and all things necessary and proper for the carrying out of the purposes of said corporation that are not prohibited by law.

### ARTICLE III

#### POWERS

The Association shall have the following powers:

The Association shall have all of the common law and statutory corporate powers authorized and permitted in respect to a Florida corporation not for profit.

To sue and be sued and appear and defend in any actions and proceedings in its corporate name.

To elect and appoint such officers and agents as its affairs shall require.

To adopt, change, amend and repeal By-Laws not inconsistent with the law or its Articles of Incorporation for the administration and government of the affairs of this Association and the exercise of its corporate powers.

To fix and assess dues and assessments to pay the costs of the operations of the Association and the cost of functions being performed by the Association.

### ARTICLE IV

#### MEMBERS

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The members of this association shall consist of all record owners of lots or interests therein, in Englewood Isles Subdivision, Unit No. 1, as per plat recorded in Plat Book 21, Pages 4 and 4A, in the Official Records of Sarasota County, Florida and in Englewood Isles Subdivision, Unit No. 2, as per plat recorded in Plat Book 21, Pages 28, 28A and 28B in the Official Records of Sarasota County, Florida. The qualifications for said members shall be as provided for by the By-Laws of the Association.

### ARTICLE V

#### TERM OF EXISTENCE

This corporation shall exist perpetually.

### ARTICLE VI

#### DIRECTORS

The Affairs of the Association shall be managed by a Board of Directors. The number of Directors shall be fixed by the By-Laws of the Association; provided, however, that said Board shall not contain less than three (3) directors and shall not be required to be members of the Association.

The names and addresses of the first Board of Directors shall be as follows:

DAVID L. HERLONG  
53 Englewood Isles Parkway  
Englewood, Florida 33533

JOHN A. KROH, JR.  
8900 Ward Parkway  
Kansas City, Missouri 64114

A. T. WHEELER, JR.  
8900 Ward Parkway

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Kansas City, Missouri 64114

Said Board of Directors shall serve until the first election of Directors and any vacancies before said first election shall be filled by the remaining Directors. The first election of Directors shall not be held until such time as KROH BROTHERS FLORIDA PROPERTIES, INCORPORATED, the developer of the subdivision, has sold and conveyed all lots in said subdivision or elects to terminate its control of the Association, whichever event should first occur.

The Board of Directors, other than as provided for herein, shall be elected, qualified and shall serve as provided for in the By-Laws of the Association.

### ARTICLE VII

#### OFFICERS

The officers of the Association shall be the following: President, Vice-President, Secretary and Treasurer.

The Association may, by its By-Laws, designate any additional officers necessary for the administration of the affairs of the Association. The officers of the Association shall be elected by the Board of Directors at the Annual Meeting thereof.

The following persons shall serve as officers for said Association until such time as their successors are duly elected and qualified:

- DAVID HERLONG    President
- JOHN A. KROH, JR.    Vice-President
- A. T. WHEELER, JR.    Secretary-Treasurer

### ARTICLE VIII

#### BY-LAWS

The By-Laws of the Association are to be promulgated and adopted by the Board of Directors. Said By-Laws may be amended, altered, modified and rescinded from time to time by a majority

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vote of said Board of Directors.

### ARTICLE IX

#### AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted by a majority vote of the Board of Directors and shall be approved by a majority vote of the members of the Association at a meeting called for said purpose.

### ARTICLE X

#### SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation, who are natural persons, competent to contract, are as follows:

DAVID L. HERLONG  
53 Englewood Isles Parkway  
Englewood, Florida 33533

JOHN A. KROH, JR.  
8900 Ward Parkway  
Kansas City, Missouri 64114

A. T. WHEELER, JR.  
8900 Ward Parkway  
Kansas City, Missouri 64114

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals, this 24th day of July, 1972, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

- (signed) DAVID L. HERLONG
- (signed) JOHN A. KROH, JR

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- (signed) A. T. WHEELER, JR.

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared JOHN A. KROH, JR. AND A. T. WHEELER, JR. to me known to be the persons described as subscribers in and who erected the foregoing Articles of Incorporation and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 24th day of July, 1972.

(signed) M. R. AHERN  
Notary Public

My Commission expires August 13th, 1973

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared DAVID L. HERLONG, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid, this 2nd day of August, 1972.

(signed) Carrol Green  
Notary Public

AMENDMENTS TO ARTICLES OF INCORPORATION  
ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC.

(Filed with Secretary of State, Tallahassee, Florida May 19, 1986 2:48PM)

The Certificate of Incorporation of ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., heretofore approved and filed in the office of the Secretary of State, State of Florida, on 10th day of August, 1972, is hereby amended in the following particulars:

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“ARTICLE VI-DIRECTORS – The affairs of the Association shall be managed by a Board of Directors. The number of Directors shall be fixed by the By-Laws of the Association; provided, however, that said Board shall not contain less than three (3) directors, all of whom shall be members of the Association.”

“ARTICLE VIII-BY-LAWS – The By-Laws of the Association may be promulgated and adopted, modified and rescinded from time to time by a majority of said Board of Directors, and shall be approved by a two-thirds (2/3rds) majority vote of the members of the Association at the Annual Meeting or at a meeting called for said purpose.

“ARTICLE IX-AMENDMENTS – Amendments to the Articles of Incorporation shall be proposed and adopted by a majority vote of the Board of Directors and shall be approved by a majority vote of the members of the Association at the Annual Meeting or at a meeting called for that purpose.”

“ARTICLE XI-RULES AND REGULATIONS – Rules and Regulations to clarify Deed Restrictions may be adopted by a two-thirds (2/3rds) majority vote at the Annual Meeting or at a meeting called for that purpose.”

“ARTICLE XII-VOTING – Reference to “majority vote of the members of the Association” or “a two-thirds (2/3rds) majority” shall be interpreted to mean a majority of the members voting in presence or by proxy.

CERTIFICATE OF APPROVAL OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC.

We, the undersigned, being the President and Secretary, respectively, of ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., hereby certify that the Board of Directors of the corporation did unanimously approve and recommend, on the 4th day of February, 1986, at a meeting duly called for that purpose, that the Articles of Incorporation of ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., heretofore filed and approved in the office of the Secretary of State, State of Florida, on the 10th day of August, 1972, be amended in the manner set forth above and did propose said amendment to the membership of the corporation.

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WE DO FURTHER CERTIFY that at the Annual Meeting held on February 27, 1986, the membership of the corporation, by a unanimous vote, did approve the foregoing amendments.

IN WITNESS WHEREOF, the President of the corporation has hereunto affixed his signature and the Secretary of the corporation has also hereunto affixed her signature and the corporate seal of the corporation, this 28th day of April, 1986.

(signed) ARTHUR PLASS, President (SEAL)

ATTEST

(signed) HILDA TEMPLEMAN, Secretary

STATE OF FLORIDA  
COUNTY OF SARASOTA

I DO HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take oaths and acknowledgments, personally appeared Arthur Plass and Hilda Templeman, President and Secretary, respectively, of ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., to me well known to be the individuals described in and who executed the foregoing Amendment to Certificate of Incorporation and they acknowledged before me that the matters and things contained therein are true, and they did execute the same for the purposes therein expressed.

(signed) BETH L. Hook  
Notary Public (Notarial Seal)

My Commission Expires: (no data)

This instrument prepared by:  
Margaret E. Puddy  
Attorney at Law  
319-A East North Highway Drive  
North Port, Florida 33596



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(813) 416-9531

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

The Incorporators of ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., a Florida corporation not for profit, in accordance with Chapter 48.091, Florida Statutes, hereby designates its place of business for the service of process and agent upon whom process may be served as follows:

That ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal office located at 53 Englewood Isles Parkway, City of Englewood, County of Sarasota, State of Florida, hereby designates DAVID L. HERLONG located at 53 Englewood Isles Parkway, City of Englewood, County of Sarasota, State of Florida, as its agent to accept service of process within this state.

ENGLEWOOD ISLES IMPROVEMENT ASSOCIATION, INC.  
(signed) DAVID L. HERLONG, President

### ACCEPTANCE

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

(signed) DAVID L. HERLONG