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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 2, 1995

MICHAEL BRONSON  
4320 W. KENNEDY BLVD.  
TAMPA, FL 33609

The Articles of Incorporation for KEYSTONE HOMEOWNER'S ASSOCIATION, INC. were filed on March 1, 1995 and assigned document number N95000001015. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

**A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.**

**A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.**

**SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.**

Should you have any questions regarding corporations, please contact this office at the address given below.

Nancy Hendricks, Corporate Specialist  
New Filings Section

Letter Number: 895A00009443

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of KEYSTONE HOMEOWNER'S ASSOCIATION, INC., a Florida corporation, filed on March 1, 1995, as shown by the records of this office.

The document number of this corporation is N95000001015.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Second day of March, 1995



CR2EO22 (1-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

ARTICLES OF INCORPORATION

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KEYSTONE HOMEOWNER'S ASSOCIATION, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

A Florida Corporation Not For Profit

The undersigned, incorporator, a resident of the State of Florida and of full age, hereby makes, subscribes, acknowledges and files with the Department of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit under the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this Corporation is KEYSTONE HOMEOWNER'S ASSOCIATION, INC., a Florida corporation not for profit, (hereinafter called the "Association") in these Articles.

**ARTICLE II - OFFICE AND REGISTERED AGENT**

This Association's registered office is 4320 West Kennedy Boulevard, Tampa, Florida 33609, Hillsborough County, Florida, and its registered agent is Michael Bronson who maintains a business office at 4320 West Kennedy Boulevard, Tampa, Florida 33609. Both this Association's registered office and registered agent may be changed from time to time by the Board of Directors as provided by law.

**ARTICLE III - GENERAL PURPOSE**

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide maintenance, preservation and architectural control of all common areas and other residence lots within that certain tract of property (hereinafter called the Property) in Pinellas County, Florida.

## ARTICLE IV - POWERS

Without limitation this Association is empowered to:

- A. Declaration. Exercise all rights, powers, privileges and perform all duties, of this Association set forth in the certain Declaration of Covenants, Conditions and Restrictions (hereinafter called the Declaration) applicable to the property and recorded or to be recorded in the Public Records of Pinellas County, Florida and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;
- B. Property. In any lawful manner, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign and otherwise dispose of property of any nature whatsoever, real, personal or mixed, tangible or intangible, in connection with this Association's affairs.
- C. Assessments. Fix, levy, collect and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder.
- D. Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property.
- E. Borrowing. Borrow money and, with the approval of two-thirds of each class of members, mortgage, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations.
- F. Dedications. With the approval of three-fourths of the members, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes and subject to such conditions, as seventy-five percent (75%) of the members determine.
- G. Mergers. With the approval of two-thirds (2/3) of the members, participate in mergers and consolidation with other non-profit corporations organized for similar purposes.

H. Rules. From time to time adopt, alter, amend rescind, and enforce reasonable rules and regulations governing the use of the Lots, Common Area and Corporate Property consistent with the rights and duties established by the Declaration and these Articles.

I. General. Have and exercise all common law rights, powers, and privileges and those that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers and privileges reasonable to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted.

J. Enforcement. To enforce by legal means the obligations of the members of the corporation; the provisions of the Declaration, and the provisions of a dedication or conveyance of the Corporate Property to the corporation with respect to the use and maintenance thereof.

#### **ARTICLE V - MEMBERSHIP**

Every person who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by conveyance of title of a Lot.

#### **ARTICLE VI -VOTING RIGHTS.**

The Association shall have two classes of voting membership:

Class A. Class A members shall be all owners, with the exception of the Developer (as defined in the Declaration of Covenants, Conditions and Restrictions), 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 shall be the Developer and/or Waltsons, Inc. 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 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 the anniversary date five years from the date when the first Lot is conveyed to an individual purchaser.

## ARTICLE VII - BOARD OF DIRECTORS

*Mason  
3/2/05*  
Section 1. This Association's affairs are managed by a Board of Directors initially composed of three Directors. The number of Directors from time to time may be changed by amendment to this Association's By Laws, but at all times it must be an odd number of three or more but not to exceed five (5). The initial Directors named below shall serve until this Association's first annual meeting. The term of office for all Directors is one year. Before any such annual meeting, all vacancies occurring on the Board of Directors, if any, will be filled by a majority vote of the remaining Directors, even if less than a quorum. Any director may succeed himself or herself in office. All directors will be elected by secret written ballot. Each member may cast as many votes for each vacancy as such member has; and the person receiving the largest number of votes cast for each vacancy is elected. Cumulative voting is not permitted. Directors need not be Association members.

Section 2. The names and address of the persons who will serve as Directors until their successors have been duly elected and qualify, unless they sooner die, resign or are removed are:

Michael Bronson                      4320 West Kennedy Boulevard  
Tampa, Florida 33609

Edward Bergin                        4320 West Kennedy Boulevard  
Tampa, Florida 33609

Robert Walter                        4320 West Kennedy Boulevard  
Tampa, Florida

The name and street address of the person signing these articles as incorporator is:

Michael Bronson

4320 West Kennedy Boulevard  
Tampa, Florida 33609

#### **ARTICLE IX - DISSOLUTION**

This Association may be dissolved in the manner from time to time provided by the laws of the State of Florida and with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of this Association in any manner other than incident to a merger or consolidation, all of this Association's assets must be dedicated to any appropriate public agency to be used for purposes similar to those for which this Association was created. If dedication is refused, such assets must be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes. In no event, however, may any assets inure to the benefit of any member or other private individual.

In the event the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of the local government. If not accepted by that agency, then the surface water management system shall be dedicated to a similar nonprofit corporation created for the purposes of maintaining the surface water management system.

#### **ARTICLE XI - BY-LAWS**

This Association's By-Laws initially will be adopted by the Board of Directors. Thereafter, the By-Laws may be altered, amended, or rescinded with the approval of seventy-five percent (75%) of each class of members, except as to those provisions for Amendment to the By-Laws which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.

#### **ARTICLE XII - AMENDMENTS**

Amendments to these Articles may be proposed and adopted in the

manner from time to time provided by the laws of the State of Florida, provided that each such amendment must have the approval in writing of seventy-five (75%) of the entire membership, except as to those provisions for Amendment to the By Laws which are provided in the Declaration or any Supplemental Declaration in which case those provisions shall control such Amendments.

### ARTICLE XIII - INTERPRETATION

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of the Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. By subscribing and filing these Articles, the incorporators intend its provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results.

### ARTICLE XIV - FHA/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: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

N WITNESS WHEREOF, For the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporation of this Association have executed these Articles of Incorporation this 20<sup>th</sup> day of FEB, 1995.

Michael Bronson  
Michael Bronson

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Before me personally appeared Michael Bronson, who known to me to be the person who executed the foregoing Articles of Incorporation of



Keystone Homeowner's Association and who acknowledged to me that he executed and subscribed such Articles for the purposes set forth herein. He is personally known to me.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, this 25<sup>th</sup> day of FEB., 1995.

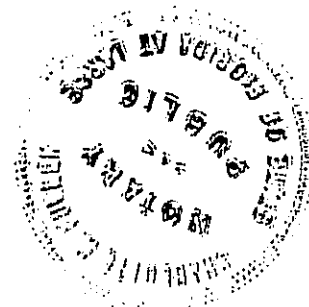
*Charlotte M. Fowler*

Notary Public

*Charlotte M. Fowler*

My Commission Expires:

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES JULY 26, 1995  
BONDED THRU AGENT'S NOTARY BROKERAGE



FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA AND NAMING THE REGISTERED AGENT UPON WHO PROCESS MAY BE SERVED.**

Keystone Homeowner's Association, Inc. desiring to organize or qualify under the laws of the State of Florida, as a corporation not for profit with its principal office as indicated in its Articles of Incorporation, at 4320 West Kennedy Boulevard, Tampa, Florida, 33609, County of Hillsborough, State of Florida, has named Michael Bronson, whose business office is 4320 West Kennedy Boulevard, Tampa, Florida 33609, as its registered agent to accept service of process within Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes, including the duties and obligations imposed by Section 607.325, relative to the proper and complete performance of my duties.

*Michael Bronson*

BY: \_\_\_\_\_

Registered Agent

Date: \_\_\_\_\_

FEB. 28, 1995