

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SAUSALITO SHORES HOMEOWNERS' ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on October 30, 1979, as shown by the records of this office.

The document number of this corporation is 749586.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twenty-eighth day of December, 2022



Cord Byrd  
Secretary of State

ARTICLES OF INCORPORATION

OF

SAUSALITO SHORES HOMEOWNERS' ASSOCIATION, INC.

FILED  
JAN 31 3 12 PM '67  
SEMINOLE COUNTY  
TALLAHASSEE, FLORIDA

The undersigned, by these Articles, associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes (1967), as amended, and certify as follows:

ARTICLE I  
NAME AND ADDRESS

749586

The name of the corporation shall be SAUSALITO SHORES HOMEOWNERS' ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association", and shall have as its mailing address, P.O. Box 663, Sausalito Shores, Casselberry, Florida 32707, or at such other place as the Board of Directors may designate at some future time.

ARTICLE II  
PURPOSE

2.1 The purpose for which the Association is organized is to enforce deed restrictions as set forth on the restrictions to Sausalito Sections two, three or any other Section of Sausalito hereafter platted; promote the recreation, health, safety and welfare of the residents within the SAUSALITO SHORES development, more particularly described as SAUSALITO, Section Two, according to the plat thereof recorded in Plat Book 20, Pages 44 and 45, Public Records of Seminole County, Florida, or Sausalito Section three according to the plat thereof as recorded in Plat Book 21, pages 74-76, Public Records of Seminole County, Florida, or any other Section of Sausalito hereafter platted, hereinafter referred to as "The Properties".

2.2 The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members and the Association shall make no distributions of income to its Members, directors or officers.

ARTICLE III  
POWERS

3.1 The Association shall have all the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of the Articles.

3.2 The Association shall have all of the powers reasonably necessary to operate and maintain The Properties, including but not limited to those set forth below.

3.3 The Association shall have the power to establish annual assessments which shall be set by the Board of Directors, subject to the approval of the members present at the annual or special meeting of the Association. These assessments shall be used exclusively for the purpose of promoting the recreation, health, safety, and welfare of the residents of The Properties, and in particular for the improvement and maintenance of properties, services, and facilities devoted



to the purpose and related to the use and enjoyment of the Common Properties of the homes situated upon The Properties, including but not limited to:

- a. Payment of operating expenses of the Association;
- b. Lighting, recreational areas, improvement and beautification of access ways and easement areas, and any other portion of properties, and the acquisition, maintenance, repair and replacement of directional markers and signs and traffic control devices, and costs of controlling and regulating traffic on the access ways, including, but not limited to, lighting, lighting maintenance, improvement and beautification along Red Bug Road.
- c. Maintenance, improvement and operation of drainage easements and systems;
- d. Management, maintenance, improvement and beautification of parks, lakes, buffer strips, and recreation areas and facilities and all other Common Property, and improvements thereon;
- e. Repayment of deficits previously incurred by the Association, or in the name of the Association, if any, in making capital improvements to or upon the Common Property, and/or in furnishing the services and facilities provided herein to or for the Owners and Members of the Association;
- f. Repayment of funds and interest thereon, which have been or may be borrowed by the Association for any of the aforesaid purposes; and
- g. Doing any other thing necessary or desirable, in the judgment of the Association, to keep The Properties neat and attractive or to preserve or enhance the value of the Properties, or to eliminate fire, health or safety hazard, or, which in the judgment of the Association, may be of a general benefit to the Owners.

#### ARTICLE IV MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot, who resides in Sausalito Section II, III, or any other Section of Sausalito hereafter platted, may submit an application for membership to the Board of Directors. Assessments as set forth in Article 3.3 shall accompany the membership application. If the application is approved by the Board of Directors, said person or entity shall become a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of any obligation shall not be a Member.

#### ARTICLE V VOTING RIGHTS

The Association shall have one class of voting membership.

Members shall be entitled to one vote for each Living Unit in which they hold the interest required for membership by said Article IV. When more than one person holds such interest or interests in any Living Unit, all such persons shall be Members, and the vote for such Living Unit shall be

exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any such Living Unit.

ARTICLE VI  
BOARD OF DIRECTORS

5.1 The affairs of the Association shall be managed by a Board of Directors consisting of no less than three (3) nor more than nine (9) Directors; provided, however, the Board shall consist of an odd number. The initial Board of Directors shall consist of seven (7) Directors who shall hold office until the election of their successors as specified in the By-Laws.

5.2 The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected and have qualified, or until their resignation or removal are as follows:

<u>Name</u>	<u>Address</u>
Adolph K. Berge	412 Sonesta Court Casselberry, Florida
Walter Yanule	653 San Pablo Avenue Casselberry, Florida
Betty Mangum	678 San Pablo Avenue Casselberry, Florida
Kenneth Palmer	418 Sonesta Court Casselberry, Florida
Bernie Sampson	311 San Tomas Drive Casselberry, Florida
Frieda Mickelson	665 San Pablo Avenue Casselberry, Florida
Adele Svendsen	306 San Tomas Drive Casselberry, Florida

ARTICLE VII  
OFFICERS

The affairs of the Association shall be administrated by the officers as designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Members of the Association, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	Adolph K. Berge 412 Sonesta Court Casselberry, Florida 32707
Vice President:	Betty Mangum 678 San Pablo Avenue Casselberry, Florida 32707
Secretary:	Adele Svendsen 306 San Tomas Drive Casselberry, Florida 32707
Treasurer:	Marcella Thompson 654 Orinda Court Casselberry, Florida 32707



ARTICLE VIII  
ADDITIONS TO PROPERTIES AND MEMBERSHIP

Additions to The Properties described in Article II may when properly made, shall extend the jurisdiction, functions, duties, and membership of this Association to such additional properties. Approval requires the assent of two-thirds (2/3) of the votes of Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed or delivered to all Members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE IX  
MERGERS AND CONSOLIDATIONS

Subject to the extent permitted by law, the Association may participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the votes of Members who are voting in person or by proxy at a meeting duly called for this purpose, written notice of which shall be mailed or delivered to all Members at least thirty (30) days in advance and shall set forth the purpose of the meeting.

ARTICLE  
INDEMNIFICATION

10.1 Subject to the conditions hereinafter set forth, the Association shall indemnify all of its Directors or officers or former Directors or officers or any person who may have served at its request as a Director or officer against reasonable expenses, including attorney's fees, settlement payments, judgments and fines actually incurred by them in connection with the defense of any action, suit or proceeding, or threat or claim of such action, suit or proceeding, no matter by whom brought or in any appeal in which they or any of them are a party or a party by reason of being or having been a Director or officer of the Association except in relation to matters as to which any such Director or officer shall be adjudged in such action, suit or proceeding to be liable for gross negligence or willful misconduct. Notwithstanding anything herein to the contrary, Directors or officers shall not be entitled to indemnification for any settlement payment unless such settlement payment be approved in advance by non-interested Directors.

10.2 Expense incurred in defending a civil or criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding as authorized by all of the non-interested Directors upon receipt of an undertaking by or on behalf of the Director or officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Association as authorized by these Articles of Incorporation.

10.3 The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or officer of the Association, or is or was serving at the request of the Association as a Director or officer against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have



the power to indemnify him against such liability under the provisions of these Articles of Incorporation.

ARTICLE XI  
BY-LAWS

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

ARTICLE XII  
AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

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

12.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by seventy-five percent (75%) of the Members of the Association. Directors and Members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, providing such approval is delivered to the Secretary prior to such meeting. A resolution adopting a proposed amendment must bear the approval of not less than a majority of the Board of Directors or by the affirmative vote of not less than seventy-five percent (75%) of the membership votes of the Association counted in the manner set forth in Article V above.

12.3 No amendment shall make any changes in, or be effective to impair or dilute any rights of Members, for example, qualification for membership and voting rights of Members, which are part of the property interests created thereby.

ARTICLE XIII  
DURATION

The term of the Association shall be perpetual, unless otherwise sooner terminated.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures on the 21<sup>st</sup> day of April, 1979.

Kenneth Pollock

Joseph Sampson

Wesley Mangum

George H. Borge

See Attached

STATE OF FLORIDA )  
                          ) SS:  
COUNTY OF ORANGE )

BEFORE ME, the undersigned authority, on this day personally appeared Mr. Robert J. [unclear], who being duly sworn, solemnly acknowledged the execution of the foregoing Articles of Incorporation of SAUCALITO SHORES HOMEOWNERS' ASSOCIATION, INC., for the purposes expressed in such Articles.

WITNESS my hand and official seal in the County and State named above, this 17<sup>th</sup> day of April, 1979.

Jordan C. [unclear]  
NOTARY PUBLIC

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires April 30, 1980  
Secured by American Surety & Guaranty Co.



CERTIFICATE DESIGNATING REGISTERED AGENT FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE.

Pursuant to Chapter 48, Florida Statutes, the following  
is submitted, in compliance with said Act:

Sausalito Shores Homeowners' Association, Inc., desiring  
to organize as a corporation under the laws of the State of  
Florida with its registered office, at 678 San Pablo Avenue,  
Casselberry, Florida, has named Betty Mangum located at the  
above registered office as its Registered Agent to accept  
service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for 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  
offices.

By: Betty Mangum  
Registered Agent

Date: October 20, 1979

FILED  
OCT 20 1979  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA