

# State of Florida



Department of State

3875181

082655 PG18471

I certify that the attached is a true and correct copy of the Articles  
of Incorporation of

EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC.

a corporation organized under the Laws of the State of Florida,  
filed on February 1, 1983.

The charter number for this corporation is 766790.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
1st day of February, 1983.



George Firestone  
Secretary of State

ARTICLES OF INCORPORATION

OF

EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC.

A Corporation Not for Profit

1. Name and Place of Business. The name of the corporation is EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC. The place of business shall be Fort Myers, Lee County, Florida.

2. Purpose. The corporation is formed for the purpose of providing an entity to enforce the provisions of the Deed Restrictions to be recorded for Eagle Ridge Development. Additionally, the corporation shall be responsible for the maintenance of the common property which the Developer may from time to time deed to the Association and further shall be responsible for the enforcement and maintenance and preservation of the drainage and surface water management system over and across the Development and shall be empowered to levy assessments and to collect same for purposes of providing funds with which to continue to operate and maintain the drainage and surface water management system. The corporation may also levy assessments and collect same for any purposes designated in the Deed Restrictions.

3. Qualification of Members and Manner of Their Admission. The members of this corporation shall constitute all of the record owners of either homesite lots or condominium units constructed on or above the property described on attached Exhibit "A", provided however, that any condominium owner shall not be subject to the enforcement provisions of this document regarding Deed Restrictions and shall in that respect only be subject to this document insofar as it relates to their bearing their equitable and prorata share for the enforcement, maintenance and preservation of the surface water management system. Change in membership of this corporation shall be established by the recording in the Public Records of Lee County, Florida, of a deed or other instrument establishing record title to a homesite or condominium parcel and the delivering to the corporation of a certified copy of same. The grantee designated by such instrument shall thereby become a member of the corporation, the membership of the grantor thereby shall terminate.

4. Term. The existence of the corporation shall be perpetual unless its purposes shall cease to exist.

5. Names and Residences of The Initial Incorporators. The names and residences of the initial incorporators to these Articles of Incorporation are:

WILLIAM E. MADDOX  
16745 Pheasant Court, S.W.  
Fort Myers, Florida 33908

PETER J. GRAVINA  
127 S.W. 57th Street  
Cape Coral, Florida 33914

FREDERICK QUINN  
Post Office Box 2605  
Bonita Springs, Florida 33923

FILED 766790  
FEB 1 11:59 AM '82  
LEE COUNTY, FLORIDA

6. Directors and Officers. The affairs of the Association shall be managed by its Board of Directors. The officers of the corporation shall be a President, Vice President and Secretary-Treasurer, which officers shall be elected annually by the Board of Directors. The directors and officers may lawfully and properly exercise the powers set forth in Section 11, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and/or consummation of agreements executed pursuant to such powers are some or all of the persons with whom the corporation enters into such agreements or who own some or all of the proprietary interest in the entity or entities with whom the corporation enter into such agreements; and all such agreements shall be presumed conclusively to have been made and entered by the directors and officers of this Corporation in the valid exercise of their lawful powers.

7. Names of Officers. The names of the officers who are to serve until the first election or appointment are as follows:

President	WILLIAM E. MADDOX
Vice President	FREDERICK QUINN
Secretary-Treasurer	PETER J. GRAVINA

8. Board of Directors. The Board of Directors shall consist of 3 persons initially and the names and addresses of the persons who are to serve as such until the first election thereof are as follows:

WILLIAM E. MADDOX  
16745 Pheasant Court, S.W.  
Fort Myers, Florida 33908

PETER J. GRAVINA  
127 S.W. 57th Street  
Cape Coral, Florida 33914

FREDERICK QUINN  
Post Office Box 2605  
Bonita Springs, Florida 33923

9. By-Laws. The original By-Laws shall be made by the Board of Directors and/or declared under the Declaration of Condominium. The same may thereafter be amended, altered or rescinded only with the approval of not less than a majority of the Board of Directors.

10. Amendment of Articles. These Articles of Incorporation may be amended, altered or rescinded only with the approval of not less than two-thirds of the Board of Directors and not less than 75% of the members of the Corporation; provided, however, the Developer shall, so long as it has lots for sale in the ordinary course and so long as it is bearing all the costs of maintenance of the water management system, be and remain in control of the corporation and shall be entitled to amend these Articles in any fashion it so desired as long as such amendment does not create additional financial obligations on unit owners or in any way modify the power of the corporation to maintain and preserve the water management system.

11. Powers. The corporation shall have all of the following powers:

a. All of the powers now or hereafter conferred upon corporations not for profit under the laws of Florida.

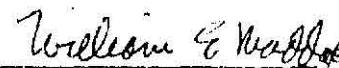
b. To acquire and enter into agreement whereby it acquires land, leaseholds, memberships or other possessory or use interests in lands or facilities including but not limited to country clubs, golf courses, marinas and other recreational facilities, whether or not contiguous to the lands of the Condominiums, intended to provide for the enjoyment, recreation or other use or benefit of the unit owners.

c. To contract with a third party for the management of the Association's affairs and to delegate to the contractor all powers and duties of this corporation except such as are specifically required by the Declarations and/or the By-Laws to have the approval of the Board of Directors or the membership of the Corporation.


d. To acquire by purchase or otherwise homesite or condominium parcels of the Development known as Eagle Ridge, subject nevertheless to the provisions of the applicable Declaration and/or By-Laws.

e. To operate and manage Eagle Ridge Homeowners' Association, Inc., in accordance with the sense, meaning, direction, purpose and intent of the respective Declarations as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the applicable Declarations and/or By-Laws.

WE, the undersigned, being each of the subscribers hereto, do hereby subscribe to these Articles of Incorporation and in witness whereof we have hereunto set our hands and seals this 28 day of January, 1983.

  
WILLIAM E. MADDOX (SEAL)

  
PETER J. GRAVINA (SEAL)

  
FREDERICK QUINN (SEAL)

STATE OF FLORIDA )  
COUNTY OF LEE ) S

BEFORE ME, the undersigned authority, personally appeared WILLIAM E. MADDOX, PETER J. GRAVINA and FREDERICK QUINN, well known to me, who upon oath acknowledged before me that they executed the above and foregoing Articles for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at said County and State this 28 day of January, 1983.

  
Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES MAY 15 1984  
BONDED UNDER GENERAL INS. UNDERWRITERS

ARTICLES OF AMENDMENT  
TO THE ARTICLES OF INCORPORATION  
OF EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC.  
A Non-Profit Corporation

FILED

REC'D JUN 11 11 24 AM

EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC., a Florida

non-profit corporation, under its corporate seal and the  
hand of its President, WILLIAM E. MADDOX and Secretary,  
FREDERICK QUINN, hereby certifies that:

I

The Board of Directors of said corporation at a meeting  
called and held on the 7th day of December, 1987,  
at 10:00 a.m. adopted the following resolution: Be it resolved  
by the Board of Directors of EAGLE RIDGE HOMEOWNERS' ASSOCIATION,  
INC., a Florida non-profit corporation, that said Board deems  
it advisable and hereby declares it to be advisable that the  
following text be added to the provisions setforth within  
paragraph 8 of the Articles of Incorporation and therefore the  
following language shall become part of paragraph 8 of the  
Articles of Incorporation:

"In the election of directors of the corporation, the  
principle of cumulatives voting shall apply. In any such  
election, each member entitled to vote shall have votes equal  
to the number of shares with voting rights multiplied by the  
number of directors to be elected. Any member may divide and  
distribute his votes, as so calculated, among any two or more  
candidates for the directorships to be filled, or he may cast  
all his votes for a single candidate. A member may, if he  
desires, cast fewer than all the votes to which he is entitled  
at an election of directors, but his ballot shall be invalid if  
the total votes shown thereon are in excess of the total number  
of votes to which he is entitled.

At any such election, the candidates receiving the highest  
number of votes, up to the number of directors to be chosen,  
shall stand elected, and an absolute majority of the votes  
cast is not a prerequisite to the election of any candidate to  
the board of directors."

OR2655 Pg1850

The meeting of the Members of the corporation called by the Board of Directors as aforesaid was held on the 7th day of December, 1987, at 10:10 a.m. and at said meeting of the Members said amendment of the Certificate of Incorporation was duly adopted by the unanimous vote of all the Members entitled to vote.

IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by the President and its corporate seal to be hereunto affixed and attested by its Secretary the 7th day of January, 1988.

EAGLE RIDGE HOMEOWNERS'  
ASSOCIATION, INC., a Florida  
non-profit corporation

Attested by:

BY: William E. Maddox  
WILLIAM E. MADDOX, President

FREDERICK QUINN, Secretary

(CORPORATE SEAL)

STATE OF FLORIDA )  
COUNTY OF LEE ) S

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, WILLIAM E. MADDOX, President of EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC., a Florida non-profit corporation and acknowledges that he executed the foregoing Articles of Amendment to the Articles of Incorporation as such Officer for and in behalf of said corporation after having been duly authorized to so do.

WITNESS my hand and official seal at Fort Myers, Lee County, Florida, the 7th day of January, 1988.

Clair Godfrey  
NOTARY PUBLIC

My Commission Expires:

My Commission Expires February 18, 1989

OR2655 PG1851

95 NOV 29 PM 4:17

CHARLES GREEN LEE CO. FL.

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC.

FILED

88 OCT 20 PM 1:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

0R2655 Pg1853

Pursuant to the provisions of Section 617.017 of the Florida Not-for-Profit Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE 1

The name of the Corporation is EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation.

ARTICLE 2

The following Amendment to the Articles of Incorporation was adopted by the Developer pursuant to Article 10 of the Articles of Incorporation, by the execution of a written statement manifesting its intention that such amendment be adopted, dated the 12<sup>th</sup> day of October, 1988, in the manner prescribed by Section 617.017 of the Florida Not-for-Profit Corporation Act. The date of adoption by the directors is October 12, 1988.

AMENDMENT 1

The name of this corporation shall be deleted in its entirety and replaced by the following:

EAGLE RIDGE PROPERTY OWNERS' ASSOCIATION, INC.

ARTICLE 3

The foregoing Amendment shall become effective and the Articles of Incorporation shall be deemed to be amended thereby upon the filing of these Articles of Amendment by the Department of State.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its President and Secretary on this 12<sup>th</sup> day of October, 1988.

EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC.

By: William E. Maddox  
PRESIDENT

By: Richard A. Cobb  
SECRETARY

STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF LEE        )

I hereby certify on this date, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, William E. Mulday as President of EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC., to me well known to be the person described in and who executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, County of Lee, State of Florida, this 12<sup>th</sup> day of October, 1988.

Elaine Godfrey  
Notary Public

My Commission Expires:

My Commission Expires February 12, 1989

STATE OF FLORIDA     )  
                              ) ss:  
COUNTY OF LEE        )

I hereby certify on this date, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Richard H. Kolb as Secretary of EAGLE RIDGE HOMEOWNERS' ASSOCIATION, INC., to me well known to be the person described in and who executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, County of Lee, State of Florida, this 12<sup>th</sup> day of October, 1988.

Elaine Godfrey  
Notary Public

My Commission Expires:

My Commission Expires February 12, 1989

OR2655 Pg 1854

95 NOV 29 PM 4:17

CABLE GREEN LEE CO, FL



ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
EAGLE RIDGE PROPERTY OWNERS' ASSOCIATION, INC.

Pursuant to the provisions of Section 617.017 of the Florida Not-for-Profit Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE 1

The name of the Corporation is EAGLE RIDGE PROPERTY OWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation.

ARTICLE 2

The following Amendments to the Articles of Incorporation were adopted by the Developer <sup>(Sole Trustee)</sup> pursuant to Article 10 of the Articles of Incorporation, by execution of a written statement manifesting its intention that such amendment be adopted, dated the 30<sup>th</sup> day of November, 1988, in the manner prescribed by Section 617.017 of the Florida Not-for-Profit Corporation Act:

AMENDMENT 1

Article 2 of the Articles of Incorporation shall be deleted in its entirety and replaced by the following:

PURPOSE

The Corporation is formed for the purpose of providing an entity to enforce and implement the provisions of the deeds of restrictions to be recorded in the Eagle Ridge Subdivision Development and all amendments and restatements made thereto. The corporation shall also be responsible for the maintenance of the common property which the developer may from time to time deed to the Association. Additionally, the Corporation shall maintain, repair, replace, and operate the common property and those areas within the subdivision intended for the common use and benefit of the owners and further shall be responsible for the enforcement, maintenance, and preservation of the drainage and surface water management system over and across the development. The Corporation shall be empowered to levy assessments and to collect same to provide funds to enable the Association to provide for all of the purposes set out herein.

AMENDMENT 2

Article 3 of the Articles of Incorporation shall be deleted in its entirety and replaced by the following:

QUALIFICATION OF MEMBERS AND MANNER OF THEIR ADMISSION

The members of this Corporation shall constitute all the record owners of homesite lots and all condominium units constructed on or above the property described on attached Exhibit A. Change in membership of this Corporation shall

be established by the recording in the Public Records of Lee County, Florida, of a deed or other instrument establishing record title to the homesite or condominium unit and the delivery to the Corporation of a certified copy of same. The grantee designated by such instrument shall thereby become a member of the Corporation, and the membership of the grantor thereby shall terminate.

#### AMENDMENT 3

Article 6 of the Articles of Incorporation shall be deleted in its entirety and replaced by the following:

#### AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended, altered or rescinded only with the approval of not less than two-thirds (2/3) of the Board of Directors or not less than one-half (1/2) of the members of the Corporation.

#### AMENDMENT 4

Article 11(f) shall be added to the Articles of Incorporation as so indicated below:

11(f). To maintain, repair and preserve all vegetation, trees, plants or otherwise located adjacent to the public roadways and streets situated in and/or serving the Eagle Ridge Subdivision.

#### AMENDMENT 5

Article 12 shall be added to the Articles of Incorporation and shall read as follows:

#### ARTICLE 12

The Board of Directors will make, levy and collect assessments from Unit Owners as provided in this Article.

A. PREPARATION OF ANNUAL BUDGET. As soon as practicable following the recording of the Declaration, the Board of Directors will prepare a budget for the remainder of the calendar year during which the Declaration is recorded.

On or before December 20 of any calendar year, the Board of Directors will prepare a budget for the immediately next following calendar year. As soon as practicable following the preparation of a budget, a copy will be sent to each Owner. Failure of the Board of Directors to prepare the budget timely will not, however, invalidate any assessment.



B. AMENDMENTS TO BUDGET. Periodically during any calendar year, the Board of Directors may amend the budget for that calendar year. When amended, the Board of Directors will send a copy of the amended budget to each Owner.

C. MAKING ASSESSMENTS. When a budget or amended budget is adopted by the Board of Directors, the Board of Directors will assess each Lot or Unit by sending a bill to each Owner for the amount of the assessment against his Lot or Unit. Each bill sent will include a statement, in form and content substantially as follows:

THE ASSOCIATION HAS PREPARED A BUDGET OR AMENDED BUDGET OF FUNDS REQUIRED FOR THE ASSOCIATION TO FUNCTION. THE PORTION WHICH IS ASSESSED AGAINST YOUR LOT OR UNIT IS THE SUM OF \$ \_\_\_\_\_. IF THIS SUM IS NOT PAID WITHIN THIRTY (30) DAYS OF THE DATE OF THIS ASSESSMENT, A NOTICE OF LIEN WILL BE FILED AGAINST THE LOT BY THE ASSOCIATION, AND THE ASSESSMENT WILL COMMENCE TO ACCRUE INTEREST AT THE MAXIMUM RATE ALLOWABLE BY LAW. IF THE ASSESSMENT, TOGETHER WITH ACCRUED INTEREST, IS NOT PAID WITHIN NINETY (90) DAYS OF THE DATE OF THIS ASSESSMENT, THE ASSOCIATION WILL COMMENCE PROCEEDINGS TO FORECLOSE THE LIEN AGAINST THE LOT OR UNIT AND OTHERWISE COLLECT THE ASSESSMENT AND ACCRUED INTEREST. ALL COSTS INCURRED BY THE ASSOCIATION IN COLLECTING THE ASSESSMENT AND ACCRUED INTEREST WILL LIKEWISE BE A LIEN OR CHARGE AGAINST THE LOT OR UNIT, COLLECTIBLE IN THE SAME MANNER.

D. NAMES AND ADDRESSES. It will be the sole responsibility of the Owner of a Lot or Unit to notify the Association of the correct name and address of the Owner, and to notify the Association of any change in either. All things sent or delivered to the last known Owner at his last known address will be deemed conclusively to have been sent to the actual Owner at his actual address. In any event, the failure of the Owner of a Lot or Unit to actually receive any budget, amended budget or assessment bill will not invalidate the budget, assessment, lien or other claim of the Association.

E. COLLECTION EFFORTS. If an assessment bill is not paid within thirty (30) days of the date sent to Owner, the Association will file among the public records of Lee County, Florida, a notice of lien against the Lot or Unit. If the amount of the assessment, together with accrued interest is not paid in full within ninety (90) days of the date the assessment bill is sent to the Owner, the Association will commence proceedings to foreclose the lien for and otherwise collect the same and prosecute it diligently, unless the Board of Directors should determine that a delay is appropriate under the circumstances.

F. LIENS. There will be at all times a lien, charge or encumbrance ("ASSESSMENT LIEN") against a Lot or Unit for the unpaid balance or assessments against that Lot or Unit, interest thereon and costs incurred by the Association in collecting the same, in favor of the Association. Each person or entity acquiring a Lot or Unit, whether by deed, operation of law or otherwise, will do so subject to the unpaid balance of the Assessment Lien encumbering that Lot or Unit by operation of this Declaration. The Assessment Lien will, however, be subordinate to the lien of any institutional first mortgage encumbering the Lot or Unit. An institutional mortgage is defined as a mortgage owned by any state or federal bank or savings and loan association, or any life insurance company. Any institutional first mortgagee in possession, a receiver or purchaser at a foreclosure sale of an institutional first mortgage, or an institutional first mortgagee that has acquired title by deed in lieu of foreclosure, and the successors or assigns of such purchaser or mortgagee shall hold title subject to the liability and lien of any assessment becoming due after such foreclosure or conveyance in lieu of foreclosure. Any unpaid assessment which cannot be collected through enforcement of the Assessment Lien against any Lot or Unit by reason of the provisions of this paragraph, shall be deemed to be an assessment divided equally among, payable by, and an Assessment Lien against all Lots and Units subject to assessment.

### ARTICLE 3

The foregoing Amendments shall be effective and the Articles of Incorporation shall be deemed to be amended thereby upon the filing of these Articles of Amendment by the Department of State.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by its President and Secretary on this 30<sup>th</sup> day of November, 1988.

EAGLE RIDGE PROPERTY OWNERS'  
ASSOCIATION, INC.

By: William E. Maddox  
William E. Maddox, President


By: Frederick Quinn  
Frederick Quinn, Secretary



STATE OF FLORIDA     )  
                              ) ss.  
COUNTY OF LEE         )

I hereby certify on this date, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, WILLIAM E. MADDOX as President of EAGLE RIDGE PROPERTY OWNERS' ASSOCIATION, INC., to me well known to be the person described in and who executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, County of Lee, State of Florida, this 30 day of November, 1988.

  
\_\_\_\_\_  
Notary Public


My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. AUG 22, 1989  
BONDED THRU GENERAL INS. UND.

STATE OF FLORIDA     )  
                              ) ss.  
COUNTY OF LEE         )

I hereby certify on this date, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, FREDERICK QUINN, as Secretary of EAGLE RIDGE PROPERTY OWNERS' ASSOCIATION, INC., to me well known to be the person described in and who executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at Fort Myers, County of Lee, State of Florida, this 30 day of November, 1988.

  
\_\_\_\_\_  
Notary Public

My Commission Expires:

NOTARY PUBLIC STATE OF FLORIDA  
MY COMMISSION EXP. AUG 22, 1989  
BONDED THRU GENERAL INS. UND.