

BY-LAWS OF  
LEEWARD AIR RANCH PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE ONE  
NAME, MEMBERSHIP, APPLICABILITY AND DEFINITIONS

Section 1. Name. The name of the Association shall be LEEWARD AIR RANCH PROPERTY OWNERS ASSOCIATION, INC. (hereinafter sometimes referred to as the "Association").

Section 2. Membership. The Association shall have two (2) classes of membership, Class "A" and Class "B", as more fully set forth in the ARTICLES OF INCORPORATION of the Association and that certain DECLARATION (said Declaration, as amended, renewed or extended from time to time, is hereinafter sometimes referred to as the "Declaration").

Section 3. Definitions. The words used in these By-Laws shall have the same meaning as set forth in said Declaration unless the context shall prohibit.

ARTICLE TWO  
MEETINGS, QUORUM, VOTING AND PROXIES

Section 1. Place of Meetings. Meetings of the Association shall be held at the principal office of the Association or at such other suitable place convenient to the Owners of lots as may be designated by the Board of Directors.

Section 2. Annual Meetings. The Association shall meet annually thirty (30) days prior to the close of the fiscal year as herein provided or initially set by the Board of Directors. After the first annual meeting, the succeeding meetings shall be held on the anniversary date or within one week thereof in each year on such day as may be formally set by the Board.

Section 3. Special Meetings. It shall be the duty of the President to call a special meeting of the Association if so directed by resolution of the Board of Directors or upon a petition signed by at least twenty-five (25%) percent of the votes of the Class "A" members of the Association. The notice of any special meeting shall state the time and place of such meeting and the purposes thereof. No business shall be transacted at a special meeting except as stated in the notice.

Section 4. Notice of Meetings. It shall be the duty of the Secretary to mail or to cause to be delivered to the owner of record of each lot a notice of each annual or special meeting of the Association stating the purpose of the special meeting, as well as the time and place where it is to be held; if an Owner wishes notice to be given at an address other than his or her Lot, the Owner shall have designated by notice in writing to the Secretary such other address. The mailing or delivering of a notice of meeting in the manner provided in this Section shall be considered service of notice.

Section 5. Adjournment of Meetings. If any meetings of the Association cannot be held because a quorum is not present, a majority of the Owners of lots who are present at such meeting, either in person or by proxy, may adjourn the meeting to a time not less than forty-eight (48) hours from the time the original meeting was called. At such adjourned meeting at which a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.

Section 6. Voting. The voting rights of the members shall be as set forth in the Declaration.

Section 7. Proxies. A vote may be cast in person or by proxy. Proxies may be given to any person and shall be valid only if in writing and in form approved by the Secretary and shall be for the particular meeting designated therein and must be filed with the Secretary at least three (3) days before the appointed time of the meeting.

Section 8. Majority of Owners. As used in these By-Laws, the term "majority" shall mean those votes, Owners or other group as the context may indicate totalling more than fifty (50%) percent of the whole.

Section 9. Quorum. Except as otherwise provided in these By-Laws or in the Declaration, the presence in person or by proxy of a majority of the Owners of lots shall constitute a quorum at all meetings of the Association.

Section 10. Conduct of Meetings. The President shall preside over all meetings of the Association and the Secretary shall keep the minutes of the meeting and record in a minute book all resolutions adopted by the meeting as well as a record of all transactions occurring thereat. ROBERT'S RULES OF ORDER (current edition) shall govern the conduct of all meetings of the Association when not in conflict with the Declaration or these By-Laws.

ARTICLE THREE  
BOARD OF DIRECTORS, NUMBER, POWERS, MEETINGS

Section 1. Governing Body. The affairs of the Association shall be governed by a Board of Directors.

Section 2. Initial Directors. The initial directors shall be selected by the Class "B" member of the Association and shall serve at the pleasure of the Class "B" member until the Class "B" membership terminates as provided in the Declaration. The directors selected by the Class "B" member of the Association need not be Owners or residents in the community. The names of the initial directors selected by the Class "B" member of the Association are set forth in the Articles of Incorporation of the Association.

Section 3. Number of Directors. The number of directors of the Association shall be fixed by resolution of the Board of Directors but in no event shall the number be less than three nor more than nine. Except with respect to directors selected by the Class "B" member of the Association, any person nominated must own (or be a principal officer of the Owner), or reside at a lot or be the spouse of an Owner.

Section 4. Nomination of Directors. Except with respect to Directors selected by the Class "B" member of the Association, nominations for election to the Board of Directors shall be made by a nominating committee. 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 not less than thirty (30) days prior to each annual meeting of the members to serve from the close of such annual meeting until the close of the next annual meeting; such appointment shall be announced at each such 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 in no event less than the number of vacancies or terms to be filled.

Section 5. Election and Term of Office. So long as there shall be a Class "B" membership, the Class "B" member shall appoint all directors, who shall serve at the pleasure of the Class "B" member. Directors appointed by the Class "B" member need not be owners or residents in the community. At the first annual meeting of the membership after the termination of the Class "B" membership, and at each annual meeting of the membership thereafter, all directors shall be elected. The initial terms of the directors shall be fixed at the time of their election. The term of one director shall be fixed at one year; the term of one director shall be fixed at two years; and the term of one director shall be fixed at three years. If more than three directors are elected, the remaining directors' initial terms shall be fixed at one year. At the expiration of the initial term of office of each respective member of the Board of Directors, a successor shall be elected to serve for a term of three years. The members of the Board of Directors shall hold office until their respective successors shall have been elected by the Association.

Section 6. Removal of Directors. Upon the termination of the Class "B" membership, at any regular or special meeting of the Association duly called, any one or more of the members of the Board of Directors may be

removed with or without cause by a majority of the Owners of lots and a successor may then and there be elected to fill the vacancy thus created. Any director whose removal has been proposed by the Owners of lots shall be given at least ten (10) days' notice of the calling of the meeting and the purpose thereof and shall be given an opportunity to be heard at the meeting.

Section 7. Vacancies. Vacancies in the Board of Directors caused by any reason other than the removal of a director or a vote of the Association shall be filled by a vote of a majority of the remaining directors at a special meeting of the Board of Directors held for that purpose promptly after the occurrence of any such vacancy, even though the Directors present at such meeting may constitute less than a quorum; and each person so elected shall be a member of the Board of Directors for the remainder of the term of the vacated member and until a successor shall be elected at the annual meeting of the Association, at which such director's position would be filled in accordance with Section 4 of this Article Three; provided further vacancies occurring with respect to directors selected by the Class "B" member of the Association shall be filled by such Class "B" member.

Section 8. Organization Meeting. The first meeting of the members of the Board of Directors following the annual meeting shall be held within ten (10) days thereafter at such time and place as shall be fixed by the Board and no notice shall be necessary to the newly-elected members of the Board of Directors in order legally to constitute such a meeting, providing a majority of the whole Board of Directors shall be present thereat.

Section 9. Regular Meeting. Regular meetings of the Board of Directors may be held at such time and place as shall be determined from time to time by a majority of the directors, but at least two such meetings shall be held during each fiscal year.

Section 10. Special Meetings. Special meetings of the Board of Directors may be called by the President upon five (5) days' notice to each director, given personally or by mail or telegraph or telephone, which notice shall state the time, place and purpose of the meeting. Special meetings of the Board of Directors shall be called by the President or Secretary in like manner and on like notice upon the written request of at least two (2) directors.

Section 11. Waiver of Notice. Any director may, at any time, in writing, waive notice of the meeting of the Board of Directors and such waiver shall be deemed equivalent to the giving of such notice. Attendance by a director at any meeting of the Board of Directors shall constitute a waiver of notice by her or him of the time, place and purpose of such meeting. If all directors are present at any meeting of the Board of Directors, no notice shall be required and any business may be transacted at such meeting.

Section 12. Quorum of Board of Directors. At all meetings of the Board of Directors a majority of the directors shall constitute a quorum for the transaction of business, and the votes of a majority of the directors present at a meeting at which a quorum is present shall constitute the decision of the Board of Directors. If at any meeting of the Board of Directors there shall be less than a quorum present, a majority of those present may adjourn the meeting from time to time. At any such adjourned meeting at which a quorum is present, any business which might have been transacted at the meeting originally called may be transacted without further notice.

Section 13. Compensation. No director shall receive any compensation from the Association for acting as such unless approved by a majority vote of those present in person or by proxy at a regular or special meeting of the Association.

Section 14. Conduct of Meetings. The President shall preside over all meetings of the Board of Directors and the Secretary shall keep a Minute Book of the Board of Directors, recording therein all resolutions adopted by the Board of Directors and a record of all transactions and proceedings occurring at such meetings. ROBERT'S RULES OF ORDER (current edition) shall govern the conduct of the meetings of the Board of Directors when not in conflict with the Declaration or these By-Laws.

Section 15. Powers. The Board of Directors shall be responsible for the affairs of the Association and shall have all of the powers and duties necessary for the administration of the Association's affairs and as provided by law, and may do all acts and things as are not by the Declaration, Articles or these By-Laws directed to be done and exercised exclusively by the members. The Board shall have the power to adopt rules and regulations deemed necessary and to impose sanctions for violation thereof, including, but without limitation, fines which may be collected as provided in the Declaration for assessments.

Section 16. Action Without a Formal Meeting. Any action to be taken at a meeting of the directors or any action that may be taken at a meeting of the directors may be taken without a meeting if a consent in writing, setting forth the action so taken, shall be signed by all of the directors.

#### ARTICLE FOUR OFFICERS

Section 1. Officers. The officers of the Association shall be President, one or more Vice Presidents (the number thereof to be determined by the Board of Directors), a Secretary and a Treasurer. The Board of Directors

may elect such other officers, including one or more assistant secretaries and one or more assistant treasurers, as it shall deem desirable, such officers to have the authority and perform the duties prescribed from time to time by the Board of Directors. Any two or more offices may be held by the same person.

Section 2. Election, Term of Office and Vacancies. The officers of the Association shall be elected annually by the Board of Directors at the first meeting of the Board of Directors following each annual meeting of the members as herein set forth in Article Three. A vacancy in any office arising because of death, resignation, removal or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

Section 3. Removal. Any officer may be removed by the Board of Directors whenever, in its judgment, the best interests of the Association will be served thereby.

Section 4. Powers and Duties. The officers of the Association shall each have such powers and duties as generally pertain to their respective offices, as well as such powers and duties as may from time to time be specifically conferred or imposed by the Board of Directors. The President shall be chief executive officer of the Association. The Treasurer shall have primary responsibility for the preparation of the budget as provided for in the Declaration and may delegate all or part of the preparation and notification duties to a finance committee, management agent, or both.

Section 5. Resignation. Any officer may resign at any time by giving written notice to the Board of Directors, the President or the Secretary. Such resignation shall take effect on the date of the 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.

#### ARTICLE FIVE COMMITTEES

Committees to perform such tasks and to serve for such periods as may be designated by resolution adopted by a majority of the directors present at a meeting at which a quorum is present are hereby authorized. Such committees shall perform such duties and have such powers as may be provided in the resolution. Each committee shall operate in accordance with the terms of the resolution of the Board of Directors designating the committee or with rules adopted by the Board of Directors.

ARTICLE SIX  
MISCELLANEOUS

Section 1. Fiscal Year. The initial fiscal year of the Association shall be set by resolution of the Board of Directors.

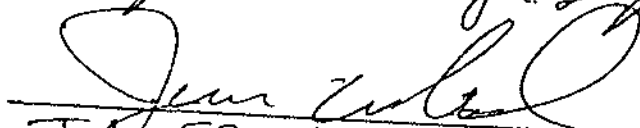
Section 2. Parliamentary Rules. ROBERT'S RULES OF ORDER (current edition) shall govern the conduct of Association proceedings when not in conflict with Florida law, the Articles of Incorporation, the Declaration or these By-Laws.

Section 3. Conflicts. If there are conflicts or inconsistencies between the provisions of Florida law, the Articles of Incorporation, the Declaration and these By-Laws, the provisions of Florida law, the Declaration and the Articles of Incorporation (in that order) shall prevail.

Section 4. Books and Records. The books, records and papers of the Association shall at all reasonable times be subject to inspection by any member of the Association.

Section 5. Amendment. These By-Laws may be amended by the members of the Association at any regular or special meeting duly called for the purpose, by the affirmative vote of a majority vote of the Class "A" members of the Association in attendance, in person or by proxy, are entitled to cast, and by the Class "B" member so long as the Class "B" membership shall exist. Notwithstanding the foregoing, those provisions of these By-Laws which are governed by said Declaration or by Florida law may not be amended, repealed or altered except as provided in said Declaration or by applicable law. Provided further, that written notice of any meeting called for the purpose of amending these By-Laws shall be sent to the holders of any and all first mortgages affecting any of the lots, not less than thirty (30) days in advance of the meeting, setting forth the purpose of the meeting. A reasonable charge may be assessed to cover the cost of such notice. No amendment to these By-Laws shall alter, modify or rescind any right, title, interest or privilege herein granted or accorded to the holder of any mortgage affecting any lot unless such holder shall consent in writing thereto.

\* \* \* \* \*

*Adopted as of September, 4, 1984*  
  
JAMES K. LEEWARD, SECRETARY

**RESOLUTION OF BOARD OF DIRECTORS OF  
LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.**

WHEREAS, the provisions of §617.0701(4)(a), Florida Statutes, authorize any action required or permitted to be taken at an annual or special meeting of the members to be taken without a meeting if evidenced by one or more written consents describing the action, dated, and signed by approving members having the requisite number of votes to have taken such action at a meeting, and

WHEREAS, the Board of Directors desires to minimize the inconvenience and expense to the members in acting upon certain matters requiring action by the members.

NOW, THEREFORE, BE IT RESOLVED that the Secretary of the Association prepare an appropriate form of written consent consenting to:

(1) Adopting the recommendation of the Ad Hoc Insurance Committee that in reconstruction of the Red Barn Picnic Pavilion following the substantial damage thereto, the Board be authorized to remodel and expand the facility, utilizing the insurance proceeds received from such casualty loss and the proceeds of a special assessment not to exceed \$200.00 per lot, and

(2) That Article Two, Section 2 of the Bylaws of the Association be amended to read as follows:

Section 2. Annual Meetings. The Association shall meet annually during the last 60 days of each fiscal year at a date and time determined each year by the Board of Directors, provided that annual meetings be held at an interval of no more than 13 months.

BE IT FURTHER RESOLVED that upon preparation of such ballot, a copy be sent to each member of the Association for consideration, accompanied by an explanation as to the Board's recommendation that the members consent to such actions.





DAVID R ELLSPERMANN CLERK & COMPTROLLER MARION CO  
 DATE: 07/07/2016 03:03:18 PM  
 FILE #: 2016063305 OR BK 6420 PGS 274-280  
 REC FEES: \$61.00 INDEX FEES: \$0.00  
 DDS: \$0 MDS: \$0 INT: \$0

Prepared by:  
 Lawrence C. Callaway, III, Esq.  
 Klein & Klein, LLC  
 40 SE 11<sup>th</sup> Avenue  
 Ocala, Florida 34471

**NOTICE OF MARKETABLE TITLE ACTION**

**LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.** (the "Association"), whose mailing address is Post Office Box 1476, Ocala, Florida 34478, and whose principal address is 7961 SE 58<sup>th</sup> Avenue, Suite 102, Ocala, Florida 34480, hereby gives Notice of Marketable Title Action, in accordance with the requirements of **Section 712.05 Florida Statutes**, and **Section 712.06 Florida Statutes**. The Affidavit required under **Section 712.06(1)(b), Florida Statutes**, is attached hereto as **Exhibit "A"**. A full and complete description of all land affected by this Notice is attached hereto as **Exhibit "B"**. The claims preserved by this Notice are the Declarations, Protective Covenants and Amendments thereto enumerated in the Statement of Marketable Title Action, attached to the Affidavit attached as **Exhibit "A"** to this Notice.

IN WITNESS WHEREOF, the Association has caused this Notice to be executed as of the 7<sup>th</sup> day of July, 2016.

Signed, sealed and delivered  
 in the presence of:

**LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.**, a Florida corporation

D. F. Sharpe  
 Print Name: DAVE SHARPE

By: Kent Leeward  
**KENT A. LEEWARD, President**

Rebecca Goforth Chauncey  
 Print Name: Rebecca Goforth Chauncey

**EXHIBIT "A"**

**AFFIDAVIT**

STATE OF FLORIDA

COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared **KENT A. LEEWARD** ("Affiant"), who, after being first duly sworn, did depose and say as follows:

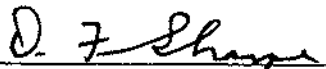
1. Affiant is over the age of eighteen (18) years, is a Director and President of **LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.** (the "Association"), and has personal knowledge of the facts herein set forth.

2. The Statement of Marketable Title Action, attached hereto as **Exhibit "1"**, was duly authorized by the affirmative vote of at least two-thirds (2/3) of the Members of the Board of Directors of the Association at a meeting duly noticed and held on July 6, 2016, in accordance with the requirements of the By-Laws of the Association.

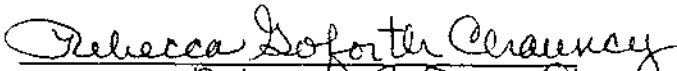
3. In accordance with the requirements of Section 712.06(1)(c), *Florida Statutes*, the Board of Directors of the Association caused a copy of the Statement of Marketable Title Action to be mailed or hand-delivered to the Members of the Association not less than seven (7) days prior to the meeting at which it was considered.

FURTHER AFFIANT SAYETH NAUGHT.

Signed, sealed and delivered  
in the presence of:

  
Print Name: DAVE SHARPE

  
KENT A. LEEWARD

  
Print Name: Rebecca Goforth Chauncey

STATE OF Florida  
COUNTY OF Marion

The foregoing instrument was sworn to and acknowledged before me this 7<sup>th</sup> day of July, 2016, by **KENT A. LEEWARD**, as President of **LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.**, who is personally known to me ~~or~~ who has produced N/A as identification.

Rebecca Goforth Chauncy  
Notary Public



Name: \_\_\_\_\_  
Personally Known:   
Produced Identification: N/A  
Type: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

## **EXHIBIT "1"**

### **STATEMENT OF MARKETABLE TITLE ACTION**

The LEEWARD AIR RANCH PROPERTY OWNERS ASSOCIATION, INC. (the "Association") has taken action to ensure that the following:

DECLARATION LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 1115 PAGE 0590;

FIRST AMENDMENT TO DECLARATION LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 1487 PAGE 1318;

SECOND AMENDMENT TO DECLARATION OF LEEWARD AIR RANCH UNITS 1, 2, 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 1775 PAGE 0654;

FIRST SUPPLEMENTARY DECLARATION TO THE DECLARATION LEEWARD AIR RANCH UNITS 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 1487 PAGE 1761

SECOND SUPPLEMENTARY DECLARATION TO THE DECLARATION LEEWARD AIR RANCH SQUADRON 5,6,7 RECORDED IN OFFICIAL RECORDS BOOK 1788 PAGE 1823;

THIRD SUPPLEMENTARY DECLARATION TO THE DECLARATION LEEWARD AIR RANCH SQUADRON 8 RECORDED IN OFFICIAL RECORDS BOOK 3138 PAGE 0836;

PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 1115 PAGE 0583;

FIRST AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 1487 PAGE 1323

SECOND AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 1487 PAGE 1759;

THIRD AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 05664 PAGE 0001;

FOURTH AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 1 AND 2 RECORDED IN OFFICIAL RECORDS BOOK 05728 PAGE 1236;

PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 1487 PAGE 1331;

FIRST AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 4378 PAGE 0902;

SECOND AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 5664 PAGE 0003;

THIRD AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH UNITS 3 AND 4 RECORDED IN OFFICIAL RECORDS BOOK 5728 PAGE 1234;

PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH VILLAGE SQUADRON 5 AND 6 RECORDED IN OFFICIAL RECORDS BOOK 1790 PAGE 1934;

FIRST AMENDMENT TO PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH VILLAGE SQUADRON 5 AND 6 RECORDED IN OFFICIAL RECORDS BOOK 2231 PAGE 1890; AND

PROTECTIVE COVENANTS, CONDITIONS AND RESERVATIONS LEEWARD AIR RANCH SQUADRON 8 RECORDED IN OFFICIAL RECORDS BOOK 3138 PAGE 0837;

all of the public records of Marion County, Florida, as may be amended from time to time, currently burdening the property of each and every member of the Association owning property in the applicable Unit or Squadron, retain their status as the source of marketable title with regard to the transfer of a member's residence. To this end, the Association shall cause the notice required by Chapter 712, Florida Statutes, to be recorded in the public records of Marion County, Florida. Copies of this notice and its attachments are available through the Association pursuant to the Association's governing documents regarding official records of the Association.

Signed, sealed and delivered in the presence of:

D. Sharpe  
Print Name: DAVE SHARPE

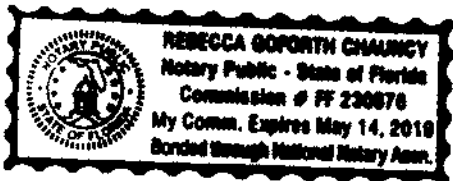
Rebecca Goforth Chauncy  
Print Name: Rebecca Goforth Chauncy

LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.

By: Kent Leeward  
**KENT A. LEEWARD**  
President and Director

STATE OF Florida  
COUNTY OF Marion

The foregoing instrument was acknowledged before me this 7<sup>th</sup> day of July, 2016, by **KENT A. LEEWARD**, as President and a Director of **LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.**, who is personally known to me ~~or who has produced~~ N/A as identification.



Rebecca Goforth Chauncy  
Notary Public  
Name: \_\_\_\_\_  
Personally Known:   
Produced Identification: N/A  
Type: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

**EXHIBIT "B"**

**LANDS AFFECTED BY NOTICE**

Leeward Air Ranch Unit 1, according to the Plat thereof, recorded in Plat Book V Page 4, public records of Marion County, Florida;

Leeward Air Ranch Unit 2, according to the Plat thereof, recorded in Plat Book V Page 6, public records of Marion County, Florida;

Leeward Air Ranch Unit 3, according to the Plat thereof, recorded in Plat Book Z Page 58 public records of Marion County, Florida;

Leeward Air Ranch Unit 4, according to the Plat thereof, recorded in Plat Book Z Page 61, public records of Marion County, Florida;

Leeward Air Ranch Village Squadron 5, according to the Plat thereof, recorded in Plat Book 2 Page 54, public records of Marion County, Florida;

Leeward Air Ranch Village Squadron 6, according to the Plat thereof, recorded in Plat Book 2 Page 56, public records of Marion County, Florida;

Leeward Air Ranch Village Squadron 7, according to the Plat thereof, recorded in Plat Book 2 Page 58, public records of Marion County, Florida; and

Leeward Air Ranch Squadron 8, according to the Plat thereof, recorded in Plat Book 6 Page 144, public records of Marion County, Florida.

STATE OF Florida  
COUNTY OF Marion

The foregoing instrument was sworn to and acknowledged before me this 7<sup>th</sup> day of July, 2016, by **KENT A. LEEWARD**, a Director and President of **LEEWARD AIR RANCH PROPERTY OWNERS' ASSOCIATION, INC.**, who is personally known to ~~me or who has produced~~ N/A as identification.



Rebecca Doforth Chauncey  
Notary Public  
Name: \_\_\_\_\_  
Personally Known:  \_\_\_\_\_  
Produced Identification: N/A \_\_\_\_\_  
Type: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

# State of Florida

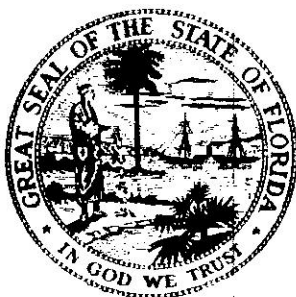


## Department of State

*I certify that the attached is a true and correct copy of the Articles of Incorporation of LEeward AIR RANCH PROPERTY OWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on October 19, 1984, as shown by the records of this office.*

*The charter number of this corporation is N05753.*

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
22nd day of October, 1984.



A handwritten signature in cursive script, appearing to read "George Firestone".

George Firestone  
Secretary of State



ARTICLES OF INCORPORATION  
OF  
LEEWARD AIR RANCH PROPERTY OWNERS ASSOCIATION, INC.

FILED  
1981 OCT 19 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE ONE  
NAME

The name of the corporation is Leeward Air Ranch Property Owners Association, Inc.

ARTICLE TWO  
DURATION

The corporation shall have perpetual duration.

ARTICLE THREE  
PURPOSES AND POWERS

The corporation does not contemplate pecuniary gain or profit, direct or indirect, to its members. In way of explanation and not of limitation, the purposes for which it is formed are:

A. To be and constitute the Association to which reference is made in the Declaration, as recorded in Official Records Book 1115, Pages 0590 through 0602 of the Public Records of Marion County, Florida establishing a plan of development. To perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified in the declaration, in the By-Laws and as provided by law.

B. To provide an entity for the furtherance of the interests of the Owners of lots in the development.

In furtherance of its purposes, the corporation shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws, may be exercised by the Board of Directors:

1. All of the powers conferred upon corporations not for profit by common law and the statutes of the State of Florida in effect from time to time.

2. All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws or the Declaration, including without limitation, the following:

(a) To fix and to collect assessments or other charges to be levied against the Properties;

(b) To manage, control, operate, maintain, repair and improve Common Property and facilities and property subsequently acquired by the corporation, or any property owned by another, for which the corporation by rule, regulation, Declaration or contract has a right or duty to provide such services;

(c) To enforce covenants, conditions or restrictions affecting any property to the extent the Association may be authorized to do so under any Declaration of Covenants, Conditions and Restrictions or By-Laws;

(d) To engage in activities which will actively foster, promote and advance the common interests of all Owners of lots in the development;

(e) To buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal in and with real, personal and mixed property of all kinds and any right or interest therein for any purpose of the corporation;

(f) To borrow money for any purpose, subject to limitations contained in the By-Laws;

(g) To enter into, make, perform or enforce contracts of every kind and description; and to do all other acts necessary, appropriate or advisable in carrying out any purpose of the Association with or in association with any corporation or other entity or agency, public or private.

(h) To act as agent, trustee or other representative of other corporations, firms or individuals; and as such to advance the business or ownership interests of such corporation, firms or individuals;

(i) To adopt, alter and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, that such By-Laws may not be inconsistent with or contrary to any provision of the Declaration;

(j) To provide any and all supplemental municipal services as may be necessary or proper.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article Three are Independent powers, not to be restricted by reference to or Inference from the terms of any other paragraph or provision of this Article Three.

**ARTICLE FOUR**  
**MEMBERSHIP**

The corporation shall be a membership corporation without certificates or shares of stock.

The corporation shall have two classes of membership; Class "A" and Class "B", as follows:

A. Class "A". Class "A" members shall be those owners as defined in the Declaration and as regulated by the By-Laws, with the exception of the Declarant or its successor in title. Class "A" members shall be entitled to one vote for each lot in which they hold the interest required for membership;

B. Class "B". Class "B" members shall be the Declarant or its successor in title. The Class "B" member shall be entitled to five votes for each lot in which it holds the interest required for membership provided the Class "B" membership shall cease and become converted to Class "A" membership on the happening of any of the following events, whichever occurs earlier:

1. When the total votes outstanding in the Class "A" membership equal the total votes outstanding in the Class "B" membership; or
  2. When in its sole discretion the Declarant so determines.
- From and after the happening of those events, whichever occurs earlier, the Class "B" member shall be deemed to be a Class "A" member entitled to one vote for each lot in which it holds the interest required for membership.

**ARTICLE FIVE**  
**BOARD OF DIRECTORS**

The business and affairs of the corporation shall be conducted, managed and controlled by a Board of Directors. The Board shall consist of

not less than three, nor more than nine, members; the specific number to be set from time to time as provided in the By-Laws.

The initial Board of Directors, who shall serve until the first appointment or election of directors, are as follows:

Victor Cameruci	1848 N.E. 40th Circle Ocala, Florida 32670
James K. Leeward	Post Office Box 1476 Ocala, Florida 32678
J. A. Perry	7547 S.E. 110th Street Road Belleview, Florida 32620

So long as there shall be a Class "B" membership, the Class "B" member shall appoint all directors, who shall serve at the pleasure of the Class "B" member. At the first annual meeting of the membership after the termination of such Class "B" membership, and at each annual meeting of the membership thereafter, all directors shall be elected. The Board may delegate such operating authority to such companies, individuals or committees as it, in its discretion, may determine.

#### ARTICLE SIX DISSOLUTION

The corporation may be dissolved only as provided in the Declaration, By-Laws and by the laws of the State of Florida.

#### ARTICLE SEVEN AMENDMENTS

These Articles may be amended as provided by Section 617.01, Florida Statutes, provided no amendment shall be in conflict with the Declaration and provided further no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

The By-Laws of Leeward Air Ranch Property Owners Association, Inc. may be made, altered or rescinded by the members of the Association consistent with the current Article Six, Section 5 of said By-Laws, which reads as follows:

These By-Laws may be amended by the members of the Association at any regular or special meeting duly called for the purpose, by the affirmative vote of a

majority vote of the Class "A" members of the Association in attendance, in person or by proxy, are entitled to cast, and by the Class "B" members so long as the Class "B" membership shall exist. Notwithstanding the foregoing, those provisions of these By-Laws which are governed by said Declaration or by Florida law may not be amended, repealed or altered except as provided in said Declaration or by applicable law. Provided further that written notice of any meeting called for the purpose of amending these By-Laws shall be sent to the holders of any and all first mortgages affecting any of the lots not less than thirty (30) days in advance of the meeting, setting forth the purpose of the meeting. A reasonable charge may be assessed to cover the cost of such notice. No amendment to these By-Laws shall alter, modify or rescind any right, title, interest or privilege herein granted or accorded to the holder of any mortgage affecting any lot unless such holder shall consent in writing thereto.

**ARTICLE EIGHT**  
**OFFICERS AND OFFICES HELD**

The names of the original officers and the offices held by each of Leeward Air Ranch Property Owners Association, Inc. shall be as follows:

President	Victor Cameruci 1848 N.E. 40th Circle Ocala, Florida 32670
Vice President	J. A. Perry 7547 S.E. 110th Street Road Belleview, Florida 32620
Secretary	James K. Leeward Post Office Box 1476 Ocala, Florida 32678

**ARTICLE NINE**  
**REGISTERED AGENT AND OFFICE**

The initial registered office of the corporation is 7801 S.E. 58th Avenue, Belleview, Florida 32620; and the initial registered agent at 7801 S.E. 58th Avenue, Belleview, Florida 32620 is James K. Leeward.

IN WITNESS WHEREOF, we, the undesigned subscribers, being natural persons competent to contract, have hereunto set our hands and seals and authorized to be filed in the office of the Secretary of State of the State of

Florida the foregoing ARTICLES OF INCORPORATION OF LEEWARD AIR RANCH PROPERTY OWNERS ASSOCIATION, INC., a corporation not-for-profit, this 4th day of September, 1984.

Victor H. Cameruci  
Victor Cameruci

James K. Leeward  
James K. Leeward

J. A. Perry  
J. A. Perry

STATE OF FLORIDA  
COUNTY OF MARION

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared VICTOR CAMERUCI, JAMES K. LEEWARD and J. A. PERRY, to me well known to be the persons described as subscribers in and who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me they subscribed to those ARTICLES OF INCORPORATION.

WITNESS my hand and official seal in the County and State above named this 4th day of September, 1984.

Elizabeth X. McFarland  
NOTARY PUBLIC

My Commission Expires:

(SEAL)

Notary Public, State of Florida  
My Commission Expires Sept. 1984

1984 OCT 19 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED