

ORDINANCE NO. 12-16

AN ORDINANCE OF MANATEE COUNTY, A POLITICAL SUBDIVISION OF THE STATE OF FLORIDA, RELATING TO TRADITION COMMUNITY DEVELOPMENT DISTRICT; PROVIDING LEGISLATIVE FINDINGS; SPECIFYING AUTHORITY; DISSOLVING TRADITION COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO SUBSECTION 190.046(9), FLORIDA STATUTES; REPEALING SECTION 2-8-35 OF THE MANATEE COUNTY CODE OF ORDINANCES; PROVIDING FOR RELIANCE UPON REPRESENTATIONS; SPECIFYING INTENT; REPEALING CONFLICTING ORDINANCES; PROVIDING FOR SEVERABILITY; AND PROVIDING AN EFFECTIVE DATE.

2012 JUN 18 PM 3:19  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

FILED

WHEREAS, the Florida Legislature has enacted and amended Chapter 190, Florida Statutes, to provide an alternative method to finance and manage basic services for community development; and

WHEREAS, the Manatee County Board of County Commissioners (Board) adopted Ordinance No. 06-19 on January 24, 2006, establishing Tradition Community Development District (District); and

WHEREAS, the Board adopted Ordinance No. 06-64 on September 7, 2006, consenting to the exercise of certain special powers by the District; and

WHEREAS, in Section 8 of Ordinance No. 06-19, Manatee County (County) reserved all rights to terminate the District as set forth in Section 190.046, Florida Statutes; and

WHEREAS, on November 10, 2011, the Board of Supervisors of the District adopted Resolution No. 2012-001 authorizing the District Counsel to file with the County a petition to dissolve and terminate the District; and

WHEREAS, the Chairman of the District Board of Supervisors has signed and the District Counsel has submitted to the County a Petition dated November 10, 2011 (Petition), requesting an ordinance terminating and dissolving Tradition Community Development District pursuant to Subsection 190.046(9), Florida Statutes; and

WHEREAS, Subsection 190.046(9), Florida Statutes, provides that if a district has no outstanding financial obligations and no operating or maintenance responsibilities, upon the petition of the district, the district may be dissolved by a nonemergency ordinance of the County; and

WHEREAS, the Petition represents to the County that the District has no outstanding financial obligations and no operating or maintenance responsibilities; and

WHEREAS, in adopting this Ordinance, the Board has relied upon the representations made in the Petition and other documents attached hereto as exhibits; and

WHEREAS, the Board has conducted a public hearing on this Ordinance in accordance with the requirements and procedures of Section 125.66, Florida Statutes.

NOW, THEREFORE, BE IT ORDAINED BY THE BOARD OF COUNTY COMMISSIONERS OF MANATEE COUNTY, FLORIDA:

Section 1. Legislative findings. The Board of County Commissioners of Manatee County, Florida, hereby adopts the "WHEREAS" clauses stated above as legislative findings in support of this Ordinance.

Section 2. Authority. This Ordinance is adopted pursuant to Subsection 190.046(9), Florida Statutes, Section 125.66, Florida Statutes, and other applicable provisions of law governing county ordinances.

Section 3. Dissolution. Tradition Community Development District, as established by Ordinance No. 06-19 and amended by Ordinance No. 06-64, is hereby dissolved.

Section 4. Repeal of Section 2-8-35 of Manatee County Code of Ordinances. Section 2-8-35 of the Manatee County Code of Ordinances, entitled "Tradition Community Development District," is hereby repealed in its entirety.

Section 5. Reliance upon representations. The dissolution of the District is specifically based upon the representations made in the following documents:

- a. Petition by the Tradition Community Development District Board of Supervisors Requesting the Manatee County Board of County Commissioners to Approve an Ordinance Terminating and Dissolving the District Pursuant to Subsection 190.046(9), Florida Statutes, dated November 10, 2011, signed by Priscilla G. Heim, Chairman of the Board of Supervisors of the District, attached hereto as Exhibit A;
- b. Affidavit in Support of Petition to Terminate the Tradition Community Development District dated March 28, 2012, executed by James R. Schier, Vice-President of Neal Communities Land Development, LLC, a Florida limited liability company, attached hereto as Exhibit B; and
- c. Affidavit in Support of Petition to Terminate the Tradition Community Development District dated January 23, 2012, executed by James R. Schier, President of Fairfield Neighborhood Association, Inc., a Florida not for profit corporation, attached hereto as Exhibit C.

Section 6. Intent. It is the intent of the Board of County Commissioners of Manatee County to not assume any expenses whatsoever for capital financing, construction, installation,

operation or maintenance of any facilities or services of the District. It is the intent of the Board of County Commissioners of Manatee County that the infrastructure proposed for the District will be financed, constructed and installed utilizing private funds of Neal Communities Land Development, LLC. It is the intent of the Board of County Commissioners of Manatee County that the Fairfield Neighborhood Association, Inc., will assume the financial obligations, the permit conditions, and the operating and maintenance responsibilities for all facilities and services within the District that would have been furnished by the District. It is the intent of the Board of County Commissioners of Manatee County that the County will assume responsibility for the operation and maintenance of the potable water and wastewater facilities constructed and installed by the Developer after they have been accepted by the County. It is further the intent of the Board of County Commissioners of Manatee County to exercise any power not inconsistent with general or special law, including but not restricted to, the power to establish municipal service taxing or benefit units authorized by Section 125.01, Florida Statutes, for any part or all of the unincorporated area contained within the boundaries of the District.

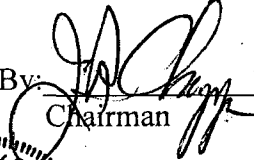
Section 7. Repeal of conflicting ordinances. All ordinances or parts of ordinances in conflict with the provisions of this Ordinance, including but not limited to Ordinance No. 06-19 and Ordinance No. 06-64, are hereby repealed.

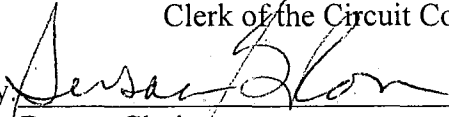
Section 8. Severability. If any section, sentence, clause, or other provision of this Ordinance shall be held to be invalid or unconstitutional by a court of competent jurisdiction, such section, sentence, clause, or other provision shall be deemed severable, and such invalidity or unconstitutionality shall not be construed as to render invalid or unconstitutional the remaining sections, sentences, clauses, or provisions of this Ordinance.

Section 9. Effective date. This Ordinance shall take effect immediately upon the filing of a certified copy of this Ordinance with the Secretary of State pursuant to Section 125.66, Florida Statutes.

PASSED AND ADOPTED, with a quorum present and voting, by the Board of County Commissioners of Manatee County, Florida, this 7th day of JUNE, 2012.

BOARD OF COUNTY COMMISSIONERS  
MANATEE COUNTY, FLORIDA

By:  \_\_\_\_\_  
Chairman

ATTEST: R.B. Shore  
Clerk of the Circuit Court  
By:  \_\_\_\_\_  
Deputy Clerk



# EXHIBIT "A"

Received

JAN 27 2012

ZONING

**PETITION BY THE TRADITION COMMUNITY DEVELOPMENT DISTRICT  
BOARD OF SUPERVISORS REQUESTING THE MANATEE COUNTY  
BOARD OF COUNTY COMMISSIONERS TO APPROVE AN ORDINANCE  
TERMINATING AND DISSOLVING THE DISTRICT PURSUANT TO  
SUBSECTION 190.046(9), FLORIDA STATUTES**

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Petitioner, the Tradition Community Development District (hereinafter the "District"), is a local unit of special purpose special-purpose government organized and existing in accordance with the Uniform Community Development District Act of 1980, Chapter 190, Florida Statutes, as amended, and created by Manatee County Ordinance No. 06-19, duly enacted by the Board of County Commissioners of Manatee County, Florida, on January 24, 2006.

The District, by and through its Board of Supervisors (the "Board"), and authorized by District Resolution 2012-001, attached hereto as Exhibit "A", and incorporated herein, does hereby petition and request the Manatee County Board of County Commissioners to terminate and dissolve the District pursuant to subsection 190.046(9), Florida Statutes.

In consideration of this petition, the District's Board does hereby state it has no outstanding financial obligations, no operation and maintenance expenses, no assets, and it satisfies the requirements set forth in subsection 190.046(9), Florida Statutes, to be terminated and dissolved by ordinance approved by the Manatee County Board of County Commissioners.

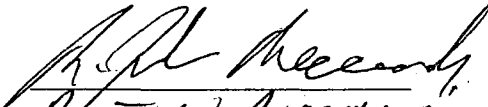
WHEREFORE, Petitioner respectfully requests the Manatee County Board of County Commissioners to:

- A. Schedule a public hearing to consider this Petition pursuant to the procedures set forth in subsection 190.046(9), Florida Statutes.
- B. Grant the Petition and adopt an Ordinance whereby the Manatee County Board of County Commissioners terminates and dissolves the District.

Approved by the District's Board this 10<sup>TH</sup> day of  
NOVEMBER, 2011

TRADITION COMMUNITY  
DEVELOPMENT DISTRICT

Attest:

By:   
R. John Riccimeni  
Print Name, Assistant Secretary

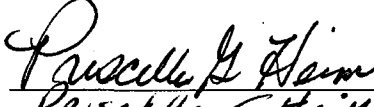
By:   
Priscilla G Heim  
Print Name  
Its: Chairman

EXHIBIT "A"

RESOLUTION NO. 2012-001

Received  
JAN 27 2012  
ZONING

A RESOLUTION OF THE BOARD OF SUPERVISORS OF THE TRADITION COMMUNITY DEVELOPMENT DISTRICT; NULLIFYING, CANCELING, TERMINATING, EXTINGUISHING, RELEASING AND DISCHARGING ANY AND ALL LIENS OR ASSESSMENTS, OF ANY KIND, WHATSOEVER, CREATED UNDER CHAPTER 190 OR 170, FLORIDA STATUTES; CERTIFYING AND CONFIRMING NO OUTSTANDING FINANCIAL OBLIGATIONS OF THE DISTRICT EXIST; CERTIFYING AND CONFIRMING THE DISTRICT HAS NO OPERATION OR MAINTENANCE EXPENSES, RESPONSIBILITIES OR ASSETS UPON WHICH TO PERFORM THOSE RESPONSIBILITIES; AUTHORIZING THE FILING OF A PETITION WITH THE MANATEE COUNTY BOARD OF COUNTY COMMISSIONERS TO DISSOLVE AND TERMINATE THE TRADITION COMMUNITY DEVELOPMENT DISTRICT PURSUANT TO SUBSECTION 190.046(9), FLORIDA STATUTES; PROVIDING FOR RELIANCE UPON REPRESENTATIONS; SPECIFYING INTENT; REPEALING CONFLICTING RESOLUTIONS OF THE BOARD OF SUPERVISORS; PROVIDING FOR SEVERABILITY; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, the Tradition Community Development District (the "District") is a local unit of special-purpose government organized and existing in accordance with the Uniform Community Development District Act of 1980, Chapter 190, Florida Statutes, as amended, and created by Manatee County Ordinance No. 06-19, duly enacted by the Board of County Commissioners of Manatee County, Florida, on January 24, 2006; and,

WHEREAS, the District desires to cancel and terminate any and all assessments or liens in existence and created under Chapters 190 or 170, Florida Statutes, or otherwise, and to terminate its existence pursuant to subsection 190.046(9), Florida Statutes.

NOW, THEREFORE, BE IT RESOLVED by the Board of Supervisors of Tradition Community Development District, (the "Board"), as follows:

**Section 1. Nullifying, Canceling, Terminating, Extinguishing, Releasing and Discharging Any And All Liens Or Assessments, Of Any Kind, Whatsoever, Created Under Chapter 190 or 170, Florida Statutes, Or Otherwise.** By this Resolution, the District's Board does hereby nullify, cancel, terminate, extinguish, release and forever discharge any and all assessments, special assessments, bonds, liens, debt, and or financial obligations of any kind whatsoever, (the "Financial Obligations"), on the District's lands set forth on Exhibit "A", attached hereto and incorporated herein, created under Chapter 190 or 170, Florida Statutes, or otherwise. The District's Board hereby certifies and confirms no Financial Obligations of the District currently exist or remain unpaid, due or owed. The District certifies and confirms the District never obtained any bonds or other financing to construct, operate or maintain District improvements. The District's Board further certifies and confirms it shall not approve any new Financial Obligations against the District's lands.

**Section 2. Confirming No Outstanding Financial Obligations Of The District Exist.** As of the date hereof, the District's Board does hereby certify and confirm the District

has no outstanding Financial Obligations. The District's Board further certifies and confirms it shall not approve any new Financial Obligations.

**Section 3. Confirming The District Has No Operation Or Maintenance Expenses, Responsibilities Or Assets Upon Which To Perform Those Responsibilities.**

As of the date hereof, the District's Board does hereby certify and confirm the District has no operation or maintenance responsibilities or assets upon which it could perform any operation or maintenance responsibilities. The Tradition project is planned to be financed by the Landowner and Developer of the project, not the District. The District's Board further certifies and confirms the District shall not approve any new operation or maintenance responsibilities or expenses, or acquire any assets. The District's Board certifies and confirms the District has no capital improvements or other infrastructure which it has constructed or has any obligations to maintain.

**Section 4. Authorizing The Filing Of A Petition With The Manatee County Board Of County Commissioners To Dissolve And Terminate The Tradition Community Development District Pursuant to Subsection 190.046(9), Florida Statutes; Providing for Reliance Upon Representations; Specifying the District's Intent to Dissolve; and Repealing Conflicting Resolutions.**

The District's Board does hereby authorize its District Counsel to rely upon all representations made by the District's Board pursuant to this Resolution and to file a petition with the Manatee County Board of County Commissioners to dissolve and terminate the District pursuant to subsection 190.046(9), Florida Statutes, which dissolution of the District the Board does hereby specifically request and authorize. The District's Board hereby repeals any prior conflicting resolutions of the Board. The District's Board reaffirms the District has no outstanding financial obligations, no operation and maintenance expenses, no assets, and it may be dissolved pursuant to subsection 190.046(9), Florida Statutes.

**PASSED** in public session of the Board of Supervisors of the Tradition Community Development District, this 10<sup>th</sup> day of November, 2011.

ATTEST:

**TRADITION COMMUNITY  
DEVELOPMENT DISTRICT**

By: 

Name: R. John Riccianni

Title: Secretary, Board of Supervisors

By: 

Name: PRISCILLA G. HEIM

Title: Chairperson, Board of Supervisors

Exhibit "A"

**King**  
ENGINEERING ASSOCIATES, INC.

2940 University Parkway  
Sarasota, Florida 34243

Phone 941-358-6500  
Fax 941-358-6540

**DESCRIPTION:** (PER FUND COMMITMENT)

THAT PART OF THE NE 1/4 OF THE NE 1/4 OF SECTION 16, TOWNSHIP 35 SOUTH, RANGE 18 EAST, LYING SOUTH OF ONECO-ARCADIA ROAD LYING AND BEING IN MANATEE COUNTY, FLORIDA, LESS ROAD RIGHT-OF-WAY

ALSO LESS:

COMMENCE AT THE NORTHWEST CORNER OF THE NORTHEAST 1/4 OF SAID NORTHEAST 1/4 OF SECTION 16; THENCE ALONG THE WEST LINE OF THE NORTHEAST 1/4 OF SAID NORTHEAST 1/4, SOUTH 00°21'13" WEST, 387.17 FEET TO THE SOUTH EXISTING RIGHT-OF-WAY LINE FOR STATE ROAD 70 (PER 1318-101) FOR A POINT OF BEGINNING; THENCE ALONG SAID SOUTH EXISTING RIGHT-OF-WAY LINE THE FOLLOWING COURSES: SOUTH 89°48'01" EAST, 1,043.17 FEET; SOUTH 00°11'59" EAST, 5.00 FEET; SOUTH 89°48'01" EAST, 73.34 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY; THENCE ALONG THE ARC OF SAID CURVE TO THE LEFT, HAVING A RADIUS OF 11,509.16 FEET, A CENTRAL ANGLE OF 01°02'03.2", AN ARC LENGTH OF 207.75 FEET, THE CHORD FOR WHICH BEARS NORTH 89°40'57" EAST TO THE EAST BOUNDARY OF SAID SECTION 16 AND TO THE END OF SAID CURVE; THENCE ALONG SAID EAST BOUNDARY SOUTH 00°24'04" WEST, 12.66 FEET; THENCE SOUTH 87°56'12" WEST, 438.19 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY; THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,530.18 FEET, A CENTRAL ANGLE OF 01°01'33", AN ARC LENGTH OF 206.45 FEET, THE CHORD FOR WHICH BEARS SOUTH 88°26'59" WEST TO THE END OF SAID CURVE; THENCE NORTH 01°02'15" WEST, 10.00 FEET TO THE BEGINNING OF A CURVE CONCAVE NORTHERLY; THENCE ALONG THE ARC OF SAID CURVE TO THE RIGHT, HAVING A RADIUS OF 11,520.16 FEET, A CENTRAL ANGLE OF 01°14'14", AN ARC LENGTH OF 248.74 FEET, THE CHORD FOR WHICH BEARS SOUTH 89°34'52" WEST TO THE END OF SAID CURVE; THENCE NORTH 89°48'01" WEST, 413.17 FEET; THENCE SOUTH 00°11'59" WEST, 10.00 FEET; THENCE NORTH 89°48'01" WEST, 20.00 FEET TO THE WEST LINE OF THE NORTHEAST 1/4 OF SAID NORTHEAST 1/4; THENCE ALONG SAID WEST LINE NORTH 00°21'13" EAST, 42.00 FEET TO THE POINT OF BEGINNING.



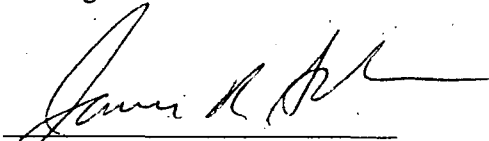
# EXHIBIT "B"

## AFFIDAVIT OF JAMES R. SCHIER, VICE PRESIDENT OF NEAL COMMUNITIES LAND DEVELOPMENT, LLC, A FLORIDA LIMITED LIABILITY COMPANY, IN SUPPORT OF PETITION TO TERMINATE THE TRADITION COMMUNITY DEVELOPMENT DISTRICT

I, James R. Schier, Vice President of Neal Communities Land Development, LLC, a Florida limited liability company ("Neal"), as landowner and developer of the Fairfield development (the "Development") in unincorporated Manatee County, Florida, first being duly sworn, deposes and says:

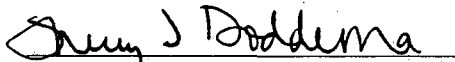
1. The Board of Supervisors of the Tradition Community Development District (the "District") has filed a Petition to terminate and dissolve the District with Manatee County, Florida (the "County").
2. Neal, as the sole landowner in the District, consents to the termination and dissolution of the District.
3. Neal is a Florida limited liability company and will use private funds to finance any construction of infrastructure in the Development, and for informational purposes only, that infrastructure may be similar to that good faith estimate of infrastructure per the Proposed Infrastructure Cost Estimate as set forth in the Petition to Establish the District.
4. The Development will be financed privately, and as such, Neal knows no reason why the District would be needed to finance the construction of infrastructure within the Development and no reason why the County would bear any additional expense as a result of the termination and dissolution of the District. Moreover, the District has no source of funding for the Development other than Neal, as the District has no bond funds.
5. Neal has or will receive applicable permits to construct the infrastructure of the Development.
6. Upon completion of construction of the infrastructure, the Fairfield Neighborhood Association, Inc., will assume permits, operations and maintenance of any infrastructure which otherwise would have been assumed by the District.
7. The foregoing is true to the best of my knowledge and belief.

FURTHER AFFIANT SAYETH NOT.

  
 \_\_\_\_\_  
 James R. Schier, as Vice President of  
 Neal Communities Land Development, LLC, a  
 Florida limited liability company

STATE OF FLORIDA  
COUNTY OF MANATEE

SWORN TO AND SUBSCRIBED before me this 28th day of March, 2012, by James R. Schier, as Vice President of Neal Communities Land Development, LLC, on behalf of the Company. He is personally known to me or has produced \_\_\_\_\_ as identification.

  
 \_\_\_\_\_  
 NOTARY PUBLIC  
 SHERRY S. DODDEMA  
 \_\_\_\_\_  
 Printed Name of Notary Public

Personally known  
 Produce Identification  
 Type of Identification \_\_\_\_\_  
 My Commission Expires: \_\_\_\_\_

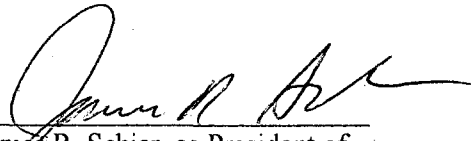
**AFFIDAVIT OF JAMES R. SCHIER, PRESIDENT  
OF FAIRFIELD NEIGHBORHOOD ASSOCIATION, INC.,  
A FLORIDA NOT FOR PROFIT CORPORATION  
IN SUPPORT OF PETITION TO TERMINATE THE  
TRADITION COMMUNITY DEVELOPMENT DISTRICT**

Received  
JAN 27 2012  
ZONING

I, James R. Schier, President of the Fairfield Neighborhood Association, Inc., a Florida not for profit corporation, (the "Association"), a homeowners association created to own, operate and maintain the common areas and common elements of the Fairfield development (the "Development") in unincorporated Manatee County, Florida, first being duly sworn, deposes and says:

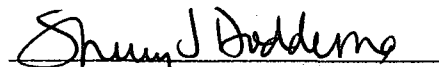
1. The Board of Supervisors of the Tradition Community Development District (the "District") has filed a Petition to terminate and dissolve the District with Manatee County, Florida (the "County"). The Association has no objections to the Petition to terminate and dissolve the District.
2. The Association will accept all ownership, operations and maintenance obligations and responsibilities as set forth in the Declaration of Covenants, Conditions and Restrictions for Fairfield (the "Declaration") associated with the Development, some obligations of which may have been planned to be owned, operated or maintained by the District. The Association is in the process of preparing a budget to pay for same, which budget upon completion shall be attached to the Declaration as an exhibit.
3. I, as President of the Association, am authorized to sign on behalf of the Association this Affidavit. A copy of the Articles of Incorporation of the Association is attached hereto as Exhibit "A".
4. The foregoing is true to the best of my knowledge and belief.

FURTHER AFFIANT SAYETH NOT.

  
 \_\_\_\_\_  
 James R. Schier, as President of  
 Fairfield Neighborhood Association, Inc.,  
 a Florida not for profit corporation

STATE OF FLORIDA  
COUNTY OF MANATEE

SWORN TO AND SUBSCRIBED before me this 23<sup>rd</sup> day of January, 2012, by James R. Schier, as President of Fairfield Neighborhood Association, Inc., on behalf of the Corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

  
 \_\_\_\_\_  
 NOTARY PUBLIC  
 SHERRY S. DODDEMA  
 \_\_\_\_\_  
 Printed Name of Notary Public

Personally known  
 Produce Identification  
 Type of Identification \_\_\_\_\_  
 My Commission Expires: \_\_\_\_\_



**EXHIBIT "A"**

**ARTICLES OF INCORPORATION  
OF  
FAIRFIELD NEIGHBORHOOD ASSOCIATION, INC., a Corporation Not For Profit**

The undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes, and certifies as follows:

**ARTICLE I. NAME AND ADDRESS**

The name of the corporation shall be **FAIRFIELD NEIGHBORHOOD ASSOCIATION, INC.**, a corporation not for profit. For convenience, the corporation shall herein be referred to as the "Association". The initial address of the corporation's principal office shall be 8210 Lakewood Ranch Blvd, Lakewood Ranch, Florida 34202.

**ARTICLE II. PURPOSE**

2.1 Purpose: The purpose for which the Association is organized is to provide an entity for the maintenance, preservation, and management of the Lots and Common Property within Fairfield (the "Subdivision"), a subdivision located in the unincorporated area of Manatee County, Florida, same to be in accordance with the "Declaration of Covenants, Conditions and Restrictions for Fairfield ", herein called the "Declaration", which is to be recorded in the Public Records of Manatee County, Florida, as same may be amended as provided for therein.

2.2 Distribution of Income: The Association shall make no distribution of income to its members, directors, or officers.

**ARTICLE III. POWERS**

3.1 Common Law and Statutory Powers: The Association shall have all of the common law and statutory powers of a corporation not for profit, which powers are not in conflict with the terms of these Articles of Incorporation, the Declaration, or the Purposes of the Association as described in Paragraph 2.1 above.

3.2 Specific Powers. The Association shall have all of the powers and duties set forth in the Declaration, as amended from time to time, except as validly limited by these Articles and by said Declaration, and all of the powers and duties reasonably necessary to own and/or operate the Common Property of the Subdivision pursuant to said Declaration and to perform the maintenance, administration, managerial and other functions for the Subdivision as provided in said Declaration, as it may be amended from time to time, including, but not limited to the following:

- (a) To make and collect Assessments against Members as Lot Owners to defray the cost of Common Expenses of the Subdivision as provided in the Declaration.
- (b) To use the proceeds of Assessments in the exercise of its powers and duties.
- (c) To accept, hold title to, own, purchase, acquire, replace, improve, manage, maintain, sell, convey and administer the use of the Common Property of the Subdivision in accordance with the Declaration.

- (d) To purchase insurance upon the Common Property, and for the protection of the Association and its Members.
- (e) To reconstruct improvements to the Common Property after casualties and further to improve the Common Property in accordance with the Declaration.
- (f) To adopt and amend reasonable rules and regulations respecting the use of the Common Property in accordance with the Declaration.
- (g) To enforce by legal means against an Owner as defined in the Declaration, the provisions of the Declaration, the By-Laws of the Association and rules and regulations duly adopted by the Association.
- (h) To furnish or otherwise provide for private security, fire protection or such other services as the Board in its discretion determines necessary or appropriate.
- (i) To pay any real and personal property taxes and other charges assessed against the Common Property unless same are separately assessed to the Owners.
- (j) To obtain all required utility and other services for the Common Property.
- (k) To maintain architectural control over the Subdivision in accordance with the Declaration.
- (l) To operate and maintain the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.
- (m) To exercise such further authority as may be reasonably necessary to carry out each and every of the obligations of the Association set forth in the Declaration, these Articles or the By-Laws.
- (n) Sue and be sued, as set forth in the Declaration.

3.3 Assets Held in Trust: All funds and the title of all properties acquired by the Association and the proceeds thereof shall be held in trust for the Members, in accordance with the provisions of the Declaration, these Articles of Incorporation and the By-Laws of the Association. Upon the dissolution or winding up of this Association, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Association shall be distributed pro-rata among all Members, or, alternatively, upon the affirmative vote of two thirds (2/3) of the Owners of Lots in the Subdivision, the assets of the Association may be conveyed or dedicated to (i) a public body willing to accept such assets; or (ii) a not for profit organization located in Manatee County, Florida, or the one closest to the Association, if none are located in Manatee County, having the same or similar purposes; provided that in the event of the dissolution of the Association, the property consisting of the surface water management system of the Subdivision shall be conveyed to an appropriate agency of local government, and if not accepted, the surface water management system shall be dedicated to a similar non-profit corporation.

3.4 Limitation on Exercise of Powers: The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the laws of the State of Florida, the Declaration, these Articles and the By-Laws of the Association.

#### ARTICLE IV. MEMBERS

4.1 Members: The Members of the Association shall consist of all of the record Owners of Lots in the Subdivision subject to the Declaration and operated hereby.

4.2 Change of Membership: Change of membership in the Association shall be established by the recording in the Public Records of Manatee County, Florida, of a deed or other instrument establishing a change of record title to a Lot in the Subdivision. A copy of such instrument shall be delivered to the Association. The Owner designated in such instrument shall thereupon become a member of the Association and the membership of the prior owner shall thereupon be terminated, as provided in the By-Laws.

4.3 Limitation on a Transfer of Shares of Assets: The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the Member's Lot.

4.4 Voting: Subject to the provisions of Section 3.02 of the Declaration, the Owner of each Lot shall be entitled to one vote as a member of the Association, provided, however, that the Declarant shall, during development, be entitled to the number of votes as provided in the Declaration, which votes may be apportioned to successor developers, or partial successor developers, as provided in the Declaration. The manner of exercising voting rights shall be determined by the By-Laws of the Association. Subject to the provisions of Section 3.02 of the Declaration, Owners owning more than one Lot shall be entitled to one vote for each Lot owned.

#### ARTICLE V. DIRECTORS

5.1 Board of Directors: The affairs of the Association shall be managed by a Board of Directors consisting of an odd number of Members determined from time to time in accordance with the By-Laws. In no event shall the Board of Directors consist of fewer than three (3) directors. Directors shall be Members of the Association except as otherwise provided.

5.2 Election of Directors: Directors of the Association shall be elected at the annual meeting of the Members, in the manner provided by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the By-Laws.

5.3 First Board of Directors: The names and addresses of the initial Board of Directors, who have been selected by the Declarant and who shall serve until their successors are elected and have qualified or until they resign or are removed, are as follows:

James R. Schier  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

Karen Byrnes  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

Priscilla Heim  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

The initial Board of Directors designated by Declarant herein, and any directors subsequently designated or appointed or elected by Declarant need not be members of the Association. All other Board members shall be Members of the Association.

#### ARTICLE VI. OFFICERS

6.1 Officers: The affairs of the Association shall be administered by a President, Vice President, Secretary, Treasurer and such other officers as may from time to time be created by the Board of Directors as permitted by the By-Laws. Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association and shall serve at the pleasure of the Board. Offices may be combined as provided in the By-Laws. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President: James R. Schier  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

Vice President/Treasurer: Karen Byrnes  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

Secretary: Priscilla Heim  
8210 Lakewood Ranch Blvd.  
Lakewood Ranch, FL 34202

#### ARTICLE VII. INDEMNIFICATION

7.1 Indemnification: Every director and every officer of the Association shall be indemnified by the Association against all expense and liabilities, including legal fees, reasonably incurred by, or imposed upon him in connection with any proceeding or the settlement of any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful and wanton misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

7.2 Insurance: The Board of Directors of the Association may purchase liability insurance to insure all directors, officers or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurance shall be paid by the Members of the Association as part of the common expenses.

## **ARTICLE VIII. BY-LAWS**

8.1 By-Laws: The first By-Laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded by a majority of the Board, except as otherwise may be provided by the By-Laws and the Declaration.

## **ARTICLE IX. AMENDMENTS**

9.1 Amendments: These Articles may be altered, amended or modified upon the affirmative vote of the owners of two thirds (2/3) of the Lots in the Subdivision. Provided, however, that these Articles may be altered, amended or modified by Declarant, or its Successor as such Declarant, during the time that Declarant has the right to and does control the Association in accordance with the Declaration. Amendments may be proposed by resolution of the Board of Directors or by the owners of any three Lots. Provided, however, that no amendment affecting the Declarant, or its successors or assigns as the developer of the Subdivision, as defined in the Declaration, shall be effective without the prior written consent of the Declarant, its successors or assigns as such Declarant. Provided, further, that no amendment shall make any change in the qualification for membership nor the voting rights of Members without the approval of all Members. No amendment shall be made which is in conflict with the Declaration. These Articles do hereby supplement, modify and amend those Articles of Incorporation as filed with the Secretary of State, Division of Corporations, of same date.

## **ARTICLE X. EXISTENCE**

10.1 Term: The term of the Association shall be perpetual; provided, however, in the event that the Association is ever dissolved, the control or right of access to the Subdivision property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the Association.

## **ARTICLE XI. INCORPORATOR**

11.1 Incorporator: The name and address of the incorporator of this Corporation is as follows: Vogler Ashton, PLLC, 2411 - A Manatee Ave. West, Bradenton, Florida 34205.

## **ARTICLE XII. REGISTERED OFFICE AND AGENT**

12.1 Registered Office and Agent: The Association hereby appoints Neal Communities Land Development, LLC, whose address is 8210 Lakewood Ranch Blvd., Lakewood Ranch, Florida, 34202, as its Resident Agent under the Laws of Florida. By affixing its signature hereto, the said Registered Agent does hereby accept said designation and appointment, and the office of the Resident Agent shall be at said address.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation effective as of the 19<sup>th</sup> day of January, 2012.

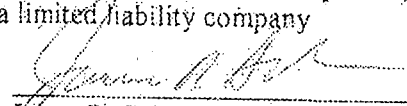
  
\_\_\_\_\_  
James R. Schier

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as Registered Agent.

Neal Communities Land Development, LLC, a  
Florida limited liability company

By:

  
\_\_\_\_\_  
James R. Schier

Its:

Manager



# Certificate of Status

I certify from the records of this office that FAIRFIELD NEIGHBORHOOD ASSOCIATION, INC. is a corporation organized under the laws of the State of Florida, filed electronically on January 19, 2012, effective January 19, 2012.

The document number of this corporation is N12000000634.

I further certify that said corporation has paid all fees due this office through December 31, 2012, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

I further certify that this is an electronically transmitted certificate authorized by section 15.16, Florida Statutes, and authenticated by the code noted below.

Authentication Code: 120120093902-500218889585#1

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Twentieth day of January, 2012



  
Kurt S. Browning  
Secretary of State



STATE OF FLORIDA, COUNTY OF MANATEE  
This is to certify that the foregoing is a true and  
correct copy of the documents on file in my office.  
Witness my hand and official seal this 12<sup>TH</sup> day of

R.D. SHORE  
Clerk of Circuit Court

By:  Nancy Harris D.C.



## FLORIDA DEPARTMENT *of* STATE

**RICK SCOTT**  
Governor

**KEN DETZNER**  
Secretary of State

June 19, 2012

Honorable R. B. "Chips" Shore  
Clerk of the Circuit Court  
Manatee County  
Post Office Box 25400  
Bradenton, Florida 34206

Attention: Ms. Nancy Harris, Deputy Clerk

Dear Mr. Shore:

Pursuant to the provisions of Section 125.66, Florida Statutes, this will acknowledge receipt of your letters dated June 12, 2012 and certified copies of Manatee County Ordinance Nos. PDR-11-09 (Z)(P), PDMU-11-13(G), PDR-12-02 (P), PDMU-99-02(P)(R2), 12-16 and PDMU-99-02 (G)(R5), which were filed in this office on June 18, 2012.

As requested, one date stamped copy of is being return for your records.

Sincerely,

A handwritten signature in cursive script that reads "Liz Cloud".

Liz Cloud  
Program Administrator

LC/srd

Enclosure