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Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF INCORPORATION**, along with a check in the amount of **\$78.75** for the applicable filing fees and fees to obtain a **Certified Copy** of the **Articles of Incorporation** for the following entity:

MOSS PARK MASTER HOMEOWNER'S ASSOCIATION, INC.

Upon receipt, please "date-stamp" the copy of the letter provided and call me at 577-9090 xt. 2832, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Mari-Jo Lewis-Wilkinson

Mari-Jo Lewis-Wilkinson
Paralegal

Enclosures

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MAY 23 2002

ARTICLES OF INCORPORATION

OF

MOSS PARK MASTER HOMEOWNER'S ASSOCIATION, INC., a Florida not for profit corporation

02 MAY 23 PM 2:13
SECRETARY OF STATE
DIVISION OF CORPORATIONS

The undersigned subscribers, all of whom are above the age of eighteen (18) years and competent to contract, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes (2001), and do hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Association shall be MOSS PARK MASTER HOMEOWNER'S ASSOCIATION, INC., a Florida not for profit corporation, hereinafter referred to as the "Association" or "Corporation."

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of the Association shall be located initially at 450 South Orange Avenue, 12th Floor, Orlando, Florida 32801, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Association shall be located at 450 South Orange Avenue, 12th Floor, Orlando, Florida 32801 and the initial registered agent of the Association at that address shall be Jay Berlinsky. The Association may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The registered agent for the Association shall maintain copies of all permits issued by South Florida Water Management District for the benefit of the Association, if any, so long as such copies are provided to the registered agent by the Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation

and architectural control of the Residential Property, Units, Lots and Common Area within those certain tracts of land located in Orange County, Florida, as more particularly described on Exhibit "A" attached hereto and incorporated herein (the "Property").

The Property is subject to that certain Development Order For Moss Park Planned Development of Regional Impact recorded on November 14, 2000 in Official Records Book 6163, Page 782, Public Records of Orange County, Florida ("Development Order"). The Property is encumbered by the terms, covenants, restrictions and conditions contained in the Declaration of Master Covenants, Conditions and Restrictions for Moss Park Community (Residential Properties) dated May 21, 2002, which will be recorded in the Public Records of Orange County, Florida, as the same may be amended from time to time (hereinafter the "Declaration"). The Property is also subject to that certain Declaration of Master Easement and Joint Use Agreement for Moss Park Community dated January 28, 2002, and recorded in Official Records Book 6449, Page 6704, Public Records of Orange County, Florida (the "Master Easement"). The defined terms set forth in Article I of the Declaration shall have the same meaning in this document as in the Declaration.

The Association is being formed to promote the health, safety and welfare of the residents within the above-described Property and any additions to the Property as may hereafter be brought within the jurisdiction of the Association and shall have the power to:

- (a) exercise all of the powers, enforcement rights and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration, as the same may be amended from time to time as therein provided;
- (b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration and the Master Easement; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
- (c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (d) borrow money, and with the assent of the representatives of two-thirds (2/3) of each class of Members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the Members. No such dedication, sale or transfer shall be effective unless an instrument has been signed by the representatives of two-thirds (2/3) of each class of Members, agreeing to such dedication, sale or transfer. However, there shall be no requirement of participation by or agreement of the Members in the event the dedication, sale or transfer is incidental to a replatting of any portion of the Common Property.

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

ARTICLE V

MEMBERSHIP

The Declarant, who is initially Lake Hart Partners, Inc., a Florida corporation, and every person or entity who is a record Owner of a fee or undivided fee interest in any Property which is subject to the Declaration, shall be a Member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Parcel, Residential Property, Lot, Unit or other property which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two (2) classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of Class B members. Voting by Class A members shall be allocated per Parcel, as shown on Exhibit "B" attached hereto, as may be amended in the future, and all votes hereunder shall be cast by Voting Members, in accordance with the following requirements:

(i) Unplatted, Vacant Land. For Parcels which are owned by Landowners, the Landowners shall be entitled to cast the total number of votes, per Parcel, or portion thereof, as shown on Exhibit "B." Upon conveyance of a Parcel, or portion thereof, which consists of unplatted, vacant land, to an Owner of such Parcel, the Owner shall be entitled to cast the total number of votes as allocated to such Parcel, which shall be based on the number of entitlements assigned to such Parcel, or portion thereof, by the Master Plan, as such Master Plan may be amended from time to time.

(ii) Platted Subdivisions, including Townhome Developments. Upon the platting of a single-family residential subdivision, but prior to the issuance of the first certificate of occupancy for a single family residential unit, the Owner shall be entitled to cast the total number of votes equal to the number of platted Lots in such Parcel, or portion thereof, which number shall be based on the number of entitlements assigned to such Parcel, or portion thereof, by the Master Plan, as such Master Plan may be amended from time to time. If Lots have been sold to multiple Owners, then all of the Owners shall elect a Neighborhood Representative to cast the votes for the entire Parcel.

(aa) Voting by Neighborhoods with Sub-Associations. After the issuance of the first certificate of occupancy for a platted subdivision which has a Sub-Association, the voting for the entire Parcel, or portion thereof, shall be cast by the President or other designated agent of the Sub-Association. The total number of votes as allocated to such Neighborhood shall be based on the number of platted Lots in such Neighborhood.

(bb) Voting by Neighborhoods without Sub-Associations. After the issuance of the first certificate of occupancy for a platted subdivision which does not have a Sub-Association, the voting for the entire Parcel, or portion thereof, shall be cast by the Neighborhood Representative. The total number of votes as allocated to such Neighborhood shall be based on the number of platted Lots in such Neighborhood.

(iii) Condominiums. For Parcels which have a condominium formed, the voting for the entire condominium shall be cast by the President or other designated agent of the Sub-Association. The total number of votes as allocated to such Neighborhood shall be based on the number of Units in such Condominium.

(iv) Rental Apartment Buildings. For Parcels which have Rental Apartment Buildings, the Owner shall be entitled to cast the total number of votes as allocated to such Parcel, which shall be based on the number of entitlements assigned to such Parcel, or portion thereof, by the Master Plan, as such Master Plan may be amended from time to time.

Class B. The Class B member shall be the Declarant, or its specifically designated successor, which successor must be designated in writing and in accordance with the provisions and limitations of Article XI, Section 2, of the Declaration. The Class B member shall be allocated a number of votes equal to three (3) times the total number of Class A votes at any time; provided, that the Class B membership shall cease and become converted to Class A membership upon Turnover. The Turnover of the Association by the Declarant shall occur at the Turnover meeting, which meeting shall take place within three (3) months of the occurrence of the following events, whichever occurs earliest:

(a) January 31, 2020.

(b) Upon voluntary conversion to Class A membership by the Declarant.

(c) When 90% of the residential entitlements set forth in the Development Order are built out and conveyed to Members of the Association other than to the Declarant, builders, contractors or others who purchase a Parcel, Lot, or Unit for the purpose of constructing improvements thereon for resale.

Association. The Association as an owner of the Common Area shall not be entitled to any votes.

Multiple Owners. Each vote in the Association shall be cast as a single vote, and fractional votes shall not be allowed. In the event that joint or multiple Owners are unable to agree among themselves as to how their vote or votes shall be cast, they shall lose their right to vote on the matter in question. If any Owner or Owners cast a vote on behalf of a particular Parcel, it shall thereafter be conclusively presumed for all purposes that he was or they were

acting with the authority and consent of all other Owners thereof. In the event more than the appropriate number of votes are cast for a particular Parcel, none of such votes shall be counted and such votes shall be deemed void.

Re-allocation of Voting Rights. The voting allocations are more particularly described in Exhibit "B" attached hereto and incorporated herein. It is contemplated by the Declarant and the Landowners that some or all of the Parcels may be developed in such a manner so that the Parcels contain fewer or more entitlements than as shown on Exhibit "B". In the event that a Parcel is developed with a number of entitlements that differs from those shown in Exhibit "B", the number of votes allocated to such Parcel will be revised in accordance with the actual scheme of development. For example, Parcel B is currently allocated 125 residential entitlements, and correspondingly 125 votes. However, if a future developer platted Parcel B with only 91 Lots, then the number of votes allocated to Parcel B would be 91. The remaining entitlements, and corresponding votes, would be reallocated among the other Parcels in the discretion of the Declarant. Upon such re-allocation of entitlements and votes, Exhibit "B" will be revised accordingly, and a revised version of Exhibit "G" will be made available to all Voting Members of the Association.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of seven (7) directors, who need not be Members. The number of directors shall be decreased to five (5) upon the elimination of Class B members. In addition, the number of directors may be either increased or diminished from time to time as provided in the By-Laws. The name and street address of the initial directors of this Association are:

(a) Campus Crusade for Christ, Inc. ("Campus Crusade") appointments:

J. Roger Bruehl	100 Lake Hart Drive Orlando, Florida 32832-0100
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David B. Sword	100 Lake Hart Drive Orlando, Florida 32832-0100
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(b) Wycliffe Bible Translators, Inc. ("Wycliffe") appointments:

Robert T. Lipps	11221 John Wycliffe Boulevard, Orlando, Florida 32832
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Forrest W. Flaniken	11221 John Wycliffe Boulevard, Orlando, Florida 32832
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(c) Declarant appointments:

Mark Meyer	450 S. Orange Avenue, 12 th Floor Orlando, Florida 32801
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Christyne Albury

450 S. Orange Avenue, 12th Floor
Orlando, Florida 32801

(d) Class A Member appointment:

Jay Berlinsky

450 S. Orange Avenue, 12th Floor
Orlando, Florida 32801

Directors may be removed with or without cause. The initial members of the Board shall serve for a period of one year. Thereafter, the members of the Board shall be appointed or elected, as the case may be, for three (3) year terms as follows:

Prior to Turnover, the following directors shall be appointed by each respective entity:

(a) By Declarant. The Declarant shall be entitled to appoint two (2) members of the Board.

(b) By Campus Crusade. Campus Crusade, or its successors and assigns, shall be entitled to appoint two (2) members of the Board for as long as Campus Crusade, or its successors and or assigns own Parcel G, as shown on Exhibit "C."

(c) By Wycliffe. Wycliffe, or its successors and assigns, shall be entitled to appoint two (2) members of the Board for as long as Wycliffe, or its successors and or assigns own Parcel F, as shown on Exhibit "C."

The following directors shall be elected by the following Voting Members:

(a) By All Class A Voting Members. Prior to Turnover, all Class A Voting Members shall be entitled to elect one (1) member of the Board. After Turnover, all Class A Voting Members shall be entitled to elect five (5) members of the Board.

ARTICLE VIII

OFFICERS

The Board of Directors shall elect a President, Vice President and Secretary and Treasurer and as many additional Vice Presidents and Assistant Secretaries and Assistant Treasurers as the Board shall determine. The President shall be elected from among the membership of the Board of Directors but no other officer needs to be a director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of the President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Treasurer or Assistant Secretary or Treasurer be held by the same person.

The affairs of the Association shall be administered by the officers designated in the By-laws of this Association. Said officers will be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and, with the approval of the Board of Directors, may employ a managing agent and/or such other managerial and

supervisory personnel or entities to administer or assist in the administration of the operation and management of the Common Areas and the affairs of the Association, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or a Director of the Association.

The names and addresses of the officers who will serve until their successors are designated are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Jay Berlinsky	450 S. Orange Avenue, 12 th Floor Orlando, Florida 32801
Vice President	Christyne Albury	450 S. Orange Avenue, 12 th Floor Orlando, Florida 32801
Secretary	Kimberly Ross	450 S. Orange Avenue, 12 th Floor Orlando, Florida 32801
Treasurer	Emily Raucci	450 S. Orange Avenue, 12 th Floor Orlando, Florida 32801

ARTICLE IX

DISSOLUTION

The Association shall exist in perpetuity. Provided, however, if the Association is dissolved all Common Property owned by the Association at such time shall be transferred to another association or appropriate public agency having similar purposes. If no other association or agency will accept such property then it will be conveyed to a Trustee appointed by the Circuit Court of Orange County, Florida, which Trustee shall sell the Common Property free and clear of the limitations imposed hereby upon terms established by the Circuit Court of Orange County, Florida. That portion of the Open Space or Common Property consisting of the Surface Water Management System cannot be altered, changed or sold separate from the lands it serves. The proceeds of such a sale shall first be used for the payment of any debts or obligations constituting a lien on the Common Property, then for the payment of any obligations incurred by the Trustee in the operation, maintenance, repair and upkeep of the Common Property. The excess of proceeds, if any, from Common Property shall be distributed among Owners in a proportion which is equal to the proportionate share of such Owners in Common Expenses. In any event, the Association may only be dissolved with the assent given in writing and signed by not less than the representatives of two-thirds (2/3rds) of each class of Members.

ARTICLE X

COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

This Association shall commence corporate existence on the date of filing these Articles with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management systems must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code ("F.A.C."), and be approved by the South Florida Water Management District prior to such termination, dissolution or liquidation. Any other assets will be dedicated to a public body, or conveyed to a non-profit organization of similar purposes.

ARTICLE XI

AMENDMENT

The Board of Directors shall have the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. Such amendment shall require the assent of a majority of such Directors.

ARTICLE XII

INCORPORATORS

The name and street address of the persons signing these Articles as Incorporators are:

Jay Berlinsky	450 S. Orange Ave., 12 th Floor Orlando, Florida 32801
Christyne Albury	450 S. Orange Ave., 12 th Floor Orlando, Florida 32801
Mark Meyer	450 S. Orange Ave., 12 th Floor Orlando, Florida 32801

ARTICLE XIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE XIV

INDEMNIFICATION

In addition to any rights and duties under applicable law, this Association shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees and costs, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director or officer of the Association, or is or was serving at the request of the Association as a director or officer of another corporation against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of these Articles of Incorporation.

ARTICLE XV

FHA/VA APPROVAL

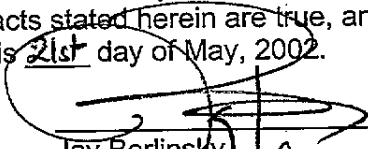
As long as there is a Class B membership, the following actions will require the prior approval of the Department of Housing and Urban Development, Federal Housing Administration or Veteran's Administration (as applicable): annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE XVI

DEFINITIONS

Capitalized terms contained herein shall have the definitions and meaning set forth in the Declaration.

IN WITNESS WHEREOF, the undersigned do hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hand and seal this 21st day of May, 2002.



Jay Berlinsky (SEAL)



Christyne Albury (SEAL)



Mark Meyer (SEAL)

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 21st day of May, 2002, by Jay Berlinsky.



Sonya Y Brauer
My Commission DD077485
Expires March 18, 2006

AFFIX NOTARY STAMP

Sonya Y Brauer
Signature of Notary Public

Sonya Y. Brauer
(Print Notary Name)

My Commission Expires: 3-18-06

Commission No.: DD077485

☒ Personally known, or

☐ Produced Identification

Type of Identification Produced

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 21st day of May, 2002, by Christyne Albury.



Sonya Y Brauer
My Commission DD077485
Expires March 18, 2006

AFFIX NOTARY STAMP

Sonya Y Brauer
Signature of Notary Public

Sonya Y. Brauer
(Print Notary Name)

My Commission Expires: 3-18-06

Commission No.: DD077485

☒ Personally known, or

☐ Produced Identification

Type of Identification Produced

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 21st day of May, 2002, by Mark Meyer.



Sonya Y Brauer
My Commission DD677485
Expires March 18, 2006

AFFIX NOTARY STAMP

Sonya Y Brauer
Signature of Notary Public
Sonya Y. Brauer
(Print Notary Name)
My Commission Expires: 3-18-06
Commission No.: DD677485
☒ Personally known, or
☐ Produced Identification
Type of Identification Produced

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**


In compliance with Section 48.091, Florida Statutes, the following is submitted:

MOSS PARK MASTER HOMEOWNER'S ASSOCIATION, INC. desiring to organize as a corporation under the laws of the State of Florida with its registered office and principal place of business at 450 South Orange Avenue, 12th Floor, Orlando, Florida 32801 has named and designated Jay Berlinsky as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

HAVING BEEN NAMED to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 21st day of May, 2002.


Jay Berlinsky Registered Agent

SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 MAY 23 PM 2:43