

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

Wind Stone At Ocoee Homeowner's Association, Inc.

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ARTICLES OF INCORPORATION OF
WIND STONE AT OCOEE HOMEOWNER'S ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(a corporation not for profit)

The undersigned subscribers and directors hereby file these Articles of Incorporation of WIND STONE AT OCOEE HOMEOWNER'S ASSOCIATION, INC., pursuant to Chapter 617, Florida Statutes and Chapter 720, Florida Statutes.

I ARTICLE

The name of the Corporation shall be WIND STONE AT OCOEE HOMEOWNER'S ASSOCIATION, INC., and its mailing address shall be 71 East Church Street, Orlando, Florida 32801. For convenience, the corporation shall be referred to below as the "Association".

II ARTICLE

The purpose for which the Association is organized is to establish, maintain and operate the common areas and recreational facilities, not for profit but solely for the mutual advantages of the members, to present a unified effort to the members in protecting the value of the property of the members in Wind Stone at Ocoee, Orange County, Florida; and to engage in such other activities in Wind Stone, according to the plat thereof to be recorded in the Public Records of Orange County, Florida.

(1) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Easements, Covenants, Conditions, and Restrictions for Wind Stone at Ocoee, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Comptroller, Orange County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(2) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the

Declaration, to pay all expenses in connection therewith and all office and other expenses in connection therewith and all office and other expenses incident to the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association.

(3) 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;

(4) Borrow money, and with the assent 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;

(5) 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 or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(6) Participate in mergers and consolidations with other non-profit organizations organized for the same purposes or annex additional residential property and Common Area, provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, and shall be approved by the Veteran's Administration or the Federal Housing Administration where such approval is required by the Declaration.

(7) 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.

III

ARTICLE

The members of the Association shall be limited to owners of lots in WIND STONE AT OCOEE, according to the Plat thereof to be recorded in the Public Records of Orange County, Florida, and owners of any subsequent lots which may be annexed to that

certain Declaration of Covenants and Restrictions to be recorded in the Public Records of Orange County, Florida. Every person or entity, except for a governmental entity, who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, 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 Lot which is subject to assessment by the Association. Article I of the Declaration to be recorded in the Public Records of Orange County, Florida provides for this Association, and said Declaration is incorporated herein as set forth at length.

IV

ARTICLE

This Association shall have perpetual existence.

V

ARTICLE

The name and street address of the initial registered office and the initial registered agent is as follows:

James R. Pratt
369 N. New York Avenue, Third Floor
Winter Park, Florida 32789.

VI

ARTICLE

The affairs of the Association shall be managed by a Board of Directors of not less than three (3) nor more than seven (7). The Board of Directors shall be elected by the members of the Association and shall be elected annually. The Board of Directors shall elect or appoint a President, Vice President, Secretary, Treasurer, and Assistant Secretary at the first meeting of the Board of Directors following each annual meeting of the members. The duties of the officers shall be prescribed by the Bylaws of the Association.

The names of the officers who are to serve until the first election by the Board of Directors shall be:

Robert W. Holston, Jr.
71 East Church Street
Orlando, Florida 32801

President

Rohland A. June, II
71 East Church Street
Orlando, Florida 32801

Vice President

Robert W. Holston, Jr.
71 East Church Street
Orlando, Florida 32801

Secretary

Rohland A. June, II
71 East Church Street
Orlando, Florida 32801

Treasurer

VIII

ARTICLE

The Bylaws of the Association shall be adopted by the Board of Directors. Thereafter, the Bylaws may be amended, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, except that the VA/FHA shall have the right to veto amendments while there is a Class B membership.

IX

ARTICLE

The names of the persons constituting the first Board of Directors and who will serve until the first election are:

Name _____

Address

Robert W. Holston, Jr

71 East Church Street
Orlando, Florida 32801

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Rohland A. June, II

71 East Church Street
Orlando, Florida 32801

Justine Maciel

71 East Church Street
Orlando, Florida 32801

X ARTICLE

The name and street address of the incorporator of these Articles of Incorporation is James R. Pratt, 369 North New York Avenue, Third Floor, Winter Park, Florida 32789.

XI ARTICLE

Amendments to the Articles of Incorporation may be proposed by any member and adopted by a seventy-five percent (75%) vote thereof.

XII ARTICLE

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.


XIII ARTICLE

So long as there is a Class B membership, the following actions will require the prior approval of the FHA or VA: annexation of additional properties, mergers and consolidations, mortgaging or common areas, dedication of common area, dissolution and amendment of these Articles.

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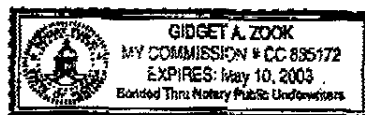
IN WITNESS WHEREOF, the undersigned have subscribed their names respectively to the Articles of Incorporation of WIND STONE AT OCOEE HOMEOWNER'S ASSOCIATION, INC., a corporation not for profit, this 8 day of March, 2003.


James R. Pratt
Incorporator

SWORN TO AND SUBSCRIBED before me this 8 day of March, 2003, by JAMES R. PRATT

☒ who is personally known, or
☐ who has produced _____ as identification.

Gidget A. Zook
Printed name: _____
Notary Public - State of Florida at Large
Commission Number: _____
My Commission expires: _____



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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

COUNTY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That WIND STONE AT OCOEE HOMEOWNER'S ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation has named James R. Pratt, located at 369 N. New York Avenue, Third Floor, City of Winter Park, County of Orange, State of Florida, as its agent to accept service of process within this state.

Having been named to accept service of process for the above-stated Association, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

DATED: March 8, 2003


James R. Pratt