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FLORIDA PROFIT/NON PROFIT CORPORATION
Rosen Shingle Creek Community Association, Inc.

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**ARTICLES OF INCORPORATION
OF
ROSEN SHINGLE CREEK COMMUNITY ASSOCIATION, INC.**

THE UNDERSIGNED, acting as sole incorporator of ROSEN SHINGLE CREEK COMMUNITY ASSOCIATION, INC., a Florida not for profit corporation (the "Corporation"), under the Florida Not For Profit Corporation Act (the "Act"), hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Name

The name of the Corporation is ROSEN SHINGLE CREEK COMMUNITY ASSOCIATION, INC.

ARTICLE II

Principal Office and Mailing Address

The principal office and mailing address of the Corporation is 9840 International Drive, Orlando, FL 32819. The location of the principal office and mailing address shall be subject to change as may be provided in bylaws duly adopted by the Corporation.

ARTICLE III

Purpose

The Corporation 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, architectural control, and general well being and protection of certain real property, or portions thereof, currently owned or to be owned by Rosen Master Partnership, LTD., a Florida limited partnership, located in Orange County, Florida (the "Real Property"), including, but not limited to, any area of the real property to be designated common areas (the "Common Areas"). The Real Property is more particularly described on Exhibit "A" attached hereto and made a part hereof.

The Corporation shall also undertake the performance of the acts and duties incident to the administration of the operation and maintenance of the Real Property and in accordance with the terms, provisions, conditions and authorizations contained in these Articles and which may be contained in that certain Supplemental Declaration of Covenants, Conditions, Easements, and Restrictions (Pulte Property), recorded in Official Records Book 7527, Page 1846, as amended by that certain Amendment to Supplemental Declaration of Covenants, Conditions, Easements and Restrictions (Pulte Property), recorded in Official Records Book 9935, Page 136, all of the Public Records of Orange County, Florida, as may be amended from time to time (together, the "Supplemental Declaration") and any other restrictive covenants affecting the Real Property that are recorded in the Public Records of Orange County, Florida (the "Future Covenants").

ARTICLE IV

Powers

The Corporation shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the law pursuant to which this Corporation is chartered, and all of the powers and privileges which

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may be granted unto said Corporation or exercised by it under any other applicable laws of the State of Florida.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including, but not limited to, the following:

1. Accepting an assignment of the rights, or a portion thereof, of the Supplemental Declaration.

2. To make and establish reasonable rules and regulations governing the use of the Real Property and/or Common Areas in accordance with the terms as may be defined in the Supplemental Declaration or the Future Covenants. The surface water management permit issued by the St. Johns River Water Management District (the "District Permit") and all of its conditions shall be attached as an exhibit to the rules and regulations of the Association.

3. To levy and collect assessments against members of the Corporation to defray the common expenses of the maintenance and operation of the Common Areas as may be provided in the Supplemental Declaration or the Future Covenants and in the bylaws of this Corporation which may be hereafter adopted, including the right to levy and collect assessments for the purposes of acquiring, operating, leasing, managing and otherwise trading and dealing with such property, whether real or personal, which may be necessary or convenient in the operation and maintenance of the Common Areas and in accomplishing the purposes set forth in the Supplemental Declaration or the Future Covenants.

4. To maintain, repair, replace, operate and manage the Common Areas and the property comprising same, including the right to reconstruct improvements after casualty and to make further improvement of said property.

5. To enforce the provisions of the Supplemental Declaration, the Future Covenants, these Articles, the bylaws of the Corporation which may be hereafter adopted, and the rules and regulations governing the use of the Common Areas as the same may be hereafter established.

6. Subject to the limitations set forth in Section 720.31, Florida Statutes, as amended from time to time, to now or hereafter acquire and enter into leases and agreements of every nature, whereby the Corporation acquires leaseholds, memberships and other possessory or use interests in land or facilities, including recreational facilities, whether or not contiguous the Real Property, to provide enjoyment, recreation, or other use of benefit to the owners of the Real Property, all as may be deemed by the Board of Directors to be in the best interests of the Corporation.

7. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Corporation pursuant to the Supplemental Declaration or the Future Covenants.

8. To operate, maintain and manage the surface water or stormwater management system in a manner consistent with the District Permit requirements and applicable district rules, and to assist in the enforcement of the restrictions and covenants contained therein.

9. To levy and collect adequate assessments against members of the Association for the costs of operation, maintenance and repair of the surface water or stormwater

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management systems, including but not limited to, work within retention areas, drainage structures and drainage easements.

10. To 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.

11. To borrow money, and with the assent of the representatives of two-thirds (2/3rds) 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.

12. To 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 (2/3rds) of each class of Members, agreeing to such dedication, sale or transfer; provided, however, that 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 replating of any portion of the Common Areas.

13. To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area.

14. To sue and be sued in a court of law.

15. To 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 **Dissolution and Liquidation**

The Corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Act. In the event of dissolution of the Corporation, no liquidating or other dividends and no distribution of property owned by the Corporation shall be declared or paid to any private individual, but the net assets of the Corporation shall be distributed as follows:

(1) All liabilities and obligations of the Corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor;

(2) Remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Code, as determined in the plan to dissolve adopted in the manner set forth above in this Article V.

ARTICLE VI **Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors. The number and manner of election or appointment of Directors and their terms of office shall be as provided in the bylaws, but the number of Directors shall not be less than three (3). The names of the

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initial directors of the corporation who shall serve as directors until their successors are elected, or until removed, in accordance with the bylaws of the Corporation, are as follows:

Harris Rosen
Dan Giordano
Frank Santos

Director
Director
Director

ARTICLE VII

Initial Registered Office and Agent

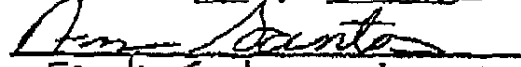
The address of the initial Registered Office of the Corporation is 9840 International Drive, Orlando, FL 32819, and the initial Registered Agent at such address is Frank Santos.

ARTICLE VIII

Incorporator

The name and address of the sole incorporator of the Corporation is Frank Santos, 9840 International Drive, Orlando, FL 32819.

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of September 2009.


Frank Santos Incorporator

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ACCEPTANCE OF APPOINTMENT

BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, having been named in Article VII of the foregoing Articles of Incorporation as Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and accepts, the obligations set forth in Section 617.0501, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as Registered Agent of the Corporation.

DATED, this 16 day of DECEMBER, 2009

REGISTERED AGENT:



Frank Santos, As Agent

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EXHIBIT "A"**Legal Description****Parcel 1 (Silver Parcel):**

That part of Section 5, Township 24 South, Range 29 East, Orange County, Florida, described as follows:

Commence at the Westernmost corner of lands described in Official Records Book 7527, Page 1822, of the Public Records of Orange County, Florida; thence N 41°52'11" E along the Northerly boundary of said lands 152.48 feet to the point of curvature of a curve concave Southeasterly having a radius of 1125.00 feet and a chord bearing of N 43°19'12" E; thence Northeasterly along said Northerly boundary and along the arc of said curve through a central angle of 02°54'03" for a distance of 56.96 feet to the Point of Beginning, and to a non-tangent curve concave Northerly having a radius of 450.00 feet and a chord bearing of N 76°46'03" E; thence Easterly along said Northerly boundary and along the arc of said curve through a central angle 48°07'56" for a distance of 378.03 feet to the point of reverse curvature of a curve concave Southeasterly having a radius of 750.00 feet and a chord bearing of N 55°36'56" E; thence Northeasterly along said Northerly boundary and along the arc of said curve through a central angle of 05°49'42" for a distance of 76.29 feet to a point on a non-tangent curve concave Northerly having a radius of 1010.00 feet and a chord bearing of S 75°54'13" W; thence departing said Northerly boundary, run Westerly along the arc of said curve through a central angle of 10°02'03" for a distance of 176.88 feet to a non-tangent curve concave Northeasterly having a radius of 128.17 feet and a chord bearing of N 47°51'52" W; thence Northwesterly along the arc of said curve through a central angle of 29°39'42" for a distance of 66.35 feet to the point of tangency; thence N 33°02'01" W, 27.16 feet to a non-tangent curve concave Southeasterly having a radius of 1125.00 feet and a chord bearing of S 50°52'06" W; thence Southwesterly along the arc of said curve through a central angle of 12°11'46" for a distance of 239.47 feet to the Point of Beginning.

AND

Tract III

That part of Section 5, Township 24 South, Range 29 East, Orange County, Florida, described as follows:

Begin at the northernmost corner of lands described in Official Records Book 6262, Page 5296, of the Public Records of Orange County, Florida; thence run S 52°37' 54" E along the Northeasterly boundary of said lands for a distance of 616.04 feet to a point in the Northerly boundary of lands described in Official Records Book 6262, Page 4996, of said Public Records and to a point on a non-tangent curve concave Southerly having a radius of 355.00 feet and a chord bearing of N 75°22'55" E; thence run Easterly along the arc of said curve through a central angle of 28°04'12" for a distance of 173.92 feet to the point of tangency; thence run N 89°25'01" E for a distance of 38.66 feet to the point of curvature of a curve concave Northwesterly having a radius of 125.00 feet; thence run Northeasterly along the arc of said curve through a central angle of 75°38'07" for a distance of 165.01 feet to point of reverse curvature of a curve concave Southeasterly having a radius of 500.00 feet; thence run Northeasterly along the arc of said curve through a central angle of 62°44'00" for a distance of 547.45 feet to the point of tangency; thence run N 76°30'54" E for a distance of 377.90 feet to the point of curvature of a curve concave Southwesterly having a

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radius of 300.00 feet; thence run Southeasterly along the arc of said curve through a central angle of $71^{\circ}23'24''$ for a distance of 373.80 feet to the point of reverse curvature of a curve concave Northerly having a radius of 300.00 feet; thence run Easterly along the arc of said curve through a central angle of $157^{\circ}43'20''$ for a distance of 825.83 feet to the point of compound curvature of a curve concave Westerly having a radius of 1000.00 feet; thence run Northerly along the arc of said curve through a central angle of $22^{\circ}12'18''$ for a distance of 387.55 feet to the point of tangency; thence run N $32^{\circ}01'20''$ W for a distance of 133.48 feet to a point on a non-tangent curve concave Northwesterly having a radius of 1895.00 feet and a chord bearing of S $72^{\circ}49'34''$ W; thence run Westerly along the arc of said curve through a central angle of $39^{\circ}41'50''$ for a distance of 1312.94 feet to the point of reverse curvature of a curve concave Southeasterly having a radius of 750.00 feet; thence run Westerly along the arc of said curve through a central angle of $39^{\circ}58'24''$ for a distance of 523.25 feet to the point of reverse curvature of a curve concave Northwesterly having a radius of 450.00 feet; thence run Westerly along the arc of said curve through a central angle of $48^{\circ}07'56''$ for a distance of 378.03 feet to a point on a non-tangent curve concave Southeasterly having a radius of 1125.00 feet and a chord bearing of S $43^{\circ}19'12''$ W; thence run Southwesterly along the arc of said curve through a central angle of $02^{\circ}54'03''$ for a distance of 56.96 feet to the point of tangency; thence run S $41^{\circ}52'11''$ W for a distance of 152.48 feet to the Point of Beginning.

ALSO TOGETHER WITH all easement rights for the benefit of the above described parcels as created by and set forth in that Access Easement Agreement (Pulte Parcels - Tract III) by and between Universal City Property Management III LLC and Pulte Home Corporation recorded September 16, 2009 in Official Records Book 9935, Page 99, of the Public Records of Orange County, Florida.

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