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## ARTICLES OF INCORPORATION OF

## Sunset Plaza Owner's Association, Inc. a not for profit Florida corporation

We, the undersigned, hereby associate ourselves together and make, subscribe and acknowledge these Articles of Incorporation for the purpose of becoming incorporated in accordance with and under the laws of the State of Florida as a corporation not for profit.

#### **ARTICLE I. NAME AND PRINCIPAL ADDRESS**

The name of this corporation shall be Sunset Plaza Owner's Association, Inc. The principal address of the corporation is 801 – 809 Highway 466, Lady Lake, FL 32159,

#### ARTICLE II. TERM OF EXISTENCE

Existence of this corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist in perpetuity.

#### **ARTICLE III. PURPOSES**

The general purposes for which this corporation is organized are as follows:

- A. To provide for the orderly enjoyment of Sunset Professional Plaza, A Condominium, a non-residential Condominium according to the Declaration of Condominium recorded in the Public Records of Lake County, Florida, as that Declaration may exist and be amended from time to time.
- B. To promote the health, safety, and welfare of the members of this corporation and to oversee the proper maintenance by Members of this corporation of the Property of Sunset Professional Plaza, A Condominium.
- C. To enforce the terms, covenants and conditions, and restrictions appertaining to Sunset Professional Plaza, A Condominium contained in the Declaration of Condominium ("the Declaration") which is to be recorded in the Public Records of Lake County, Florida, and all other Condominium Documents which by their terms are to be enforced by this Association.
- D. To maintain, manage and operate the easements, rights of way, signs, and other Common Elements of Sunset Professional Plaza, A Condominium including the Surface Water or Storm Water Management System for the Condominium.

- E. To exercise all of the powers and privileges and to perform all of the duties, purposes, and obligations of the Owners of Condominium Parcels in Sunset Professional Plaza, A Condominium, as established in the Declaration of Condominium for Sunset Professional Plaza, A Condominium, as recorded in the Public Records of Lake County, Florida, as the same may be amended from time to time as provided therein.
- F. To establish, levy, and collect Assessments from Members as appropriate and authorized in the Condominium Documents.
- G. To acquire and maintain the Condominium Property in connection with the affairs of this corporation and to provide from the proceeds of the Assessments for the operation, administration, Maintenance, repair and improvements, replacements, insurance, and utilities for all property as may be acquired or maintained by the Corporation.
- H. To operate, maintain and manage the Surface Water or Stormwater Management System in a manner consistent with the St. John's River Water Management District Permit No. 42-069-115703-1 ("St. John's Permit"). In furtherance therewith, to comply with the requirements and applicable District rules pertaining to the Project Property, and to assist in the enforcement of the conditions of the Declaration of Condominium and the St. John's Permit which relate to the Surface Water or Stormwater Management System. The Association shall levy and collect Assessments for the costs of maintenance and operation of the Surface Water or Stormwater Management System.

#### **ARTICLE IV - POWERS**

The corporation shall have all of the common law and statutory powers permissible under the laws of the State of Florida for a corporation not for profit now existing or as henceforth may exist, and all powers reasonably necessary to implement and effectuate the purposes of the corporation, including but not limited to the power:

- A. To acquire by any means real and personal property.
- B. To establish, levy, and collect Assessments and to enforce the collection of Assessments by filing liens or filing suits, including the power to levy and collect adequate Assessments against Members of the Association for the costs of Maintenance and operation of the Surface Water and Stormwater Management System.
- C. To establish, levy, impose and collect reasonable tenant registration fees, estoppel fees, and other fees and costs related to the administration costs of the Corporation.
- D. To sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of the property and assets.

#### <u>ARTICLE V – MEMBERSHIP</u>

Any Owner of a Unit, as those terms are defined in the Declaration of Condominium for Sunset Professional Plaza, A Condominium, shall automatically become a Member upon the acquisition of an ownership interest in title to any Unit. Membership shall automatically terminate upon divestment of ownership regardless of the means of divestment.

#### **ARTICLE VI – SUBSCRIBERS**

The names and addresses of the subscribers to these Articles of Incorporation are:

Mr. Nicholas Chimienti, 837 CR 466, Lady Lake FL 32159

Mr. John L. Toscani, 837 CR 466, Lady Lake FL 32159

Charles D. Johnson, Esquire, P.O. Box 492722, Leesburg, FL 34749-2722 [Physical Address for hand delivery: 907 Webster Street, Leesburg, FL 34748],

#### ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 907 Webster Street, Leesburg, FL 34748, and the name of the initial registered agent of this corporation is Charles D. Johnson, Esquire. The principal address of the registered office and the registered agent are the same.

### **ARTICLE VIII - MANAGEMENT OF CORPORATION**

The business affairs of this corporation shall be managed by a Board of Directors composed of three members. The Directors of the corporation shall be elected as provided in the Bylaws by the membership entitled to vote at the regular Annual Meeting of the members of the corporation. The names and addresses of the Board of Directors who shall hold office until their successors are elected and have qualified are:

Mr. Nicholas Chimienti, 837 CR 466, Lady Lake FL 32159 Mr. John L. Toscani, 837 CR 466, Lady Lake FL 32159 Charles D. Johnson, Esquire, P.O. Box 492722, Leesburg, FL 34749-2722

The Developer has reserved the power and authority to manage the affairs of the Corporation and to appoint all members to the Board of Directors until transfer of title as more particularly described and detailed in Article Eight, Section 8.9 of the Declaration, such provisions being consistent with the provisions of the Condominium Act.

The Developer is entitled to elect at least one member to the Board of Directors of this corporation as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the Units in Sunset Professional Plaza, A Condominium. Following the time the Developer relinquishes control of this corporation, the Developer may exercise the right to vote any Developer-owned Units in the same manner as any other Unit Owner except for the purpose of reacquiring control of this corporation or selecting the majority members to the Board of Directors.

#### **ARTICLE IX - OFFICERS**

The officers of the corporation shall consist of a President, Vice-President, Secretary and Treasurer who are elected in accordance with the Bylaws of the Board of Directors. The names of the officers who shall serve until the first election are as follows:

President/Director:

- Nicholas Chimienti

Vice President/Director:

John L. Toscani

Vice President/Director:

Charles D. Johnson, Esquire

Secretary/Director:

John Toscani

Treasurer/Director:

 $M_{I}$ , 2014.

- Nicholas Chimienti

#### **ARTICLE X - RESPONSIBILITY FOR MAINTENANCE**

The Corporation shall be responsible for the Maintenance, operation and repair of all Common Elements of Sunset Professional Plaza, A Condominium.

## ARTICLE XI - AMENDMENTS TO THE ARTICLES OF INCORPORATION AND BYLAWS; TERMINATION

Amendments to the Articles of Incorporation and Bylaws may be proposed and considered in accordance with the procedures set forth in the Bylaws. Any proposed amendment shall be first adopted by the Board of Directors. Amendments will be finally adopted upon the affirmative vote of a majority of qualified voting Members who are voting in person or by absentee ballot at any meeting at which a quorum is present which meeting is called in accordance with the procedures set forth in the Bylaws.

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 System must be transferred to and accepted by an entity which would comply with '40C-42.027 F.A.C. and be approved by the St. John's River Water Management District prior to such termination, dissolution, or liquidation.

IN WITNESS WHEREOF, we have hereunto set our hands and seals acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this // day of

Nicholas-Chimienti

John L. Toscani

Charles D. Johnson

STATE OF Flor: de	
COUNTY OF Lake	
	is acknowledged before me this, day of, 2014
STATE OF FLORIDA COUNTY OF Lande	NOTARY PUBLIC State of Florida  MARYBETH L. PULLUM  Notary Public - State of Florida  My Comm. Expires Jan 14, 2018  Commission # FF 055809  Bonded Through National Notary Asan.
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STATE OF FLORIDA COUNTY OF <u>LAKE</u>	MARYBETH L. PULLUM Notary Public - State of Florida My Comm. Expires Jan 14, 2018 Commission # FF 055809 Bonded Through National Notary Assn
	s acknowledged before me this $10^{4h}$ day of Maych, 2014 is personally known to me/ $\times$ produced the following as
	NOTARY PUBLIC State of Florida
M:\\1792\Condo Dec\Art of Inc.doc	LAURA WIENER Notary Public - State of Florida My Comm. Expires Nov 6, 2017 Commission # FF 68785

## Sunset Plaza Owner's Association, Inc. ACCEPTANCE OF REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent for Sunset Plaza Owner's Association, Inc. is:

Charles D. Johnson, Esquire 907 Webster Street Leesburg, FL 34748,

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Charles Dohnson

Date: 3-10-20/4

STATE OF Florida COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 10th day of February 2014 by Charles D. Johnson who: (check one) \_\_\_\_\_ is personally known to me; //or produced drivers license \_\_\_\_\_ as proof of identity.

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