

N15000003663

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16 JAN -8 PM 10:22

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 29, 2015

WILLIAM SULLIVAN
HAMMOCK PARK HOMEOWNERS ASSOCIATION, INC
1350 ORANGE AVENUE, STE 201
WINTER PARK, FL 32789

SUBJECT: HAMMOCK PARK HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N15000003663

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

Letter Number: 215A00027065

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16 JAN -8 PM 10:32

COVER LETTER

SECRET FILED STATE
DIVISION OF CORPORATIONS
16 JAN -8 P110-22

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hammock Park Homeowners Association, Inc.

DOCUMENT NUMBER: N15000003663

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

William Sullivan

(Name of Contact Person)

Hammock Park Homeowners Association, Inc.

(Firm/ Company)

1350 Orange Avenue, Ste 201

(Address)

Winter Park, FL 32789

(City/ State and Zip Code)

Billsullivan@potomacland.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

William Sullivan

407

296-6322

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed)

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



Potomac Land Company
Florida Division
1350 Orange Ave
Suite 201
Winter Park, Florida 32789
407-296-6322
www.potomacland.com

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
16 JAN - 8 PM 10:32

TRANSMITTAL


TO: Amendment Section
Division of Corporation
PO Box 6327
Tallahassee, FL 32317

DATE: January 5, 2016

RE: Hammock Park Homeowners Association

Doc # N15000003663

ATTN: Cheryl McNair, Regulatory Specialist II

FROM: Lenore Stephens 

We are sending you the following items:

Quantity	Description
1 original	Cover Letter for Amended and Restated Articles of Incorporation

Per our conversation I am resending this the way you told me. Thank you!

The above was sent:

- For approval
- For your use
- As requested
- For your review and comment
- Other _____

Please call me directly at 321-356-6526 or e-mail me at potomacland@potomacland.com if you should have any questions.

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
HAMMOCK PARK HOMEOWNERS ASSOCIATION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 JAN -8 PM 10:28

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I
NAME OF CORPORATION

The name of the corporation is HAMMOCK PARK HOMEOWNERS ASSOCIATION, INC. (hereinafter called the "Association") and its principal place of business is 1350 Orange Avenue, Suite 201, Winter Park, Florida 32789 with a mailing address of 1350 Orange Avenue, Suite 201, Winter Park, Florida 32789.

ARTICLE II
NOT FOR PROFIT

The Association is a nonprofit corporation under the laws of the State of Florida. The Association is not formed for pecuniary profit. No part of the income or assets of the Association is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE III
DEFINITIONS

All capitalized terms used herein which are not defined shall have the meaning set forth in the Declaration of Covenants, Conditions, Easements and Restrictions for Hammock Park, recorded or to be recorded in the Official Records of Seminole County, Florida, as amended from time to time ("Declaration").

ARTICLE IV
COMMENCEMENT OF CORPORATE EXISTENCE

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Department of State. The Association shall exist in perpetuity unless terminated in accordance with Florida law and as provided for in the Governing Documents. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the stormwater management system must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE V
PURPOSES

The Association is organized, and shall be operated exclusively for the following purposes:

A. To provide for maintenance, preservation and architectural control of the residential Lots and Common Area within that certain parcel of property more particularly described as Hammock Park, according to the Plat thereof to be recorded in the Public Records of Seminole County, Florida (hereinafter referred to as the "Property"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.

D. To be and constitute the Association to which reference is made in the Declaration to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as set forth in the Governing Documents and as provided by law.

E. To provide an entity for the furtherance of the interests of the owners of the Property subject to the Declaration.

F. To operate, maintain and manage the stormwater management system(s) in a manner consistent with the requirements of Agency Permit No. IND-117-142336-1 and applicable Agency rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

ARTICLE VI
POWERS

In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws of the Association, may be exercised by the Board of Directors:

- A. All of the powers conferred upon nonprofit corporations by common law and Florida statutes in effect from time to time;
- B. All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, and the Declaration, including, without limitation, the following:

- i. To fix, levy, collect, and enforce payment of all charges or assessments authorized by the Declaration by any lawful means; to pay all expenses in connection therewith and all administrative and other expenses incident to the conduct of the business of the Association including without limitation all licenses, taxes, or governmental charges levied or imposed against the property of the Association;
- ii. Use assessments for the maintenance and repair of the stormwater management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements;
- iii. To manage, control, operate, maintain, repair, and improve the common areas and facilities, and any property subsequently acquired by the Association, or any property owned by another for which the Association, by rule, regulation, declaration, or contract, has a right or duty to provide such services;
- iv. To make rules and regulations and to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;
- v. To engage in activities which will actively foster, promote, and advance the common interests of all owners of property subject to the Declaration;
- vi. 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 and/or personal property, and specifically the Common Areas as defined in the Declaration, in connection with the affairs of the Association, on the terms and subject to the provisions hereof and of the Declaration;
- vii. To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- viii. To Sue or be sued on behalf of the affairs of the Association;
- ix. Own, operate, maintain and manage the Common Area that benefits the Stormwater Management Systems in a manner consistent with St. Johns River Management District Environmental Resource Permit Number IND-117-142336-1 and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein.
- x. 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 provided by the Declaration or otherwise agreed to by the Members;
- xi. To enter, make, perform, and enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the

Association, with or in association with any other corporation or other entity or agency, public or private;

- xii. To adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the property management of the affairs of the Association; provided, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and
- xiii. To provide any and all supplemental municipal services to the Community as may be necessary or desirable.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article.

ARTICLE VII **MEMBERSHIP**

The Association shall be a membership corporation without certificates or shares of stock. There shall be two classes of membership as more fully set forth in the Declaration. The Owner of each Lot, as those terms are defined in the Declaration and By-Laws, shall be a member of the Association and shall be entitled to vote as provided in the Declaration and the By-Laws. Notwithstanding the foregoing, every person or entity who is a record owner of a fee or undivided fee interest in any Lot, or portion thereof, which is subject to the Declaration, including without limitation, 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, or persons who are leasing a Lot within the Property. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association or the Declaration. Change of membership in the Association shall be established by recording in the Official Records of Seminole County, Florida, a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the Owner designated by such instrument shall become a member of the Association and the membership of the prior Owner shall terminate.

ARTICLE VIII **MEETINGS OF MEMBERS; QUORUM REQUIREMENTS**

The presence at any meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in these Articles of Incorporation, the Declaration, or the Bylaws.

ARTICLE IX **VOTING RIGHTS**

The Association shall have two classes of voting membership:

Class A Members shall be all Owners, with the exception of the Declarant as described in the Declaration, and shall be entitled to one (1) vote for each Lot owned. When more than one person owns an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B. The Class B Member shall be the Declarant, and shall be entitled to three (3) votes for each Lot platted and owned by Declarant and ten (10) votes for each acre (or portion thereof) of land comprising the "Additional Property" defined in the Declaration, subject to the limitations set forth therein. The Class B Membership shall cease and become converted to Class A Membership on the happening of either of the following events, whichever occurs earlier:

- (a) When the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or
- (b) On December 31, 2025.

From and after the happening of these events, whichever occurs earlier, the Class B Member shall be deemed to be a Class A Member entitled to one (1) vote for each Lot in which it holds the interest required for membership under Article III, Section 1 of the Declaration.

ARTICLE X
BOARD OF DIRECTORS

The Association's Business and affairs shall be conducted, managed, and controlled by a Board of Directors. The Board may delegate its operating authority to such companies, individuals, or committees as it, in its discretion, may determine. The method of election and removal of directors, filling of vacancies, and the term of office of directors shall be as set forth in the By-laws. The initial board shall consist of three (3) members, as provided in the By-Laws. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

William Sullivan	1350 Orange Avenue, Suite 201, Winter Park, FL 32789
Christy Sullivan	1350 Orange Avenue, Suite 201, Winter Park, FL 32789
Jonathan Ginsburg	120 N. Swinton Avenue, Delray Beach, Florida 33444

To the fullest extent that the Florida Not For Profit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of the Association shall be personally liable to the Association or its members for monetary damages for breach of duty or care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE XI

INITIAL OFFICERS

The affairs of the Association shall be managed by a President, Vice President, Secretary and Treasurer and such other officers as permitted in the Bylaws. The names and addresses of those persons who shall act as officers of the corporation until the election of their successors are:

William Sullivan, President	1350 Orange Avenue, Suite 201 Winter Park, Florida 32789
Christy Sullivan, Secretary/Treasurer	1350 Orange Avenue, Suite 201 Winter Park, Florida 32789
Jonathan Ginsburg, Vice President	120 N. Swinton Avenue Delray Beach, FL 33444

ARTICLE XII DISSOLUTION

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 nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval upon dissolution if required by Chapter 617, Florida Statutes. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the stormwater management system must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation

ARTICLE XIII EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida. The Association shall exist perpetually, unless sooner dissolved as provided in Article XII hereof.

ARTICLE XIV AMENDMENTS

Until termination of the Class "B" membership, Declarant may unilaterally amend these Articles for any purpose. Thereafter, amendments to these Articles of Incorporation may be proposed and adopted upon a resolution duly adopted by the Board and the affirmative vote of Members representing a majority of the Class "A" votes in the Association, and the consent of the Declarant, during the development and sale period. No amendment may be in conflict with the Declaration, and

no amendment shall be effective to impair or dilute any rights of Members that are governed by such Declaration.

ARTICLE XV
BYLAWS

The Bylaws of this Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the By-Laws, except that the Federal Housing Administration and the Veterans Administration shall have the right to veto amendments while there is a Class B Membership.

ARTICLE XVI
CONFLICT BETWEEN DOCUMENTS

In the event of any conflict between the terms and provisions of the Declaration and the terms and provisions of these Articles, the terms and provisions of the Declaration shall control. In the event of any conflict between the terms and provisions of these Articles and the terms and provisions of the Bylaws, the terms and provisions of these Articles shall control.

ARTICLE XVII
SUBSCRIBERS

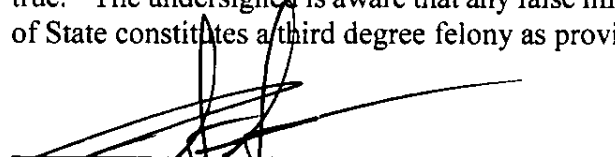
The names and addresses of the subscribers to these Articles of Incorporation are:

William Sullivan	1350 Orange Ave., Suite 201, Winter Park, Florida 32789
Christy Sullivan	1350 Orange Ave., Suite 201, Winter Park, Florida 32789
Jonathan Ginsburg	120 N. Swinton Avenue, Delray Beach, Florida 33444

ARTICLE XVIII
Amended and restated

These Amended and Restated Articles of Incorporation amends, restates and replaces in the entirety any and all prior Articles of Incorporation.

IN WITNESS WHEREOF, for the purpose of forming this non-profit corporation under the laws of the State of Florida, the undersigned submits this document and affirms that the facts stated herein are true. The undersigned is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in F.S. Section 817.155.



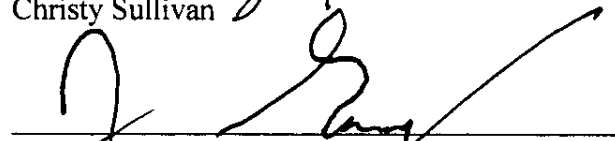
William Sullivan

12/15/2015
Date



Christy Sullivan

12/15/15
Date



Jonathan Ginsburg

12-15-2015
Date

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of Hammock Park Homeowners Association, Inc., which is contained in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of F.S. Section 48.091, as the same may apply to the Association relating to the proper and complete performance of my duties as Registered Agent.

Dated this 15 day of ~~October~~ ^{December}, 2015.


Suzanne Paulus Miller

12/15/2015

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

12/15/2015

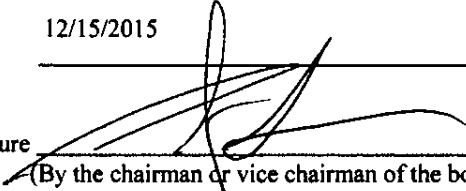
Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 12/15/2015 _____

Signature  _____
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

William Sullivan

(Typed or printed name of person signing)

President

(Title of person signing)