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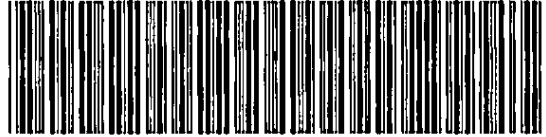
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CLERK OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Courtyard at Muriel Street Homeowners Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Manuel Barrio
Name (Printed or typed)

1405 S. Orange Ave. Ste 307
Address

Orlando, FL 32806
City, State & Zip

(321) 888-0509
Daytime Telephone number

manuel.barrio@gmail.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: The Courtyard at Muriel Street Homeowners Association, I

ARTICLE II PRINCIPAL OFFICE

Principal street address:

1405 S. Orange Ave. Ste 307
Orlando FL 32806

Mailing address, if different is:

PO Box 671
Windermere FL 34786

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See document attached

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TALLAHASSEE, FLORIDA

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: Manner
described in the Bylaws

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Manuel Barrio, President Name and Title: _____

Address 1405 S. Orange Ave. Address: _____
Ste 307
Orlando FL 32806

Name and Title: Ignacio Tolosa, Secy/Treas Name and Title: _____

Address 1405 S. Orange Ave. Address: _____
Ste 307
Orlando FL 32806

Name and Title: Fabian Berastegui, Vice Pres. Name and Title: _____

Address 1405 S. Orange Ave. Address: _____
Ste 307
Orlando FL 32806

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Manuel Barrio

Address: 1405 S. Orange Ave. Ste 307

Orlando FL 32806

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

18 MAR 19 PM 3:17

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ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Manuel Barrio

Address: 1405 S. Orange Ave. Ste 307

Orlando FL 32806

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five days prior or 90 days after the filing.)

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.

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

Required Signature of Registered Agent

3/15/18
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any 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.

Required Signature of Incorporator

3/15/18
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
THE COURTYARD AT MURIEL STREET HOMEOWNERS ASSOCIATION, INC.
a Florida not for profit corporation

By these Articles of Incorporation, the undersigned incorporator forms a corporation not-for-profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions (these "Articles"):

ARTICLE 1
NAME

The name of the corporation shall be: **THE COURTYARD AT MURIEL STREET HOMEOWNERS ASSOCIATION, INC.** (the "Association").

ARTICLE 2
PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall initially be located at 1405 South Orange Avenue, Suite 307, Orlando, Florida 32806, and subsequently at such other location in the State of Florida as shall be determined by the Board of Directors.

ARTICLE 3
TERM

The existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE 4
PURPOSE AND POWERS

The purpose for which the Association is organized is to provide a corporate entity to act as a residential homeowners association under Sections 617.301 - 617.312, Florida Statutes, for the operation of a 4 unit community located in Orange County, Florida.

The Association is organized and shall exist upon a non-stock basis as a Florida corporation not for profit, and no portion of any earning of the Association shall be distributed or inure to the private benefit of any Member, Director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under Florida law, except as limited or modified by these Articles, the Declaration of Covenants, Conditions and Restrictions to which these Articles are attached as a recorded exhibit, or the Bylaws of the Association, and it shall have all other powers and duties reasonable necessary to operate the Community, and effectuate the purpose for which it is organized pursuant to said Declaration of Covenants, Conditions and Restrictions as it may hereafter be amended, including but not limited to the following:

- (A) To levy and collect adequate assessments against Members of the Association to defray the costs, expenses and losses of the Association, including the costs of maintenance and operation of the surface water or stormwater management system, and to use the proceeds of assessments in the exercise of its powers and duties. The assessments shall be used maintenance and repair of the surface water or stormwater management systems, including but not limited to, work within retention areas, drainage structures and drainage easements.
- (B) To own, lease, maintain, repair, replace or operate any portions of the Common Areas, if any.
- (C) To purchase insurance for the protection of the Association and its Members.
- (D) To reconstruct improvements after casualty and to make further improvements of the properties.
- (E) To make, establish, amend and enforce reasonable rules and regulations governing the use of the Common Areas and the operation of the Association.
- (F) To sue and be sued, and to enforce the covenants and restrictions in the Declaration of Covenants, these Articles and the Bylaws of the Association.
- (G) To employ accountants, attorneys, architects, or other professional personnel, and to contract for services necessary to perform the services required for property operation and maintenance of the Properties.
- (H) To acquire, own and convey real property, and to enter into agreements, or acquire leaseholds, easements, and other possessory or use interests in lands or facilities. It has this power regardless of whether the lands or facilities are contiguous to the lands of the Community, if they are intended to provide enjoyment, recreation, or other use or benefit to the Members.
- (I) To borrow or raise money for any purposes of the Association; to draw, make, accept, endorse, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness; and to secure the payment of any thereof, and of the interest therein, by mortgage, pledge, conveyance or assignment in trust, of the whole or any part of the rights or property of the Association.

The powers of the Association shall be subject to and shall be exercised in accordance with the provisions hereof and of the Declaration, the Bylaws and applicable law, provided that in the event of conflict, the provisions of applicable law shall control over those of the Declaration, these Articles and the Bylaws.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration of Covenants, these Articles of Incorporation and the Bylaws.

ARTICLE 5

MEMBERSHIP AND VOTING RIGHTS

All owners of Parcels shall be voting members. Membership and voting rights shall be as set forth in the Declaration of Covenants and Restrictions for the Community, to which these Articles shall be attached as an Exhibit, and in the Bylaws of the Association.

ARTICLE 6 BYLAWS

The Bylaws of the Association may be altered, amended or rescinded in the manner provided therein.

ARTICLE 7 AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) Proposal. Amendments to these Articles may be proposed by a majority of the Directors and shall be submitted to a vote of the Members not later than the next annual meeting for which proper notice can be given.
- (B) Vote Required. Except as otherwise required by Florida law, a proposed amendment to these Articles of Incorporation shall be adopted if it is approved by a three-quarters (3/4) majority of the voting interest at any annual or special meeting, provided that notice of any proposed amendment has been given to the Members of the Association, and that the notice contains the text of the proposed amendment.
- (C) Effective Date. An amendment shall become effective upon filing with the Secretary of State.
- (D) No Prejudice. No amendment to this Article may be adopted which would eliminate, modify, prejudice, abridge or otherwise adversely affect any rights, benefits, privileges or priorities granted or reserved to the Developer or mortgagees of Living Units without the consent of said Developer or mortgagees in each instance. No amendment shall be made that is in conflict with the recorded Declaration, as amended, for The Courtyard and Muriel Street or Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act (the "Act").
- (E) Developer Amendments. Notwithstanding anything herein contained to the contrary, to the extent lawful, the Developer may amend these Articles consistent with the provisions of the Declaration allowing certain amendments to be effected by the Developer alone.

ARTICLE 8 DIRECTORS AND OFFICERS

- (A) The affairs of the Association will be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.
- (B) Directors of the Association shall be elected by the Members in the manner described in the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws.
- (C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Members of the Associations and shall serve at the pleasure of the Board.

- (D) The names and addresses of the initial members of the Board of Directors and initial officers who shall hold office until their successors are duly elected and qualified as provided in the Bylaws, are as follows:

Name	Address	Office
Manuel Barrio	1405 S. Orange Avenue, Suite 307 Orlando, Florida 32806	President, Director
Ignacio Tolosa	1405 S. Orange Avenue, Suite 307 Orlando, Florida 32806	Secy/Treas, Director
Fabian Berastegui	1405 S. Orange Avenue, Suite 307 Orlando, Florida 32806	Vice Pres., Director

ARTICLE 9 DISSOLUTION

- (A) The Association shall not pay a dividend to its members and shall make no distribution of income to its members, directors or officers.
- (B) Upon dissolution, all assets of the Association shall be transferred only to another non-profit corporation or a public agency or as otherwise authorized by the Act; provided however, that the property consisting of the Surface Water Management System shall be conveyed to an appropriate agency of local government. If it is not accepted, those properties must be dedicated or conveyed to a similar non-profit corporation to assure continued maintenance in perpetuity.

ARTICLE 10 INDEMNIFICATION

To the fullest extent permitted by Florida law, the Associations shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he is or may become a party by reason of being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interest of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Wrongful conduct by Director or officers appointed by the Declarant, in a proceeding brought by or on behalf of the Association.

In the event of an out-of-court settlement of litigation, the right to indemnification shall not apply unless a majority of the disinterested Directors approves the settlement and indemnification as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

ARTICLE 11 INCORPORATOR

The name and address of the Incorporator of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Manuel Barrio	1405 South Orange Avenue, Suite 307 Orlando, FL 32806

ARTICLE 12 INITIAL REGISTERED OFFICE: ADDRESS AND NAME OF REGISTERED AGENT

The initial registered office of this corporation shall be at 1405 South Orange Avenue, Suite 307 Orlando, FL 32806, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be MANUEL BARRIO.

Executed this 14 day of March, 2018.

Witnesses:

Witness Signature: [Signature]

Print Witness Name: Jinnette Rivera Arévalo

[Signature]
MANUEL BARRIO, Incorporator

Witness Signature: [Signature]

Print Witness Name: NOBILA PENA

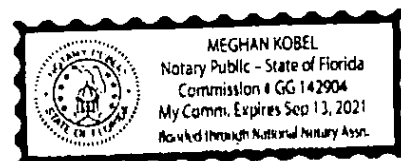
STATE OF FLORIDA COUNTY OF ORANGE

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, MANUEL BARRIO, to me well known and well known to me to be the person described in and who executed the foregoing and he acknowledged before me that he executed the said instrument as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

Witness my hand and seal this 14 day of March, 2018.

[Signature]
NOTARY PUBLIC, State of Florida

[Notary Seal]



**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, **THE COURTYARD AT MURIEL STREET HOMEOWNERS ASSOCIATION, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the City of Orlando, County of Orange, State of Florida, has named as its Registered Agent, MANUEL BARRIO in the City of Orlando, County of Orange, State of Florida, to accept service of process within this State.

ACKNOWLEDGMENT

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


MANUEL BARRIO

Date: March 17, 2018