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FLORIDA PROFIT/NON PROFIT CORPORATION

Sawgrass Plantation Phase 1A Townhome Association

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
SAWGRASS PLANTATION PHASE 1A TOWNHOME ASSOCIATION, INC.
a corporation not for profit

Pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, the undersigned hereby delivers these Articles of Incorporation of Sawgrass Plantation Phase 1A Townhome Association, Inc.

ARTICLE I. NAME AND DURATION

The name of this corporation shall be SAWGRASS PLANTATION PHASE 1A TOWNHOME ASSOCIATION, INC. (the "Association"). The existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State in Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE II. REGISTERED AGENT AND OFFICE

Mr. Don Danos, whose address is Beazer Homes Corp., 2600 Maitland Center Parkway, Suite 200, Maitland, Florida 32751 is hereby appointed the initial registered agent of this Association.

ARTICLE III. INITIAL PRINCIPAL OFFICE

The initial principal office of the Association shall be located at Beazer Homes Corp., 2600 Maitland Center Parkway, Maitland, Florida 32751. The Association may change its principal office from time to time without amendment of these Articles of Incorporation.

ARTICLE IV. PURPOSE AND POWERS OF THE ASSOCIATION

A. The Association shall administer the operation and management of the "Community" as defined and described in the Declaration of Master Covenants and Restrictions for Sawgrass Plantation which is to be recorded in the Public Records of Orange County, Florida ("Declaration"). The Definitions in the Declaration are incorporated herein by reference.

B. The Association does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the operation, management, preservation and architectural control of the Community in accordance with the terms, provisions and conditions of these Articles of Incorporation, the Bylaws of the Association and the Declaration. The

Association shall further promote the health, safety and welfare of the Members of the Association and of the Community.

C. The Association shall have and exercise all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida, as the same may be amended from time to time, and all of the powers and privileges created by the Declaration.

ARTICLE V. QUALIFICATION OF MEMBERS

The qualification of Members, manner of their admission to and termination of membership shall be as provided in the Declaration.

ARTICLE VI. VOTING RIGHTS

The classes of voting memberships and the voting rights of the Members shall be as provided in the Declaration.

ARTICLE VII. BOARD OF DIRECTORS

A. Board of Directors; Selection; Terms of Office. The affairs of the Association shall be managed by a Board of Directors. A director need not be a Member of the Association. The initial Board shall consist of five (5) Directors who shall be selected by the Declarant.

The Declarant shall have the sole right to appoint all the Directors, and remove any Director it appoints, for so long as Declarant, Beazer and MI together own ten percent (10%) or more of the Lots.

Declarant shall be entitled to select at least one Director for so long as Declarant, Beazer and MI together own at least five percent (5%) of the Lots.

After Turnover, the Directors (except for the Director selected by Declarant) shall be nominated and elected as follows:

There shall be elected one Director for a term of one year, one Director for a term of two years (two if Declarant is not entitled to appoint a Director) and two Directors for a term of three years. At each annual meeting thereafter the Members shall elect the same number of Directors as those whose terms have expired.

Nomination for election to the Board shall be made by a Nominating Committee. Nominations may also be made from the floor at the annual meeting of Members. The Nominating Committee shall consist of a Chairman, who shall be a Director, and two or more Members. The

Nominating Committee shall be appointed by the Board prior to each annual meeting of the Members, to serve from the close of such annual meeting until the close of the next annual meeting and such appointment shall be announced at each annual meeting. The Nominating Committee shall make as many nominations for election to the Board as it shall in its discretion determine, but not less than the number of vacancies that are to be filled. Such nominations may be made from among Members or non-members.

Election to the Board of Directors shall be by secret written ballot. At such election the Members may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected. Cumulative voting is not permitted and votes must be made in person at a Members' meeting or by ballots the Members personally cast.

B. Initial Board. The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are appointed or chosen, are as follows:

DIRECTOR:

ADDRESS:

Mr. Don Danos

Beazer Homes Corp.
2600 Maitland Center Parkway
Suite 200
Maitland, Florida 32751

Mr. Peter N. Small

Beazer Homes Corp.
2600 Maitland Center Parkway
Suite 200
Maitland, Florida 32751

Mr. Bill Wheaton

c/o M/I Homes of Orlando
237 S. Westmonte Drive Parkway
Suite 111
Altamonte Springs, FL 32714

Mr. Dana Bennett

M/I Homes of Orlando, LLC
237 S. Westmonte Drive
Suite 111
Altamonte Springs, FL 32714

Mr. Eric Willis

M/I Homes of Orlando, LLC
237 S. Westmonte Drive
Suite 111
Altamonte Springs, FL 32714

ARTICLE VIII. OFFICERS

A. The officers of the Association shall be a President, one or more Vice Presidents, Secretary and Treasurer, and such Assistant Secretaries and Assistant Treasurers as the Board may appoint. The officers shall perform the duties of such offices customarily performed by like officers of not-for-profit corporations in the State of Florida subject to the directions of the Board.

B. Officers of the Association may be compensated in the manner to be provided in the Bylaws. The Board, or the President with the approval of the Board, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Community and the affairs of the Association.

C. Election of Officers. The Declarant shall have the sole right to appoint and remove any officer of the Association so long as Developer appoints the Board. Thereafter, all officers shall hold office at the pleasure of the Board.

D. The persons who are to serve as officers of the Association until their successors are chosen are:

<u>OFFICE:</u>	<u>NAME:</u>
President	Mr. Bill Wheaton
Vice President	Mr. Don Danos
Vice President	Mr. Dana Bennett
Secretary	Mr. Eric Wills
Treasurer	Mr. Pete Small

E. The officers shall be elected by the Board at their annual meeting as provided in the Bylaws. Any vacancies in any office shall be filled by the Board at any meeting duly held.

F. The President shall be elected from the Board, but no other officer need be a Director. The offices of Secretary and Treasurer may be held by the same person. Without the approval of the Directors, no person shall simultaneously hold more than one of any of the other offices except Secretary and Treasurer.

ARTICLE IX. BYLAWS

A. The Board of Directors shall adopt by a majority vote the original Bylaws of the Association.

B. The Bylaws shall be amended by the procedure more fully set forth in the Bylaws and shall be approved by at least a majority of the Board.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment of these Articles shall require the approval by a majority vote of the Board.

ARTICLE XI. INDEMNITY

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or other officer may be entitled.

ARTICLE XII. NON-PROFIT STATUS

No part of the income of this corporation shall be distributed to the Members except upon the dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XIII. MERGER AND DISSOLUTION

The Association shall have the right to participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided such merger or consolidation shall have the assent of two-thirds (2/3) of each class of Members.

The Association may be dissolved by the approval of two-thirds of the votes of each class of Members given in person, by proxy or by written consent. 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, including without limitation, the assignment of all the Association's obligations concerning the Surface Water Management System to an entity which would comply with the applicable provisions of the Florida Administrative Code and be approved in writing by the South Florida Water Management District prior to such termination, dissolution or liquidation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval on dissolution pursuant to Florida Statutes, Chapter 617.

ARTICLE XIV. SUBSCRIBER

The name and address of the subscriber to these Articles is

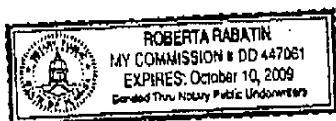
Name: Mr. Don Danos
Address: Beazer Homes Corp.
2600 Maitland Center Parkway
Suite 200
Maitland, Florida 32751

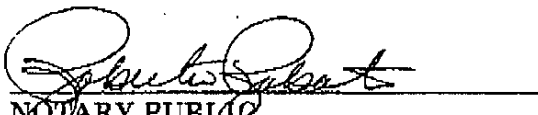
IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 14th day of February, 2007.


Name: Don Danos

STATE OF FLORIDA
COUNTY OF Orange

The foregoing Articles of Incorporation were acknowledged before me this 14th day of February, 2007 by Don Danos, who is personally known to me or who has produced _____ as identification.




NOTARY PUBLIC
Print Name: Roberta Rabatin
My Commission Expires: 10-10-2009
Commission #: DD 447061

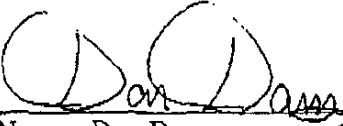
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

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

THAT, SAWGRASS PLANTATION PHASE 1A TOWNHOME ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with the principal office of the Association located at: Beazer Homes Corp., 2600 Maitland Center Parkway, Suite 200, Maitland, Florida 32751, as indicated in the Articles of Incorporation in the City of Maitland, County of Orange, State of Florida, has named as its Registered Agent Don Danos, 2600 Maitland Center Parkway, Suite 200, Maitland, Florida 32751, Orange County, 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 agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Name: Don Danos