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ATTORNEYS' TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

City/St/Zip

850-222-2785

Phone #

FILED
01 SEP 17 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1- ANDOVER POINT HOMEOWNERS' ASSOCIATION, INC.
- 2- _____
- 3- _____
- 4- _____

☒ Walk-in
☐ Mail-out

☐ Pick-up time ASAP

☒ Certified Copy

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
☐	Profit
☒	Non-Profit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☐	Amendment
☐	Resignation of R.A., Officer/Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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Examiner's Initials

ARTICLES OF INCORPORATION
OF
ANDOVER POINT HOMEOWNERS' ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

In compliance with the requirements of Chapter 617, Florida Statutes, 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 that:

ARTICLE I

The name of the corporation is **Andover Point Homeowners' Association, Inc.**, hereinafter called the "Association".

ARTICLE II

The principal office of the Association is located at 7053 University Blvd., Winter Park, FL 32792.

ARTICLE III

Paul C. Palmer Jr., whose address is 7053 University Blvd., Winter Park, FL 32792, is hereby appointed the initial registered agent of this Association.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District permit requirements applicable to the property and applicable district rules, and shall assist in the enforcement of the surface water or storm water management system.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water system.

This Association 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 and architectural control of the residence Lots (also referred to as "Homesites") and Common Area within that certain tract of property described on Exhibit "A" attached hereto and incorporated herein by this reference, and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court in and for Orange County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant

to the terms of the Declarations; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any of its real or personal property as security for money borrowed or debts incurred;

(e) participate in mergers or consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have assent of two-thirds (2/3) of each class of members;

(f) 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 any now or hereafter have or exercise;

(g) procure and maintain hazard and liability insurance upon its property for the protection of the Association and its members.

ARTICLE V **MEMBERSHIP**

Any person or entity who is a record title holder of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including 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. Membership shall appurtenant to and may not be separated from ownership of any Lot (also referred to as "Homesite") which is subject to assessment by the Association.

ARTICLE VI **MEETINGS OF MEMBERS: QUORUM REQUIREMENTS**

The presence at any meeting of members entitled to cast or proxies to entitled to cast, a majority 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 By- Laws.

ARTICLE VII **VOTING RIGHTS**

The Association shall have two (2) classes of voting membership:

Class A: Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds 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. In the event more than one (1) vote is cast with respect to any Lot, none of the votes with respect to such Lot shall be recognized and the Lot shall not be counted for any purpose until such dispute is resolved.

Class B: The Class B member(s) shall be the Declarant (as defined in the Declaration) and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) ninety (90) days after the Developer has conveyed to purchasers ninety-eight (98%) of the Lots in ANDOVER POINT ; or

(b) when the Developer sends to the Association and each Member thirty (30) days written notice of Developer's intention to turn over control of the Association.

ARTICLE VIII **BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The Board of Directors shall be elected by the Members of the Corporation entitled to vote at the times and in the manner provided for in the By-Laws. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection and qualification of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Paul C. Palmer Jr.	7053 University Blvd. Winter Park,, FL 32792
Rodney W. Palmer	7053 University Blvd. Winter Park, FL 32792
John B. Palmer	7053 University Blvd. Winter Park, FL 32792

At the first annual meeting the members shall elect two (2) directors for a term of one (1) year, two (2) directors for a two (2) year term and one (1) director for a term of three (3) years; and at each annual meeting thereafter the members shall elect, for a term of three (3) years, the number of directors to replace the director or directors whose terms have expired.

ARTICLE IX **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 the 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 non-profit corporation,

association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE X
EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The corporation shall exist perpetually.

ARTICLE XI
AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the entire membership.

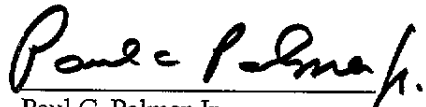
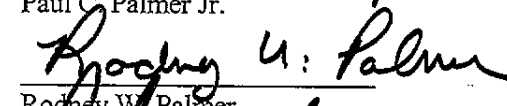
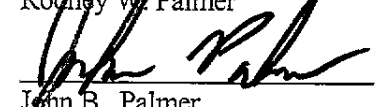
ARTICLE XII
BY-LAWS

The Association shall adopt By-Laws governing the conduct of the affairs of the Association. The By-Laws shall be altered, amended or rescinded as provided in the By-Laws.

ARTICLE XIII
FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require a prior approval of the Federal Housing Administration or Veterans Administration: annexation of additional properties, mergers and consolidations, dissolution and amendment of these Articles.

IN WITNESS THEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 12 day of September 2001.


Paul C. Palmer Jr.

Rodney W. Palmer

John B. Palmer

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 12th day of September, 2001 by Paul C. Palmer Jr., Rodney W. Palmer, and John B. Palmer. They are personally known to me.



Notary Public
Commission No.
My Commission expires:



Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

The name of the corporation is :

ANDOVER POINT HOMEOWNERS' ASSOCIATION, INC.

The name and address of the registered agent and office is:

Paul C. Palmer Jr.
7053 University Blvd.
Winter Park, FL 32792

The undersigned hereby accepts the designation as Registered Agent of Andover Point Homeowners' Association, Inc., and agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent.


Paul C. Palmer Jr.

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