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AUTHORIZATION :

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2001 OCT -4 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Patricia D

ORDER DATE : October 4, 2001

ORDER TIME : 9:56 AM

ORDER NO. : 782777-005

CUSTOMER NO: 4727217

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CUSTOMER: Pat Austin, Legal Assistant
Salem Saxon, P.A.

Suite 3200, Bank Of America
101 East Kennedy Boulevard
Tampa, FL 33602

DOMESTIC FILING

NAME: HAMPTON PARK NEIGHBORHOOD
ASSOCIATION, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP
☐ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

RECEIVED
01 OCT -4 AM 10:25
DIVISION OF CORPORATION

js 10/4/01

**ARTICLES OF INCORPORATION
OF
HAMPTON PARK NEIGHBORHOOD ASSOCIATION, INC.**
(A FLORIDA NOT FOR PROFIT CORPORATION)

2001 OCT -4 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, being the incorporators of Hampton Park Neighborhood Association, Inc, hereby associate ourselves for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and through the provisions of the statutes of the State providing for the formation, liabilities, rights and privileges and immunities of a corporation not for profit homeowners' association, duly organized and acting pursuant to and in accordance with Florida Statutes Chapter 720.

**ARTICLE I
DEFINITIONS**

- 1.1 All terms which are defined in the Declaration of Covenants and Restrictions for Hampton Park Residential Neighborhood, which will be recorded among the Public Records of Orange County, Florida (hereinafter, the "Declaration"), shall be used herein with the same meanings as defined in said Declaration.
- 1.2 "Association" as used herein shall mean the Florida corporation not for profit formed by these Articles, and its successors and assigns.

**ARTICLE II
NAME OF ASSOCIATION**

- 2.1 The name of this not for profit corporation is HAMPTON PARK NEIGHBORHOOD ASSOCIATION, INC. (hereinafter, the "Association").

**ARTICLE III
PURPOSES AND POWERS**

- 3.1 The purpose for which the Association is organized is to perform the functions of the Association as set forth in the Declaration, including, but not limited to, the following:
 - 3.1.1 To be responsible for the ownership, maintenance, administration, repair, improvement and insurance of the real and personal property which the Association owns or which it has assumed the obligation to maintain, including common portions of the land, if any, and the ownership, maintenance and administration of the roadways and other improvements; enforcement of the Declaration, including such additions thereto as may be hereafter brought within the jurisdiction of the Association; collection and use of assessments and charges hereinafter authorized; promotion of the health, safety and welfare of the Owners; and any additions as may be hereafter brought within the jurisdiction of the Association and
 - 3.1.2 To engage in any activity or business permitted under Florida law for not for profit corporations, as now existing or as they may hereafter be amended.

- 3.2 For the aforesaid purposes, the Association shall have the power and authority to:
- 3.2.1 Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration, and as the Declaration may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length and made a part hereof;
 - 3.2.2 Fix, levy, collect and enforce payment by any lawful means, of all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith, including all office expenses, licenses, taxes or governmental charges levied or imposed against the Properties and all other expenses incident to the conduct of the business of the Association;
 - 3.2.3 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;
 - 3.2.4 Borrow money and mortgage, pledge, deed in trust, or hypothecate any or all of the Properties in accordance with the Association Documents as security for money borrowed or debts incurred;
 - 3.2.5 Dedicate, sell or transfer all or any part of the Common Properties to any public agency, authority, or utility for such purposes.
 - 3.2.6 Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional property and Common Properties, provided that any such merger, consolidation or annexation shall be accomplished in accordance with the Association Documents.
 - 3.2.7 Employ personnel and retain independent contractors and professionals; to enter into service contracts to provide for the maintenance, operation and management of property; and to enter into any other agreements consistent with the purposes of the Association, including, but not limited to, agreements for professional management and to delegate to such professional management certain powers and duties of the Association.
 - 3.2.8 Make, establish and enforce reasonable rules and regulations governing the use of the Properties or any portions thereof, including without limitation, the Common Properties.
 - 3.2.9 Contract with governmental agencies.
 - 3.2.10 Do all and everything necessary and appropriate for the accomplishment of the purposes enumerated in these Articles or any amendment thereof, necessary or incidental to the attainment of the objectives of the Association.
- 3.3 The foregoing shall be construed as objects and powers in furtherance, not in limitation, of

the general powers as conferred by laws of the State of Florida; and it is hereby expressly provided that the enumeration of specific powers shall not be held to limit or restrict in any manner the powers of the Association, and that the Association shall and may do all and everything necessary, suitable or proper for the accomplishment of any of the purposes or objects herein enumerated, either alone or in association with other corporations, firms or individuals to the same extent and as fully as individuals might or could do as principals, agents, contractors or otherwise.

ARTICLE IV PRINCIPAL OFFICE

- 4.1 The principal place of business of the Association is 300 Reeves Court, Orlando, FL 32801; however, with the privilege of having additional offices or places of business within or without the State of Florida. The mailing address of is 300 Reeves Court, Orlando, FL 32801.

ARTICLE V BOARD OF DIRECTORS AND OFFICERS

- 5.1 The affairs of this Association shall be managed by a Board of Directors initially consisting of Three (3) Directors. The procedure for selecting the Board of Directors and the Officers and the number of and tenure, qualifications, powers and duties of the Board of Directors and officers of this Association shall be as set forth in the Bylaws, as said Bylaws are amended from time to time. The initial Board of Directors who shall serve until their successors are elected an qualified are:

Vivian Bryant, Executive Director
The Housing Authority of the City of Orlando
300 Reeves Court
Orlando, FL 32801

Robert Burke
The Housing Authority of the City of Orlando
300 Reeves Court
Orlando, FL 32801

Frank N. Anderson Jr.
First City Realty And Development, Inc.
425 West Colonial Drive, Suite 301
Orlando, FL 32804

**ARTICLE VI
INCORPORATOR**

- 6.1 The name and address of the Incorporator signing these Articles of Incorporation is as follows:

Ricardo L. Gilmore, Esq.
Salem Saxon, P.A.
101 East Kennedy Boulevard, Suite 3200
Tampa, Florida 33602

**ARTICLE VII
AMENDMENTS**

- 7.1 This Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon Members hereof are granted subject to this reservation. Unless otherwise provided by law or herein, amendment of these Articles shall require the assent of Owners representing a majority of the Owner votes properly cast in person or by proxy at a duly called meeting in which a quorum of Owners is present in person or by proxy. Notwithstanding anything to the contrary herein, during the Class B Control Period as defined below, Developer may amend these Articles with no assent of any other Owner being required.

**ARTICLE VIII
REGISTERED AGENT**

- 8.1 The name of the initial registered agent and the address of the initial registered office of the Association is as follows:

Ricardo L. Gilmore, Esq.
Salem Saxon, P.A.
101 East Kennedy Boulevard, Suite 3200
Tampa, Florida 33602

**ARTICLE IX
MEMBERS**

- 9.1

1. Every record Owner of a fee interest in any Lot, as defined in the Declaration, 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 be appurtenant to, and may not be separated from, ownership of a Lot.

2. Change of membership in the Association shall be established by the recording, in the Public Records of Orange County, Florida, of a deed or other instrument establishing a record of title to a Lot, and shall be evidenced by delivery to the Association of a copy of such instrument. The membership of the prior Owner shall be terminated as of the date of delivery of such deed or other instrument.

3. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except upon transfer of his Lot.

4. There shall be two (2) classes of membership as follows:

(a) Class A. As long as there is a Class B membership, Class A Members shall be all Owners, as defined in the Declaration, other than the Developer, as defined in the Declaration, and shall be entitled to one vote for each Lot owned. Upon termination of Class B membership, Class A Members shall be all Owners, including the Developer, as long as the Developer is an Owner and each Owner shall be entitled to one vote for each Lot owned. If more than one (1) person owns an interest in any Lot, all such persons shall be Members, but there shall be only one (1) vote cast with respect to such Lot. Such vote may be exercised as the Owners determine among themselves, but no split vote shall be permitted.

(b) Class B. The Class B Members shall be the Developer and as long as there is a Class B voting membership the Developer shall be entitled to three (3) votes for each Lot owned (the "Class B Control Period"). The Class B Control Period shall end and Developer shall turnover control of the Association to the Class A members upon the earlier of the following events:

(i) When the total votes entitled to be cast by the Class A members equals or exceeds fifty-eight (58) votes, or

(ii) On January 1, 2006, or

(iii) When the Developer elects to terminate the Class B Control Period.

ARTICLE X VOTING RIGHTS

10.1 All properly registered Owners may vote on any issue which requires voting by Owners. An Owner to be properly registered must have registered with the Association in accordance with the Bylaws, as amended from time to time.

ARTICLE XI DISSOLUTION

11.1 The Association may be dissolved with the assent given in writing and signed by Owners representing not less than two-thirds (2/3) of all Owner votes entitled to be cast and by Owners representing not less than two-thirds (2/3) of all Owner votes entitled to be cast. Written notice of a proposal to dissolve, setting forth the reasons therefor and the disposition

to be made of the assets (which shall be consonant with this ARTICLE), shall be mailed to every Owner not less than ten (10) days or more than fifty (50) days in advance of any action to be taken. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to any 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 not for profit corporation, association, trust or other organization to be devoted to such similar purposes.

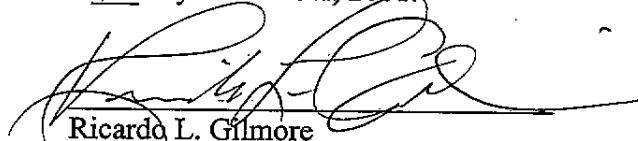
ARTICLE XII DURATION

- 12.1 This Association shall exist perpetually, unless dissolved pursuant to ARTICLE XI.

ARTICLE XIII LIABILITY

- 13.1 The liability of persons serving the Association by virtue of holding either an elected or an appointed position shall be limited as provided in the Bylaws of the Association.

IN WITNESS WHEREOF, the undersigned, being the Incorporator herein, has made and subscribed these Articles of Incorporation this 1st day of October, 2001.


Ricardo L. Gilmore
Incorporator

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared Ricardo L. Gilmore, as Incorporator, to me personally known or who provided _____ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 1st day of October, 2001.



Notary Public

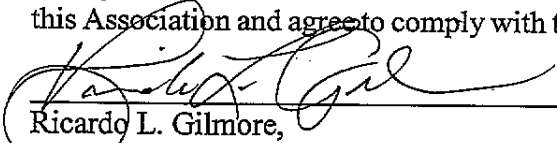
My Commission Expires:



Zulma E Rosa
My Commission CC909035
Expires February 06, 2004

ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above stated corporation, at the place set forth hereinabove, I hereby accept such designation and agree to act in such capacity and hereby state that I am familiar with and accept the duties and responsibilities as registered agent for this Association and agree to comply with the provisions of Section 607.0505 of the Florida Statutes.


Ricardo L. Gilmore,
Registered Agent

Dated: 10-01-01

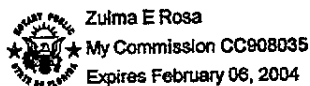
STATE OF FLORIDA COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned officer duly authorized to take acknowledgments, this day, personally appeared Ricardo L. Gilmore (Registered Agent), to me personally known or who provided _____ as identification, and who executed the foregoing Acceptance of Registered Agent, and acknowledged before me that he/she executed the same for the purposes herein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 1st day of October, 2001.

Zulma E Rosa
Notary Public

My Commission Expires:



FILED
2001 OCT -4 PM 12:47
SECRETARY OF STATE
TALLAHASSEE FLORIDA