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# Patricia R. Mueller, P.A.

Attorney at Law 3900 Lake Center Drive, Suite A-5 Mount Dora, Florida 32757 Telephone (352) 735-3111 Facsimile (352) 735-3011

January 21, 2003

Division of Corporations Department of State Post Office Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation of Gregory's Place Property Owners Association, Inc.

#### Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation for the abovenamed corporation. Please file the original Articles and certify the enclosed copy as the certified copy, and return same to me. Enclosed is my firm's check in the sum of \$78.75 to cover the filing costs, as follows:

1.	Filing Fee	\$ 35.00

2. Certified Copy \$ 8.75

3. Registered Agent Designation \$35.00

Total \$ 78.75

Please do not hesitate to contact me if you have any questions.

Yours very truly,

Patricia R. Mueller

R. Muella

PRM/psc Enclosures



## GREGORY'S PLACE PROPERTY OWNERS ASSOCIATION, INC. A FLORIDA CORPORATION NOT FOR PROFIT

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, and adopt the following articles of incorporation:

#### ARTICLE I NAME

The name of this corporation is Gregory's Place Property Owners Association, Inc. For convenience, the corporation shall be referred to in this instrument as the "Association", these articles of incorporation as the "Articles" and the bylaws of the association as the "Bylaws".

## ARTICLE II EFFECTIVE DATE AND DURATION

The effective date of Incorporation shall be the date of filing with the Secretary of State. The association shall have perpetual existence.

### ARTICLE III PURPOSE

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 preservation and architectural control of the Lots and Common Area within that certain tract of property described as Gregory's Place, a commercial subdivision in Lake County, Florida, and to promote the safety and welfare of the owners and occupants 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, Restrictions, and Easements, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Lake 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 Declaration; 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 a majority of the members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) dedicate, sell or transfer all or any part of any common property to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to be the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the members, agreeing to such dedication, sale or transfer;
- (f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger, consolidation or annexation shall have the assent of a majority of the members;
- (g) 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 may now or hereafter have or exercise.
- (h) operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District Permit requirements and applicable District rules, and assist in the enforcement of the restrictions and covenants contained herein or is said Declaration.
- (i) levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system, and use such assessments for the 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.

#### ARTICLE IV MEMBERS

Every person or entity who is a record owner of a fee or undivided fee interest of any Lot which is subject to covenants of record and 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 be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

#### ARTICLE V VOTING RIGHTS

The owners of each lot shall be entitled to one (1) vote for each Lot in which the owner holds the interests required for membership. When more than one person holds such interest or interests in any Lot, all such persons shall be members, and the vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any such Lot.

#### ARTICLE VI BOARD OF DIRECTORS

The number of persons constituting the first board of directors shall be three and their names and addresses are as follows:

Leo P. Steinmetz

108 S. Old Dixie Highway, Lady Lake, Florida 32159

Vincent Nicholas

1502 Blackberry Court, Eustis, Florida 32726

Ronald B. Moussette, Jr.

304 Ridgewood Drive, Fruitland Park, Florida 34731

Directors shall be elected as provided in the Bylaws.

#### ARTICLE VII PRINCIPAL OFFICE

The Principal office of the Association is located at 108 S. Old Dixie Highway, Lady Lake, Florida 32159.

## ARTICLE VIII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this corporation is 108 S. Old Dixie Highway, Lady Lake, Florida 32159 and the name of the initial registered agent of this corporation at that address is Nancy P. Steinmetz.

## ARTICLE IX AMENDMENTS

The Articles of Incorporation may be amended by the members at any regular, special or annual meeting of the members, called for such purpose, or in the case of an annual meeting, provided notice of the proposed changes have been furnished in writing to all members or persons entitled or persons entitled to vote thereon, at least thirty (30) days prior to said meeting. Amendments may be proposed by the Directors or upon the vote of twenty-five percent (25%) of the membership. Such amendment shall be effective when approved by a majority of the votes of the entire membership.

#### ARTICLE X **BYLAWS**

The Bylaws of the Association shall be adopted by the Board of Directors. The Bylaws may be amended, altered, or rescinded by a majority of a quorum present, in person or by proxy, at any regular or special meeting of the Board of Directors.

#### ARTICLE XI DISSOLUTION OF ASSOCIATION

In the event of the termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must 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 XII INCORPORATOR

The name and address of the incorporator to these articles is as follows:

Leo P. Steinmetz

108 S. Old Dixie Highway, Lady Lake, Florida 32159

IN WITNESS WHEREOF the undersigned incorporator has executed these Articles of Incorporation on April 24, 2002 LEO P. STEINMETZ

STATE OF FLORIDA COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 24 day of 1100 day of 2002 by LEO P. STEINMETZ, and who: (×) is/are personally known to me. ) produced Florida driver's license(s) as identification. ) produced as identification.



Notary Public

PATRICIA R. MUELLER Print Notary Name

My commission expires:

#### REGISTERED AGENT ACCEPTANCE

Having been named as Registered Agent to accept service of process for the above referenced corporation, at the place designated in the Articles of Incorporation, I hereby accept the appointment as Registered Agent, and I am familiar with and agree to comply with the provisions of the said Act relative to the obligations of that position and keeping open said office.

Date: 4-24-02

VANCY P. STEINMETZ

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SECRETARY OF STATE