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March 14, 2003

Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32399

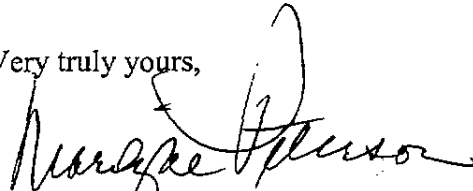
Re: Articles of Incorporation of Windsor Park at
Remington Homeowners' Association, Inc.
Our File No: 794-8

Dear Sir/Madam:

Enclosed for filing, please find the original and one (1) copy of Articles of Incorporation for of Windsor Park at Remington Homeowners' Association, Inc. together with our firm check in the amount of \$78.75 which represents the filing fee, registered agent designation and certified copy fee. After filing, please return a certified copy of the Articles of Incorporation to me in the envelope provided.

Should you have any questions regarding the foregoing please do not hesitate to call.

Very truly yours,


Marilyn Peterson, Legal Assistant to
Robert B. White, Jr.

Encls.

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03 MAR 18 PM 3:19
SECRETARY OF STATE
TALLAHASSEE
FLORIDA

ARTICLES OF INCORPORATION
OF
WINDSOR PARK AT REMINGTON HOMEOWNERS' ASSOCIATION, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

ARTICLE I
NAME

The name of this corporation is:

WINDSOR PARK AT REMINGTON HOMEOWNERS' ASSOCIATION, INC.

For convenience, the corporation is sometimes referred to in this instrument as the Association.

ARTICLE II
PURPOSES

This Association is organized to provide for the improvement, maintenance, and preservation of the real property (the "Subdivision") encumbered and affected by the Declaration of Covenants and Restrictions For Windsor Park At Remington, which is recorded in the Public records of Osceola County, Florida at Official Records Book 2051, Page 342, and as amended from time to time (the "Declaration") and to provide the health, safety and welfare of the members of the Association in conjunction with their use and enjoyment of the common areas and common improvements located in the Subdivision.

ARTICLE III
MEMBERSHIP AND VOTING RIGHTS

Section 1. Membership. Every person or entity, who is a record owner of a fee or undivided fee interest in any property or platted lot (hereafter a "Lot") in the Subdivision, shall be a member of the Association. Notwithstanding anything else to the contrary herein, any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member of the Association.

Section 2. Voting Rights. The Association shall have two (2) classes of voting membership.

Class A. Class A Members shall be all of those Members (as defined in Article 1, Section 14 of the Declaration) with the exception of the Developer (as such term is defined in Article 1, Section 9 of the Declaration). Class A Members shall be entitled to one (1) vote for each Lot which they own in the Subdivision. 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, shall determine, but, in no event shall more than one vote be cast with respect to any such Lot, except as to the Class B Member as provided for below.

Class B. The Class B Member shall be the Developer. The Class B Member shall be entitled to one (1) vote, plus an additional six (6) votes, for each Lot owned by the Developer. The Developer shall be entitled to cast its votes on each occasion at which the Class A Members shall be entitled to vote. The Class B Membership shall cease and terminate and be deemed to have been converted to a Class A Membership as of a date which is the earlier happening of either seventy-five percent (75%) of the Lots within the Subdivision have been sold and conveyed by the Developer (or its affiliates) to Members or December 31, 2012.

ARTICLE IV **TERM OF EXISTENCE**

This association shall commence existence on the date of filing with the Secretary of State and shall exist perpetually.

ARTICLE V **INCORPORATOR**

The name and address of the subscriber is:

Paul Oxley
3050 Michigan Avenue
Kissimmee, Florida 34744

ARTICLE VI **OFFICERS**

The day to day affairs of the Association shall be managed by a President, a Secretary, a Treasurer, and such other officers as may be provided for in the Bylaws of the Association. An officer may hold one or more offices. The officers shall be elected by the Board of Directors of the Association annually in accordance with the provisions of the Bylaws; and they shall serve at the pleasure of the Board of Directors.

ARTICLE VII
INITIAL OFFICERS

The names of the officers who are to serve until the first election hereunder are:

President	Paul Oxley
Treasurer	Robert R. Marks
Secretary	Lindsay M. Oxley

ARTICLE VIII
DIRECTORS

The Board of Directors of the Association shall consist of not less than one (1) person, the exact number to be determined in accordance with the provisions of the Bylaws. The Board Of Directors shall be elected by the Members annually in accordance with the provisions of the Bylaws.

ARTICLE IX
INITIAL DIRECTORS

The names and addresses of the persons who are to serve as the initial Directors of the Association are:

<u>Name</u>	<u>Address</u>
Paul Oxley	3050 Michigan Avenue, Kissimmee, Florida 34744
Lindsay M. Oxley	3050 Michigan Avenue, Kissimmee, Florida 34744
Robert R. Marks	3109 Fairfield Drive, Kissimmee, Florida 34743

ARTICLE X
BYLAWS

The Bylaws of the Association shall be made, altered, or rescinded by affirmative vote of a majority of the Board of Directors of the Association.

ARTICLE XI
INDEMNIFICATION

Section 1. The Members, Officers and Directors of the Association shall not be personally liable for any obligation of the Association of any nature whatsoever; nor shall any of

their property be subject to the payment of the obligations of the Association to any extent whatsoever.

Section 2. Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding whether civil, criminal, administrative, or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been a Director or Officer of the Association, or having served at the Association's request as a director or officer of any other corporation, whether or not he/she is a director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or Officer shall be finally adjudged to be liable for gross negligence or willful misconduct, provided that in the event of a settlement of such a proceeding, this indemnification shall apply only when the Board of Directors of the Association approve such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other indemnification rights to which such Director or Officer may be entitled.

Section 3. Expenses incurred by any Officer or Director of the Association in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested Directors of the Association upon the Association's receipt of an undertaking by or on behalf of such Director or Officer to repay such amount if it shall ultimately be determined that he/she is not entitled to be indemnified by the Association as authorized by these Articles of Incorporation.

Section 4. The Association shall have the power to purchase, at its expense, and thereafter maintain insurance on behalf of any person who is or was a Director or Officer of the Association, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Association would have the power to indemnify him/her against such liability under the provisions of these Articles.

ARTICLE XII **AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of a majority of the Members of the Association, after no less than fifteen (15) days prior written notice to all Members.

ARTICLE XIII **MISCELLANEOUS**

Section 1. The Association shall have no capital stock.

Section 2. This Association shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes, or as the same may be amended.

Section 3. Notwithstanding any other provision of these Articles, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. Unless specifically prohibited, any and all functions, duties and powers of the Association shall be fully transferrable in whole, or in part, to any developer, management agent, governmental unit, public body, or similar entity. Any instrument effecting such a transfer shall specify the duration thereof and the means of revocation.

ARTICLE XIV
DISSOLUTION

Upon the dissolution of this Association the Board of Directors shall, after paying or making provision for the payment or all of the liabilities of the Association, pursuant to the procedure of provisions of Florida Statutes ' 617.05, dispose of all of the assets of the association exclusively for the purposes of the Association in such manner as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XV
INITIAL PRINCIPAL OFFICE: INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial principal office of the Association is 3050 Michigan Avenue, Kissimmee, Florida 34744. The initial registered office of the Association shall be 3050 Michigan Avenue, Kissimmee, Florida 34744, and the registered agent of the Association at that office shall be Paul Oxley.

IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation the 26th day of February, 2003.

Incorporator:



Paul Oxley

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 26 day of February, 2003, by Paul Oxley, who is [] personally known to me or [] who has produced _____ as identification and who did take an oath.

Notary Public:

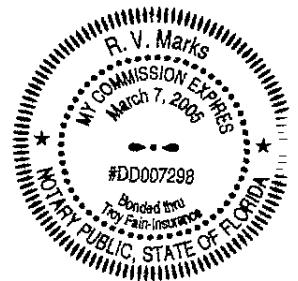


(Signature of Notary Public)

Print Name: R. V. MARKS

State of Florida at Large (Seal)

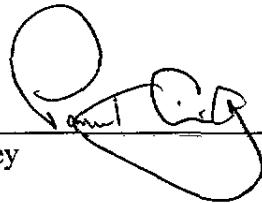
My Commission Expires MARCH 7th 2005



CONSENT OF REGISTERED AGENT

Paul Oxley, the undersigned, hereby accepts appointment and hereby consents to serve as registered agent of Windsor Park At Remington Homeowners' Association, Inc., a Florida corporation not for profit, and agrees to maintain the registered office and accept process according to law.

Dated this 26th day of February, 2003.



Paul Oxley

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03 MAR 18 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA