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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend + Robert
* cc
4/22/09*

André Hickman
President

Space Port U.S.A., Inc.

PO Box 941618 • Maitland, FL 32794

Ph: (407) 629-1688
Fax: (407) 629-9192

April 15, 2009

Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Amended and Restated Articles of Incorporation, I-4 Industrial Park 5th Section Property Owners' Association, Inc.; Document # 04000005289

Dear Sir/Madam:

Enclosed, please find Amended and Restated Articles of Incorporation for I-4 Industrial Park 5th Section Property Owners' Association, Inc., along with the required Corporate Certificate, for filing with your office. I have also enclosed a copy of the Restated Articles for your convenience.

Additionally, you will find a check, made payable to the Secretary of State in the amount of \$43.75, representing the required filing fee and certified copy charge.

Please return the certified copy and any correspondence regarding this matter to me at my office address as indicated above. If you would like to reach me by telephone, please feel free to call me at (407) 629-1618.

Thank you for your assistance with this matter.

Sincerely,

SPACE PORT U.S.A., INC.



Paul M. Sills
General Counsel

PMS/pms
enclosures

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
I-4 INDUSTRIAL PARK 5th SECTION
PROPERTY OWNERS' ASSOCIATION, INC.**

The undersigned Chairman of the Board of Directors, a natural person competent to contract, hereby files these Amended and Restated Articles of Incorporation under the laws of the State of Florida pursuant to the provisions of the Florida Not-For-Profit Corporation Act.

**ARTICLE I
CORPORATE NAME AND PRINCIPAL OFFICE**

The name and principal office address of this corporation are:

**I-4 INDUSTRIAL PARK 5th SECTION
PROPERTY OWNERS' ASSOCIATION, INC.
1801 Lee Road, Suite 200
Winter Park, Florida 32789**

The mailing address of this corporation is:

Post Office Box 941618
Maitland, Florida 32794

The corporation shall hereafter be referred to within this document as the "Association".

**ARTICLE II
PURPOSE**

The purposes for which this Association is formed are as follows:

- (a). To perform all of the lawful acts and duties which are normally performed by a duly incorporated, not for profit, property owners' association as to the real property known as I-4 Industrial Park 5th Section, to be recorded in the Public Records of Seminole County, Florida, hereinafter referred to as the "Property", and to perform all acts and duties as set forth in these Amended and Restated Articles of Incorporation, duly formed Bylaws and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section, to be recorded in the Public Records of Seminole County, Florida, as well as those acts incidental to the exercise of such acts and duties including, without limitation, the following:

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TALLAHASSEE, FLORIDA

- (1). preservation and maintenance of all COMMON AREAS as designated on the recorded plat of the PROPERTY, including but not limited to, any and all swales, berms, drainage areas, drainage easements, utility easements and retention areas located within the COMMON AREAS;
- (2). inspection of all swales, berms, drainage areas, drainage easements, utility easements and retention areas lying within individually owned Lots as shown on the recorded plat of the PROPERTY; and
- (3). To enforce all owners' covenants including, without limitation, covenants regarding the preservation and maintenance of any drainage and retention areas and any drainage and utility easements lying within individually owned Lots within the Property; and
- (4). To administer and operate the property for the best interests of the Property and the Lot owners; and
- (5). To establish and collect assessments from the members of the Association in order to accomplish its objectives.

ARTICLE III

QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

SECTION 1. All persons or entities owning a present vested interest, evidenced by an instrument properly recorded in the Public Records of Seminole County, Florida, in the fee simple title to any Lot, shall automatically be members of the Association. Any such membership shall automatically terminate when a person or entity no longer owns such an interest. This Association shall be "non-stock" and it will not issue shares of stock, however, membership interests may be reflected in an appropriate certificate of membership.

SECTION 2. Owners of each Lot shall be entitled to vote as members of the Association as stated in the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section, to be recorded in the Public Records of Seminole County, Florida.

ARTICLE IV

POWERS AND DUTIES OF THE ASSOCIATION

SECTION 1. The Association shall have all of the powers granted by law to a Florida not for profit corporation, subject only to the limitations imposed by these Amended and Restated Articles of Incorporation, the duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section. The Association's powers shall specifically include, without limitation, the power to collect assessments from members

of the Association in accordance with and for the purposes designated in these Amended and Restated Articles of Incorporation, duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section, such purposes specifically including, without limitation, the use of assessments to pay the costs of operating, maintaining and repairing the surface water and storm water management systems including, without limitation, operation, maintenance and repair of retention areas, drainage structures and drainage easements.

SECTION 2. The Association shall be charged with all of the duties imposed by law upon Florida not for profit corporations, these Amended and Restated Articles of Incorporation, duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section, specifically including, without limitation, the duty to operate, maintain and manage the surface water and storm water management systems located on the Property in a manner consistent with the requirements of the applicable St. Johns River Water Management District Permit and related District rules, and shall assist in the enforcement of the restrictions and covenants contained in these Amended and Restated Articles of Incorporation, duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section.

ARTICLE V

TERM OF EXISTENCE

Existence of the Association shall continue in perpetuity unless dissolved according to law.

ARTICLE VI

MANAGEMENT AND ELECTION OF OFFICERS AND DIRECTORS

SECTION 1. The affairs and property of the Association shall be managed and governed by a Board of Directors which shall be composed of three (3) members.

SECTION 2. Directors shall be elected in accordance with these Amended and Restated Articles of Incorporation, duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section, at the regular annual meeting of the membership of the Association.

SECTION 3. All officers shall be elected by the Board of Directors, in accordance with these Amended and Restated Articles of Incorporation, duly formed Bylaws of the Association and the Declaration of Covenants, Conditions and Restrictions of I-4 Industrial Park 5th Section. The Board of Directors shall elect a President, Vice President, Secretary, Treasurer and such other officers as the Board shall deem desirable.

ARTICLE VII
BOARD OF DIRECTORS

The names and addresses of the current members of the Board of Directors are as follows:

ANDRE' F. HICKMAN
Post Office Box 941618
Maitland, Florida 32794

PAUL M. SILLS
Post Office Box 941618
Maitland, Florida 32794

JOSIANE WARD
Post Office Box 941618
Maitland, Florida 32794

The initial directors shall be appointed for terms of three years. Successor directors shall be elected by the members of the Association for terms of two years at the annual meeting of the Association.

ARTICLE VIII
OFFICERS

The officers of the Association shall be elected by the Board of Directors and shall serve at the discretion of the Board of Directors.

ARTICLE IX
INDEMNITY

The Directors and Officers of the Association shall be indemnified by the Association as to all liabilities incurred or imposed upon them, including reasonable attorney's fees, as a result of their being a Director and/or Officer of the Association, whether or not such Director and/or Officer shall be serving the Association at the time the liabilities are incurred or imposed. In the event such a claim is settled, in order for the indemnity provided herein to be enforceable, the Board of Directors shall vote favorably upon such settlement. The Association is authorized hereby to purchase insurance coverage, at its discretion, for Directors and Officers for any claims or obligations which arise from their being Directors and/or Officers of the Association. This indemnity shall not apply, and any Director and/or Officer of the Association benefitting from this indemnity shall be obligated to repay all indemnity funds paid by the Association, if such Director and/or Officer shall be determined to have acted with gross negligence or willful misconduct.

ARTICLE X
BY-LAWS

The By-Laws of the Association may be altered, amended or rescinded as set forth in said By-Laws.

ARTICLE XI
DISSOLUTION OF THE 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 and storm water management systems must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XII
AMENDMENT TO ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation may be amended by a seventy-five (75%) vote of the qualified members of the Association at a duly noticed member meeting, by executing a written instrument specifying the changes and recording said instrument in the Public Records of Seminole County, Florida; provided, however, in no event shall any amendment be made to these Amended and Restated Articles of Incorporation without the prior written consent of Developer, as defined in the Declaration of Covenants and Restrictions, during such time as Developer shall continue to own any Lot on the Property.

ARTICLE XIII
REGISTERED OFFICE AND AGENT

Until a successor is named by the Board of Directors, the Registered Agent of the Association and its registered office shall be:

ANDRE' F. HICKMAN
1801 Lee Road, Suite 200
Winter Park, Florida 32789

ARTICLE XIV
NON FOR PROFIT STATUS

SECTION 1. No part of the net earnings of the Association shall inure to the benefit

of any individual or member.

SECTION 2. No person, firm or corporation shall ever receive any dividends or profits from the undertakings of this Association, and none of the assets of the Association will be distributed to any member, officer or director or trustee of the Association. Upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to an organization or organizations which have qualified for an exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for a public purpose.

15th IN WITNESS WHEREOF, I, the undersigned, have hereunto set my hand and seal, this day of April, 2009, to these Amended and Restated Articles of Incorporation under the laws of the State of Florida.

Paul M. Sills
Witness

Paul M. Sills
Witness Name Printed

Susan Luther
Witness

Susan Luther
Witness Name Printed

Andre' F. Hickman
ANDRE' F. HICKMAN
Chairman of the Board of Directors

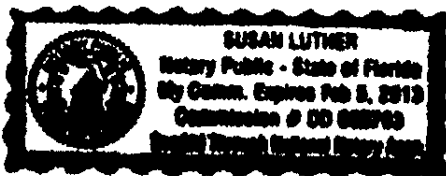
STATE OF FLORIDA }
COUNTY OF ORANGE }

BEFORE ME, an officer duly authorized to take oaths and acknowledgments, personally appeared, **ANDRE' F. HICKMAN**, Chairman of the Board of Directors, who is personally known to me or who has provided _____ as proof of his identity, and who, after being duly sworn, under oath, deposed and stated that he executed the foregoing instrument freely and voluntarily.

April **SWORN TO AND SUBSCRIBED** before me on this the 15th day of _____, 2009.

SEAL

Susan Luther
Notary Public, State of Florida



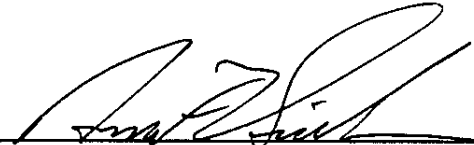
CORPORATE CERTIFICATE

In connection with the foregoing Amended and Restated Articles of Incorporation of I-4 Industrial Park 5th Section Property Owners' Association, Inc. (the "Corporation"), the undersigned Chairman of the Board of Directors and Secretary of the Corporation do hereby certify that:

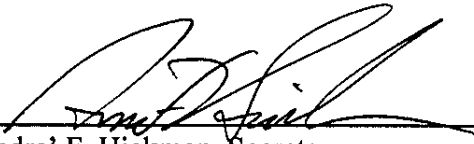
1. The Board of Directors of the Corporation, by resolution dated March 30, 2009, proposed that certain amendments to the Corporation's Articles of Incorporation be approved by a vote of the members of the Corporation.
2. The members of the Corporation were entitled to vote on the proposed amendments and the foregoing Amended and Restated Articles of Incorporation were unanimously approved by the membership at a meeting held on March 30, 2009.

IN WITNESS WHEREOF, the undersigned has executed and delivered this Corporate Certificate as of this 15 day of April, 2009.

**I-4 INDUSTRIAL PARK 5TH SECTION
PROPERTY OWNERS' ASSOCIATION, INC.**



Andre' F. Hickman, Board of Directors Chairman



Andre' F. Hickman, Secretary