

N05000005593

JAMES GUERINO

(Requestor's Name)

2858 REMINGTON GRN CIR

(Address)

(Address)

TALL. FL 32308

(City/State/Zip/Phone #)

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PAWN Meadows AT DEER CREEK HAMP OWEN

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2005 MAY 31 AM 11:11
STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
FAWN MEADOWS AT DEER CREEK PHASE ONE HOMEOWNERS' ASSOCIATION, INC.
INC.

2005 MAY 31 AM 11:11
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation not for profit, pursuant to the laws of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I.

NAME

The name of the corporation shall be Fawn Meadows at Deer Creek Phase One Homeowners' Association, Inc.

ARTICLE II.

ADDRESS OF ASSOCIATION

The street address of the initial registered office of this corporation is 2858 Remington Green Circle, Tallahassee, Florida 32308 and the name of the initial registered agent of this corporation at that address is James Guerino. The mailing address of the corporation is also is 2858 Remington Green Circle, Tallahassee, Florida 32308.

ARTICLE III.

PURPOSE OF ASSOCIATION

The general nature, objects and purposes of the Association shall be:

A. To promote the health, safety and social welfare of the owners of the property described as Fawn Meadows at Deer Creek Phase One according to the Plat thereof filed among the public records of Osceola County, Florida, and the owners of the property units thereof platted

subsequent to the date hereof;

B. To provide for the improvement, maintenance and preservation of said property;

C. To administer and enforce all of the terms and conditions of that Declaration of Covenants and Restrictions for Fawn Meadows at Deer Creek Phase One and all subsequently platted units thereof, together with those matters and things shown on the recorded plats of said subdivision and subsequently platted units;

D. To operate without profit for the sole and exclusive benefit of its members.

ARTICLE IV.

POWERS OF ASSOCIATION

The Association shall have all of the powers and duties reasonably necessary to operate and maintain the Association, including but not limited to, to the following:

A. To exercise and enforce all of the powers, privileges and duties set forth in the above described Declaration as it presently exists and as it may be amended, together with those contained in like declarations applicable to subsequently platted units;

B. To establish, levy, collect and enforce payment of all fees, dues, charges or assessments pursuant to the terms of the aforesaid Declaration or By-laws of the Association for all of the purposes of the Association and to create and establish reasonable reserves for the purposes;

C. To pay all expenses incident to the conduct of the business of the Association;

D. To promulgate or enforce rules, regulations, by-laws, covenants, restrictions or agreements to effectuate all of the purposes for which the Association is organized;

E. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of real or personal property and to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association;

F. To charge recipients for services rendered by the Association and the user for the

use of Association property where such is deemed appropriate by the Association;

G. To pay taxes and other charges, if any, on or against any property owned, used or accepted by the Association;

H. To borrow money and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Association for money borrowed or in payment for property acquired or for any of the other purposes of the Association and to secure the payments for such obligations by mortgages, pledges or other instruments of trust, by liens upon or assignment of or agreement in regard to all or any part of the property rights or privileges of the Association;

I. To exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Florida with regard to corporations not for profit may now or hereafter have or exercise under said laws.

ARTICLE V.

MEMBERSHIP

The members of the Association shall consist of the fee simple owners of the platted lots of Fawn Meadows at Deer Creek Phase One according to the Plat thereof recorded among the public records of Osceola County, Florida, and the owners of the platted lots in subsequently platted units thereof. Membership shall be as a result of the ownership of a platted lot and may not be separated from such ownership. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation.

ARTICLE VI.

VOTING RIGHTS

The Association shall have two classes of voting members:

Class A - Class A members shall be all owners, with the exception of the Developer, and

shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lots shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

Class B – The Class “B” Member(s) shall be Declarant (as defined in the Declaration) and each successor of Declarant who takes title to any unimproved tract for the purpose of development and sale of Residential Units and to whom Declarant assigns in writing one or more of the Class “B” votes. Upon the execution of this Master Declaration, the Class “B” Members shall be entitled to one (1) vote, plus two (2) votes for each vote entitled to be cast in the aggregate at any time and from time to time by the Class “A” Members. The Class “B” membership shall terminate and become converted to Class “A” membership upon the happening of the earlier of the following:

- (i) One (1) year after the last Lot within the Properties has been sold and conveyed by the Declarant; or
- (ii) Twenty (20) years from the date of recording this Master Declaration; or
- (iii) When, in its sole and absolute discretion, Declarant so determines.

ARTICLE VII.

BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) directors. The exact number of directors shall be fixed from time to time by the By-laws as adopted and amended by the membership of the Association. The initial Board of Directors shall consist of three (3) directors, who shall hold office until the election of their successors, and the names and addresses of the members of the first Board of Directors is as

follows:

<u>NAME</u>	<u>ADDRESS</u>
R Richard Yates	2858 Remington Green Circle Tallahassee, Florida 32308
James Guerino	2858 Remington Green Circle Tallahassee, Florida 32308
Thomas F. Leonard	2858 Remington Green Circle Tallahassee, Florida 32308

ARTICLE VIII.

OFFICERS

The officers of the Association shall be a President, a Vice Present, a Secretary, a Treasurer, and such other officers as the Board of Directors may from time to time, by resolution, establish. Any two or more offices may be held by the same person except the offices of President and Secretary may not be held by the same person. The officers shall be elected by the Board of Directors at the first meeting of the Board of Directors following the annual meeting of the members of the Association. The names and addresses of the initial officers who shall serve until their successors are elected by the Board of Directors are:

President: R Richard Yates

Secretary and Treasurer: James Guerino

ARTICLE IX.

DURATION

The corporation shall be perpetual existence.

ARTICLE X.

BYLAWS

The members of the Association shall adopt By-laws consistent with these Articles and said By-laws may be amended, altered or rescinded by the majority vote of the membership of the Association.

ARTICLES XI.

CONTRACTS BETWEEN ASSOCIATION AND OFFICERS/DIRECTORS

No contract or transaction between the Association and one or more of its officers or directors or between the Association and any other legal entity in which one or more of the officers or directors of the Association are interested in any manner, shall be invalid, void or voidable solely for that reason, or solely because an officer or director of the Association is present at or participates in the meeting of the Board of Directors of the Association or any committee thereof which authorized such a contract or transaction, or solely because of the vote of such officer or direction in connection therewith. No officer or director of the Association shall incur a liability by reason of the fact that such officer or director is or may be interested in any such contract or transaction. Interested directors may be counted in determining the presence of a quorum at the meeting of the Board of Directors or any committee thereof which authorizes contracts or transaction.

ARTICLE XII.

DISSOLUTION

This Association may be dissolved upon the written consent of three-fourths (3/4) of the votes entitled to be cast by the membership of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency and shall be used for purposes similar to those for which this Association was created. In the event that such dedication is refused or in the event that those persons voting for dissolution so indicate, such assets shall be granted, conveyed or assigned to any other non-profit corporation devoted to such similar purposes.

ARTICLE XIII.

AMENDMENTS

These Articles may be altered, amended, or repealed in the following manner:

A. Notice of the proposed amendment shall be included in the notice of any meeting in which a proposed amendment is considered.

B. A resolution for the adoption of the proposed amendment may be proposed either by the Board of Directors or by the members of the Association, however, the proposed amendment shall be adopted only by at least two-thirds of the votes entitled to be cast by the members of the Association.

ARTICLE XIV.

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

<i>R.</i> Richard Yates	2858 Remington Green Circle Tallahassee, Florida 32308
James Guerino	2858 Remington Green Circle Tallahassee, Florida 32308
Thomas F. Leonard	2858 Remington Green Circle Tallahassee, Florida 32308

ARTICLE XV.

LIMITATION

As long as there is a Class B membership existing in Deer Creek, the following actions require prior approval of FHA/VA: Annexation of additional properties, mergers and consolidations, mortgaging of common area, dedication of common area, dissolution or amendment of the Articles of Incorporation.

IN WITNESS WHEREOF, the parties hereto have executed the Articles of Incorporation
on this 12th day of February, 2004.

WITNESSES:

[Signature]
[Signature]

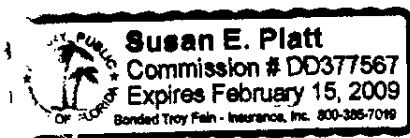
[Signature]
R. Richard Yates

2005 MAY 31 AM 11:11
STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF Leon

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared R. Richard Yates, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he/she executed and subscribed to the same. He is personally known to me or has produced _____ as identification.

WITNESS my hand and seal this 12th day of February, 2004.



[Signature]
NOTARY PUBLIC, State of Florida
My Commission expires: _____

ACCEPTANCE OF REGISTERED AGENT

I, James Guerino, having been named to accept service of process for Fawn Meadows at Deer Creek Phase One Homeowners' Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 2858 Remington Green Circle, Tallahassee, Florida 32308, hereby accepts to act as Registered Agent for said corporation, and agrees to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.

[Signature]
James Guerino