

N05000005794

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100055501641

06/03/05--01005--007 **78.75

FILED

05 JUN -3 PM 2:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

05 JUN -3 AM 10:16

STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. Burch JUN 6 2005



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

June 3, 2005

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Villagio Community Association, Inc.

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include
Articles & Amendments
- ☐ Fictitious Name Certificate
- ☐ Other

NEW FILINGS	
	Profit
X	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

FILED
05 JUN -3 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
VILLAGIO COMMUNITY ASSOCIATION, INC.**

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, hereby declares that these Articles of Incorporation are being executed, for the purpose of forming a corporation not for profit under and by virtue of the laws of the State of Florida, and specifically under and by virtue of the provisions of Chapter 617, *Florida Statutes (2004)*.

ARTICLE I

The name of the corporation shall be **VILLAGIO COMMUNITY ASSOCIATION, INC.**, and shall initially maintain its principal place of business at 6000 MetroWest Boulevard, Suite 105, Orlando, Florida 32835.

ARTICLE II

This corporation shall have all of the powers conferred upon general corporations not for profit pursuant to the laws of the State of Florida and, without limiting the generality of the foregoing, this corporation is formed to provide for the maintenance, preservation and architectural control of the residential lots and common areas within that certain residential community to be known as **Villagio** and to promote the health, safety and welfare of the residents within the community and any additions thereto as may hereafter be brought within the jurisdiction of this corporation and for the foregoing purposes shall have the power to:

- (1) Exercise all of the powers and privileges, and perform all of the duties and obligations delegated in any *Declaration of Covenants, Conditions and Restrictions* (hereinafter sometimes referred to as the "Declaration") that may be hereafter recorded in the Public

Records of Osceola County, Florida, wherein this corporation may be designated as the Association, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as fully, and to the same extent, as if its terms and provisions were contained herein;

- (2) Operate, maintain and manage the Surface Water Management System constituting a part of **Villagio** in a manner consistent with the rules and requirements of the South Florida Water Management District and levy and collect adequate assessments for the costs of maintenance and operation of the Surface Water Management System;
- (3) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration and pay all expenses in connection therewith, including office and other expenses incident to the conduct of the business of this corporation, including all licenses, taxes or governmental charges levied or imposed against property of the corporation;
- (4) 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 corporation;
- (5) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge or hypothecate any or all of the real property of the corporation as security for money borrowed or debts incurred;
- (6) Participate in mergers and consolidations with other corporations not for profit organized for the same purposes provided that any such merger or, consolidation shall have the assent of two-thirds (2/3) of each class of members.

ARTICLE III

Every person or entity who is a record owner of a fee or undivided fee interest in any lot or parcel which is subject to the Declaration shall be a member of this corporation. 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 or parcel which is subject to the Declaration.

ARTICLE IV

This corporation shall have perpetual existence which shall commence with the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE V

The name and street address of the initial registered agent and registered office of this corporation shall be Philip Tatich, 341 North Maitland Avenue, Suite 340, Maitland, Florida 32751.

ARTICLE VI

The business of this corporation shall be managed, and its corporate powers exercised, by a Board consisting of three (3) or more Directors, the precise number to be fixed from time to time as provided in the By-Laws of the corporation. The members of the Board of Directors shall be elected in the manner set forth in said By-Laws.

ARTICLE VII

The name and street address of the members of the first Board of Directors, who, subject to the provisions of the Articles of Incorporation, the By-Laws of the corporation, and Chapter 617, Florida Statutes, shall hold office during the first year of the corporation's existence, or until their successors are elected and have been qualified, are as follows:

Joseph Kantor
6000 MetroWest Boulevard
Suite 105
Orlando, Florida 32835

Fanny R. McNeese
6000 MetroWest Boulevard
Suite 105
Orlando, Florida 32835

Philip Tatich
341 North Maitland Avenue
Suite 340
Maitland, Florida 32751

ARTICLE VIII

The name and street address of the Subscriber to these Articles of Incorporation is Philip Tatich, 341 North Maitland Avenue, Suite 340, Maitland, Florida 32751.

ARTICLE IX

The corporation shall have two (2) classes of voting membership:

Class A - Class A members shall be all Owners (with the exception of SUNNY PLACES, LLC, a Florida limited liability company, its successors or assigns) with each such member being 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 lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

Class B - The Class B member shall be SUNNY PLACES, LLC, a Florida limited liability company, its successors or assigns, which shall be entitled to three (3) votes for each lot owned by Declarant which has platted or approved for platting pursuant to the applicable ordinances and regulations of Osceola County. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earlier, (i) the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or (ii) January 1, 2015.

ARTICLE X


This corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event acceptance of such dedication is refused, such assets shall be granted, conveyed and assigned to any corporation not for profit, association, trust or other organization to be devoted to such similar purposes. Furthermore, upon such dissolution or final liquidation of the corporation, the responsibility for the operation and maintenance of the Surface Water

Management System must be transferred to, and accepted by, an entity which would comply with the applicable provisions of administrative rules and regulations of the South Florida Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XI

The amendment of these Articles shall require the affirmative vote of seventy-five percent (75%) of all classes of members.

IN WITNESS WHEREOF, the undersigned Subscriber to these Articles of Incorporation have hereunto set his hand and seal on this the 2nd day of June, 2005.


Philip Tatich

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been designated as Registered Agent in the Articles of Incorporation of **Villagio Community Association, Inc.**, a proposed Florida corporation, does hereby accept such designation and agrees to comply with the requirements incident thereto.


Philip Tatich
341 North Maitland Avenue, Suite 340
Maitland, Florida 32751