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FLORIDA PROFIT/NON PROFIT CORPORATION

Jumper Creek Homeowners' Association, Inc.

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ARTICLES OF INCORPORATION

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<u>Of</u>

MALLAHASSEE, FLORIDA

JUMPER CREEK HOMEOWNERS' ASSOCIATION, INC.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation is JUMPER CREEK HOMEOWNERS' ASSOCIATION, INC., ("Association") and its principal place of business is 197 Montgomery Road, Suite 120, Altamonte Springs, Florida 32714 with a mailing address of 197 Montgomery Road, Suite 120, Altamonte Springs, Florida 32714.

ARTICLE II NOT FOR PROFIT

The Association is a nonprofit corporation under the laws of the State of Florida. The Association is not formed for pecuniary profit. No part of the income or assets of the Association is distributable to or for the benefit of its Members, Trustees or Officer, except to the extent permissible under law.

ARTICLE III DEFINITIONS

All capitalized terms used herein which are not defined shall have the meaning set forth in the Declaration of Covenants, Conditions and Restrictions of Jumper Creek Manor, recorded or to be recorded in the Official Records of Sumter County, Florida, as amended from time to time ("Declaration").

ARTICLE IV COMMENCEMENT OF CORPORATE EXISTENCE

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Department of State. The Association shall exist in perpetuity unless terminated in accordance with Florida law and as provided for in the Governing Documents. In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water and Storm Water Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., or any subsequent provision, and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution, or liquidation.

ARTICLE V

The Association is organized, and shall be operated exclusively for the following purposes:

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- A. to excreise all rights and powers and conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as o its amount or value, and to hold, invest, reinvest, manage, use apply, employ, sell, expend, disburse, lease, mortgage, convey, option, denate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.
- B. to do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.
- C. to be and constitute the Association to which reference is made in the Declaration to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as set forth in the Governing Documents and as provided by law.
- D. to provide an entity for the furtherance of the interests of the owners of real property subject to the Declaration.

ARTICLE VI POWERS

In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws of the Association, may be exercised by the Board of Directors:

- A. all of the powers conferred upon nonprofit corporations by common law and Florida statutes in effect from time to time;
- B. all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, and the Declaration, including, without limitation, the following:
- (i) to fix, levy, collect, and enforce payment of all charges or assessments authorized by the Declaration by any lawful means; to pay all expenses in connection therewith and all administrative 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;
- (ii) to operate, maintain, and manage the Surface Water and Storm Water Management System in compliance with all District permit requirements and applicable District rules, and to assist in the enforcement of the Declaration as relates to the Surface Water and Storm Water Management System.

The Association shall lovy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the Surface Water and Storm Water Management System.

(iii) to manage, control, operate, maintain, repair, and improve the common areas and facilities, and any property subsequently acquired by the Association, or any property owned by another for which the Association, by rule, regulation, declaration, or contract, has a right or duty to provide such services;

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- (iv) to make rules and regulations and to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;
- (v) to engage in activities which will actively foster, promote, and advance the common interests of all owners of property subject to the Declaration;
- (vi) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association;
- (vii) to borrow money for any purpose subject to such limitations as may be contained in the Declaration and By-Laws;
- (viii) to enter into, make, perform, and enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other corporation, or other entity or agency, public or private;
- (ix) to act as agent, trustee, or other representative of other corporations, firms, or individuals, and as such to advance the business or ownership interests in such corporations, firms, or individuals;
- (x) to adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and
- (xi) to provide any and all supplemental municipal services to the Community as may be necessary or desirable.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article.

ARTICLE VII LIMITATION

No part of the net earnings of the Association shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE VIII MEMBERS

The Association shall be a membership corporation without certificates or shares of stock. There shall be two classes of membership as more fully set forth in the Declaration. The Owner of each Lot, as those terms are defined in the Declaration and By-Laws, shall be a member of the Association and shall be entitled to vote as provided in the Declaration and the By-Laws.

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Change of membership in the Association shall be established by recording in the Official Records of Sumter County, Florida, a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the Owner designated by such instrument shall become a member of the Association and the membership of the prior Owner shall terminate.

ARTICLE IX INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Association is 197 Montgomery Road, Suite 120, Altamonte Springs, Florida 32714, and the name of its initial Registered Agent at that address is Gregg A. Wasserman.

ARTICLE X DIRECTORS

The Association's business and affairs shall be conducted, managed, and controlled by a Board of Directors. The Board may delegate its operating authority to such companies, individuals, or committees as it, in its discretion, may determine.

The initial Board shall consist of three members, as provided in the By-Laws. The method of election and removal of directors, filling of vacancies, and the term of office of directors shall be as set forth in the By-Laws.

To the fullest extent that the Florida Not For Profit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of the Association shall be personally liable to the Association or its members for monetary damages for breach of duty of care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE XI INCORPORATORS

The name and address of each Incorporator is as follows:

Name

Address

Jumper Creek Joint Venture

197 Montgomery Road, Suite 120 Altamonte Springs, Florida 32714

ARTICLE XII BYLAWS

The By-Laws shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the By-Laws.

ARTICLE XIII AMENDMENT

Until termination of the Class "B" membership, Declarant may unilaterally amend these Articles for any purpose. Thereafter, amendments to these Articles of Incorporation may be proposed and adopted upon a

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resolution duly adopted by the Board and the affirmative vote of Members representing a majority of the Class "A" votes in the Association, and the consent of Declarant, during the Development and Sale Period. No amendment may be in conflict with the Declaration, and no amendment shall be effective to impair or dilute any rights of Members that are governed by such Declaration.

JUMPER CREEK JOINT VENTURE

By: Horizon Homes of Central Florida, Inc. a Florida corporation, as Joint Venture Manager

Print: Gregg A. Wasserman

Title: President

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of Jumper Creek Homeowners' Association, Inc., which contained the foregoing Articles of Incorporation.

Dated this 10 day of Junuary, 2006.

Grego A. Wasserman

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