

N06000007288

(Requestor's Name)

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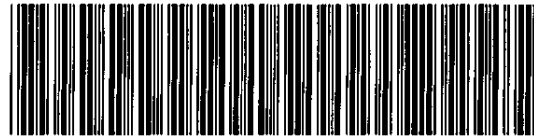
(Business Entity Name)

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06 AUG 14 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Shoppes Of Davenport Property Association Inc.

MEMO

August 11, 2006

To: Thelma Lewis

From: Lee Munizzi

Re: Amended Articles for SODPAI

Thelma,

Per our conversation please see the attached amended articles for filing. As you said you already have the thirty five dollar filing fee so I did not include it with this transaction.

Thank you so much for your help you really went above and beyond the call of duty to get this issue resolved.

Thanks again,



Lee Munizzi



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 3, 2006

SHOPPES OF DAVENPORT PROPERTY ASSOCIATION, INC.
2009 LONGWOOD-LAKE MARY ROAD
SUITE 1015
LONGWOOD, FL 32750-3512

SUBJECT: SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC.
Ref. Number: N06000007288

We have received your document for SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes. Please see the attached information.

If the corporation is a **PROFIT** corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 706A00048695

FILED
06 AUG 14 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RESTATED ARTICLES OF INCORPORATION
FOR A FLORIDA NON-PROFIT CORPORATION;
PURSUANT TO STATUTE 617.1007

SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida and certify as follows:

ARTICLE I

Name

The name of this corporation shall be:

SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC.

ARTICLE 11

Purpose

The corporation is organized as a non-profit corporation under the laws of the State of Florida to provide an entity responsible for the operation and administration of **SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC.**, an Office Condominium, according to the Declaration of Condominium thereof now or hereafter recorded in the Public Records of Polk County, Florida, with respect to certain lands lying in Polk County, Florida. These Articles of Incorporation and the Bylaws of this Association shall be attached to and made a part of the Declaration of Condominium of **SHOPPES OF DAVENPORT PROPERTY ASSOCIATION INC.**, an Office Condominium.

ARTICLES OF INCORPORATION

The articles of incorporation for the property association shall provide that the association has the power to do the following:

1. Own and convey property
2. Operate and maintain the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.
3. Establish rules and regulations.
4. Assess members and enforce assessments.

5. Sue and be sued.
6. Contract for services to provide for operation and maintenance of the surface of water management system facilities, if the association contemplates employing a maintenance company, exist in perpetuity; however, the articles of incorporation shall provide that if the association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the association.
7. Require all the lot owners, parcel owners, or unit owners to be members.
8. Take any other action necessary for the purposes for which the associations organized.

The articles of incorporation of a master association in existence as of July 28, 1999, shall not be amended to include the provisions required by section 2.6.2.2. 4 if the master association is proposed as the operation and maintenance entity for a new phase of a multi-phase project. However, a copy of the association's articles of incorporation shall be submitted with the permit application for construction of the new phase

**DECLARATION OF PROTECTIVE CONVENANTS, DEED RESTRICTIONS
OR
DECLARATION OF CONDOMINIUM**

1. A definition for the term "surface water management system facilities" substantially as follows: The surface water management system facilities shall include, but are not limited to all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.
2. The surface water management system facilities are located on land that is designated common property on the plat, are located on land that is owned by the association, or are located on land that is subject to an easement in favor of the association and its successors.
3. No construction activities may be conducted relative to any portion of the surface water management system facilities. Prohibited activities include, but are not limited to: digging or excavation; depositing fill, debris or any other material or item; constructing or altering any water control structure; or any other construction to modify the surface water management system facilities. If the project includes a wetland mitigation area, as defined in section 1.7.23, or a wet detention pond, no vegetation in these areas shall be removed, cut, trimmed or sprayed with herbicide without specific written approval from the District. Construction and maintenance activities which are consistent with the design and permit conditions approved by the District in the Environmental Resource Permit may be conducted without specific written approval from the District.
4. The association is responsible for operation and maintenance of the surface water management system facilities. Operation and maintenance and reinspection reporting shall be performed in accordance with the terms and conditions of the Environmental Resource Permit.
5. All the lot owners, parcel owners or unit owners must be members of the association.
6. A method of assessing funds and collecting the assessed funds by the association for operation, maintenance and replacement of the surface water management system facilities.

7. The District has the right to take enforcement measures, including a civil action for injunction and/or penalties, against the association to compel it to correct any outstanding problems with the surface water management system facilities.
8. Any amendment of the declaration of protective covenants, deed restrictions or declaration of condominium affecting the surface water management system facilities or the operation and maintenance of the surface water management system facilities shall have the prior written approval of the District.
9. The restrictions shall be in effect for at least 25 years with automatic renewal periods thereafter.
10. If the association ceases to exist, all of the lot owners, parcel owners or unit owners shall be jointly and severally responsible for operation and maintenance of the surface water management system facilities in accordance with the requirements of the Environmental Resource Permit, unless and until an alternate entity assumes responsibility as explained in subsection 2.6.2.2.4.h.
11. For projects which have an on-site wetland mitigation as defined in section 1.7.24 which requires ongoing monitoring and maintenance, the declaration of protective covenants, deed restrictions or declaration of condominium shall include a provision requiring the association to allocate sufficient funds in its budget for monitoring and maintenance of the wetland mitigation area(s) each year until the District determines that the area(s) is successful in accordance with the Environmental Resource Permit.

ARTICLE III

Members

All persons who are owners of Condominium Parcels within SHOPPES OF DAVENPORT PROPERTY ASSOCIATION, INC., an Office Condominium, shall automatically be members of this Corporation. Such membership shall automatically terminate when such person is no longer the Owner of a Condominium Parcel. Membership in this Corporation shall be limited to such Condominium Parcel Owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed among the Public Records of Polk County, Florida, and the Bylaws of this Corporation which are attached to said Declaration.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Registered Office and Registered Agent

The registered agent of this Corporation shall be Lee Munizzi, and the registered office shall be at 2009 Longwood-Lake Mary Road, Suite 1015, Longwood, FL 32750-3512.

ARTICLE VI

Management

The affairs of the Corporation shall be managed and governed by a Board of Directors composed of not less than three (3) directors nor more than the number specified by the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the Bylaws consistent with the provisions of the Declaration of Condominium.

ARTICLE VII

Officers

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and Bylaws, are as follows:

Gary Brungard
President/Secretary

1542 Avenue C N. E.
Winter Haven, FL 33881

Lee Munizzi
Treasurer

2009 Longwood-Lake Mary Road, Suite 1015
Longwood, FL 32750-3512

Alex Dernovskey
Vice President

2009 Longwood-Lake Mary Road, Suite 1015
Longwood, FL 32750-3512

who shall be elected from time to time, in the manner set forth in the Bylaws adopted by the Corporation.

ARTICLE VIII

Board of Directors

The following persons shall constitute the Board of Directors, and shall serve until the election of the Board of Directors at the first regular meeting of the membership:

Lee Munizzi
Gary Brungard
Alex Dernovsky

ARTICLE IX

Bylaws

The Bylaws of this Corporation shall be adopted by the first Board of Directors and attached to the Condominium Declaration to be filed in the Public Records of Polk County, Florida, which bylaws may be altered, amended or rescinded at any duly called meeting of the members in the manner provided by the Bylaws.

ARTICLE X

Amendments

Proposals for the alteration, amendment or rescission of these Articles of Incorporation which do not conflict with the Condominium Act, the Declaration of Condominium, or applicable law may be made by a majority of the Board of Directors or a majority of the voting members of the Corporation. Such proposals shall set forth the proposed alteration, amendment or rescission, shall be in writing, filed by the Board of Directors or a majority of voting members, and delivered to the President, who shall thereupon call a Special Meeting of the Corporation not less than ten (10) days nor later than sixty (60) days from receipt of the proposed Amendment, the notice for which shall be given in the manner provided in the Bylaws. An affirmative vote of fifty-one percent (51%) of all votes of the voting members of the Corporation shall be required for the requested alteration, amendment or rescission.

ARTICLE XI

Powers

This Corporation shall have all of the powers set forth in Chapter 617, Florida Statutes, all of the powers set forth in Chapter 718, Florida Statutes (which is the Condominium Act of the State of Florida) and all powers granted to it by the Declarations of Condominium and the Appendices thereto.

ARTICLE XII

Stock and Dividends

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements, as a result of performing services, such excess shall be applied in the manner provided in the Declaration of Condominium and the Bylaws. The Corporation may pay compensation in a reasonable amount to its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and Bylaws.

ARTICLE XIII

Indemnification

The Corporation shall indemnify every director and every officer, his heirs, executors and administrators, to the full extent allowed by law, including, without limitation, against all loss, costs and expenses reasonably incurred by him in connection with any action, suit or proceeding to which he may be made a party by reason of his being or having been a director or officer of the Corporation except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for, or guilty of, gross negligence or willful misconduct. The Corporation shall to the extent it is available, obtain insurance covering all of its officers and directors against liability or loss in connection with the foregoing matters for which indemnification is appropriate and for such other matters as is allowed by law. The foregoing rights shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XIV

Address

The principal office of the Corporation shall be located at 2009 Longwood-Lake Mary Road, Suite 1015, Longwood, FL 32750-3512; but the Corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

This Article is dated this 24th day of July, 2006

THE SHOPPES OF DAVENPORT PROPERTY ASSOCIATION, INC.,
a Florida non-profit corporation

By: 
LEE MUNIZZI, INCORPORATOR

Articles of Amendment
to
Articles of Incorporation
of

SHOPPES OF DAVENTPORT PROPERTY ASSOCIATION INC
(Name of corporation as currently filed with the Florida Dept. of State)

NO 600000 7288

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "Incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

SEE ATTACHED

The date of adoption of the amendment(s) was: JULY 30TH 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature _____

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

LEE MUNIZZI
(Typed or printed name of person signing)

TREASURER
(Title of person signing)

FILING FEE: \$35