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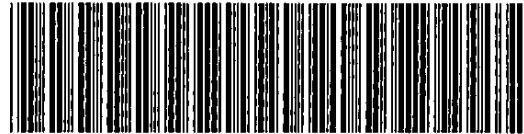
(Business Entity Name)

(Document Number)

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FILED
06 AUG 15 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/23/06

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
06 AUG 15 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: H1 GROVE COMMERCIAL CENTER OWNERS'
ASSOCIATION, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: SUE CARPENTER
Name (Printed or typed)

**COMMUNITY MANAGEMENT
PROFESSIONALS INC**
5401 KIRKMAN RD STE 450
Address
ORLANDO, FL 32819
TEL (407) 903-9969 #105

City, State & Zip

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
HI GROVE COMMERCE CENTER OWNERS' ASSOCIATION, INC.**

06 AUG 15 PM 3:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation not for profit under the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes.

**ARTICLE I
NAME**

The name of this corporation is:

HI GROVE COMMERCE CENTER OWNERS' ASSOCIATION, INC.

For convenience, the corporation is sometimes referred to in this instrument as the "Association".

**ARTICLE II
PURPOSES**

This Association is organized to provide for the improvement, maintenance, and preservation of the Common Areas(as that term is defined in the Declaration) which are located on the real property (the "Subdivision") encumbered and affected by that certain Declaration of Covenants and Restrictions, which is recorded in the Public Records of Lake County, Florida at Official Records Book 50, Page 19, as the same may be hereafter amended from time to time (the "Declaration") and to provide the health, safety and welfare of the members of the Association in conjunction with their use and enjoyment of the common areas and common improvements located in the Subdivision. In connection therewith the Association shall operate, maintain, and manage the Surface Water or Stormwater Management System (as that term is defined in the Declaration) in a manner consistent with the St. Johns Water Management District requirements and applicable District rules, and shall assist in the enforcement of the restrictions and covenants in the Declaration which relate to the Surface water or Stormwater Management System (as that term is defined therein).

**ARTICLE III
MEMBERSHIP AND VOTING RIGHTS**

Section 1. Membership. Every person or entity, who is a record owner of a fee or undivided fee interest in any property or platted lot (hereafter a "Lot") in the Subdivision, shall be a member of the Association. Notwithstanding anything else to the contrary herein, any such person or entity who holds such interest merely as security for the performance of an obligation shall not be a member of the Association.

Section 2. Voting Rights. The Owner or Owners collectively of each Lot, as member(s) of the Association, shall be entitled to one vote, as members of the Association, for each such Lot in the

Subdivision provided that the said Owner or Owners are not in default in their obligations to the Association. If there is more than one member with respect to a Lot as the result of the fee interest in such Lot being held by more than one person, such members collectively shall be entitled to cast only one vote as described above. The vote of the Owners of a Lot owned by more than one person or by a corporation or other entity shall be cast by a person named in a certificate signed by all the Owners of a Lot, or, if appropriate, by properly designated and authorized officers, partners, or principals of such legal entity, and filed with the Association, and such certificate shall be valid until revoked by a subsequent such certificate. If such a certificate is not filed with the Association, the vote of such Lot shall not be considered unless, in the case of co-owners, the Owners unanimously cast such vote.

ARTICLE IV **TERM OF EXISTENCE**

This association shall commence existence on the date of filing with the Secretary of State and shall exist perpetually.

ARTICLE V **INCORPORATOR**

The name and address of the subscriber is:

Larry Godwin
4776 New Broad Street, Suite 250, Orlando, FL 32814

ARTICLE VI **OFFICERS**

The day to day affairs of the Association shall be managed by a President, a Secretary, a Treasurer, and such other officers as may be provided for in the Bylaws of the Association. An officer may hold one or more offices. The officers shall be elected by the Board of Directors of the Association annually in accordance with the provisions of the Bylaws; and they shall serve at the pleasure of the Board of Directors.

ARTICLE VII **INITIAL OFFICERS**

The names of the officers who are to serve until the first election hereunder are:

President	Larry Godwin
Treasurer	Robert Godwin
Secretary	Melissa Meloon

ARTICLE VIII **DIRECTORS**

The Board of Directors of the Association shall consist of not less than one (1) person, the exact

number to be determined in accordance with the provisions of the Bylaws. The Board of Directors shall be elected by the Members annually in accordance with the provisions of the Bylaws.

ARTICLE IX **INITIAL DIRECTORS**

The names and addresses of the persons who are to serve as the initial Directors of the Association are:

<u>Name</u>	<u>Address</u>
Larry Godwin	4776 New Broad Street, Suite 250, Orlando, FL 32814
Robert Godwin	4776 New Broad Street, Suite 250, Orlando, FL 32814
Melissa Meloon	4776 New Broad Street, Suite 250, Orlando, FL 32814

ARTICLE X **BYLAWS**

The Bylaws of the Association shall be made, altered, or rescinded by affirmative vote of a majority of the Board of Directors of the Association.

ARTICLE XI **INDEMNIFICATION**

Section 1. The Members, Officers and Directors of the Association shall not be personally liable for any obligation of the Association of any nature whatsoever; nor shall any of their property be subject to the payment of the obligations of the Association to any extent whatsoever.

Section 2. Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding whether civil, criminal, administrative, or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been a Director or Officer of the Association, or having served at the Association's request as a director or officer of any other corporation, whether or not he/she is a director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such Director or Officer shall be finally adjudged to be liable for gross negligence or willful misconduct, provided that in the event of a settlement of such a proceeding, this indemnification shall apply only when the Board of Directors of the Association approve such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other indemnification rights to which such Director or Officer may be entitled.

Section 3. Expenses incurred by any Officer or Director of the Association in defending a

suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested Directors of the Association upon the Association's receipt of an undertaking by or on behalf of such Director or Officer to repay such amount if it shall ultimately be determined that he/she is not entitled to be indemnified by the Association as authorized by these Articles of Incorporation.

Section 4. The Association shall have the power to purchase, at its expense, and thereafter maintain insurance on behalf of any person who is or was a Director or Officer of the Association, against any liability asserted against him/her and incurred by him/her in any such capacity, or arising out of his/her status as such, whether or not the Association would have the power to indemnify him/her against such liability under the provisions of these Articles.

ARTICLE XII

AMENDMENTS

These Articles of Incorporation may be amended by the affirmative vote of a majority of the Members of the Association, after no less than fifteen (15) days prior written notice to all Members.

ARTICLE XIII

MISCELLANEOUS

Section 1. The Association shall have no capital stock.

Section 2. This Association shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes, or as the same may be amended.

Section 3. Notwithstanding any other provision of these Articles, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Section 4. Unless specifically prohibited, any and all functions, duties and powers of the Association shall be fully transferable in whole, or in part, to any developer, management agent, governmental unit, public body, or similar entity. Any instrument effectuating such a transfer shall specify the duration thereof and the means of revocation.

ARTICLE XIV

DISSOLUTION

Upon the dissolution of this Association the Board of Directors shall, after paying or making provision for the payment or all of the liabilities of the Association, pursuant to the procedure of provisions of Florida Statutes §617.05, dispose of all of the assets of the association exclusively for the purposes of the Association in such manner as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes. In addition, the responsibility for the operation and maintenance of the Surface Water or Stormwater Management

System must be transferred to and accepted by an entity which would comply with section 40-C-42.027 F.A.C. and be approved by the St. Johns River Water Management Office prior to such termination, dissolution or liquidation of the Association.

ARTICLE XV
INITIAL PRINCIPAL OFFICE: INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial principal office of the Association is 4776 New Broad Street, Suite 250, Orlando, FL 32814. The initial registered office of the Association shall be 4776 New Broad Street, Suite 250, Orlando, FL 32814, and the registered agent of the Association at that office shall be Larry Godwin.

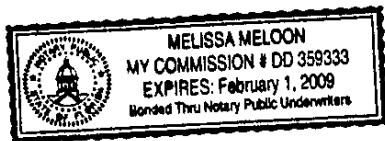
IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation the ____ day of August, 2006.

Incorporator:

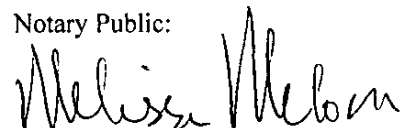

Larry Godwin

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 2 day of August, 2006, by Larry Godwin, who is [X] personally known to me or [] who has produced IDA as identification and who did take an oath.



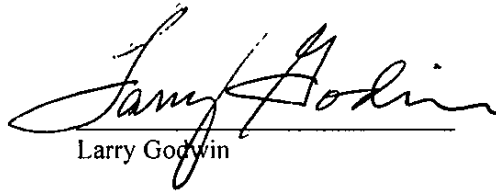
Notary Public:


(Signature of Notary Public)
Print Name: Melissa Mealon
State of Florida at Large (Seal)
My Commission Expires

CONSENT OF REGISTERED AGENT

Larry Godwin, the undersigned, hereby accepts appointment and hereby consents to serve as registered agent of HI GROVE COMMERCE CENTER OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, and agrees to maintain the registered office and accept process according to law.

Dated this 2 day of August, 2006.


Larry Godwin

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06 AUG 15 PM 3:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA