

# N07000000485

\_\_\_\_\_  
(Requestor's Name)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(Address)

\_\_\_\_\_  
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

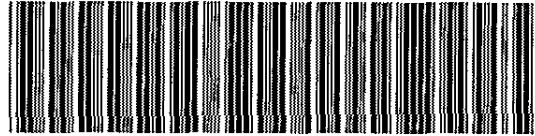
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



400083753924

01/16/07--01009--001 \*\*78.75

RECEIVED  
07 JAN 16 AM 9:19  
TALLAHASSEE, FLORIDA

FILED  
2007 JAN 16 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C.S. 1-17

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

*Park Place-Williston*  
*Homeowner's Association, Inc.*

Signature \_\_\_\_\_

Requested by: *WL*

Name \_\_\_\_\_

Date *11/12*

Time *4:00*

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

Art of Inc. File \_\_\_\_\_

LTD Partnership File \_\_\_\_\_

Foreign Corp. File \_\_\_\_\_

L.C. File \_\_\_\_\_

Fictitious Name File \_\_\_\_\_

Trade/Service Mark \_\_\_\_\_

Merger File \_\_\_\_\_

Art. of Amend. File \_\_\_\_\_

RA Resignation \_\_\_\_\_

Dissolution / Withdrawal \_\_\_\_\_

Annual Report / Reinstatement \_\_\_\_\_

Cert. Copy \_\_\_\_\_

Photo Copy \_\_\_\_\_

Certificate of Good Standing \_\_\_\_\_

Certificate of Status \_\_\_\_\_

Certificate of Fictitious Name \_\_\_\_\_

Corp Record Search \_\_\_\_\_

Officer Search \_\_\_\_\_

Fictitious Search \_\_\_\_\_

Fictitious Owner Search \_\_\_\_\_

Vehicle Search \_\_\_\_\_

Driving Record \_\_\_\_\_

UCC 1 or 3 File \_\_\_\_\_

UCC 11 Search \_\_\_\_\_

UCC 11 Retrieval \_\_\_\_\_

Courier \_\_\_\_\_

**FILED**  
2007 JAN 16 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles Of Incorporation  
Park Place – Williston Homeowner's Association, Inc.  
(a Florida not for profit corporation)**

The undersigned hereby forms a corporation under and in accordance with the provisions of the laws of the State of Florida for formation of not for profit corporations, pursuant to Chapter F.S. 617 for the purposes and powers hereinafter set forth.

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be:

PARK PLACE – WILLISTON HOMEOWNERS' ASSOCIATION, INC.

hereafter in these Articles referred to as the "Association." The principal office and mailing address of the Association shall be located at 13777 Belcher Road South, Largo, Florida 33771

**ARTICLE II - PURPOSES**

The general nature, objectives, and purposes of the Association are:

- A. To promote a health, safety, and social welfare of the owners of all lots located within the Park Place – Williston that voluntarily and permanently join the Association, a subdivision in Levy County, Florida (the "Subdivision").
- B. To maintain all portions of the Subdivision and improvements thereon for which the obligation to maintain and repair has been delegated to the Association by the "Declaration of Covenants and Restrictions of Park Place – Williston Homeowners' Association" (the "Declaration"), which is to be recorded in the Public Records of Levy County, Florida, and to enforce the Declaration of Covenants and Restrictions of Park Place – Williston Homeowners' Association, Inc.
- C. To operate without profit and for the sole and exclusive benefit of its members.

**ARTICLE III - GENERAL POWERS**

The general powers that the Association shall have are as follows:

- A. To purchase, own, accept, lease, or otherwise acquire title to, and to hold, mortgage, rent, lease, sell, convey, transfer, build upon, maintain, dedicate for public use, or otherwise dispose of, any and all real or personal property related to the purposes or activities of the Association; to make, enter into, perform, and carry out contracts of every kind and nature with any person, firm, corporation, or association; and to do any other acts necessary or expedient of carrying on any of the activities of the Association and pursuing any of the objects and purposes set forth in these Articles of Incorporation and not forbidden by the laws of the State of Florida.
- B. To establish a budget and to determine and fix regular and special assessments to be levied against all lots which are subject to assessment pursuant to the Declaration for the purpose of

defraying the expenses and costs of effectuating the objects and purposes of the Association and to create reasonable reserves for such expenditures, including a reasonable contingency fund for the ensuring year and a reasonable annual reserve for anticipated major capital repairs, maintenance, improvements, and replacements. To use proceeds of assessments in the exercise of its powers and duties.

C. To place liens against any lot, subject to assessment, for delinquent and unpaid assessments or charges and to bring suit for the foreclosure of such liens or to otherwise enforce the collection of such assessments and charges for the purpose of obtaining revenue in order to carry out the purposes and objectives of the Association.

D. To hold funds solely and exclusively for the benefit of the members of the Association for the purposes set forth in these Articles of Incorporation.

E. To promulgate, and enforce rules, regulations, bylaws, restrictions, and agreements in order to effectuate the purposes for which the Association is organized.

F. To delegate such of the powers of the Association as may be deemed to be in the Association's best interest by the Board of Directors.

G. To charge recipients of services rendered by the Association and users of property of the Association where such is deemed appropriate by the Board of Directors.

H. To pay all taxes and other charges or assessments, if any, levied against property owned, leased, or used by the Association.

I. To enforce by any and all lawful means the provisions of these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted, and the terms and provisions of the Declaration.

J. To purchase insurance upon the Association property for the protection of the Association and its members.

K. To reconstruct the Association property and improvements after casualty and to further improve the property, if required.

L. To enter into contracts and agreements for providing services to the Association.

M. To acquire lots in the subdivision for use by the Association, to foreclose on Association liens against lots of owners, to convey, lease, mortgage, and improve lots owned by the Association.

N. To operate and maintain common property, specifically the surface water management system as permitted by the Southwest Florida Water Management District including all lakes, retention areas, water management areas, ditches, culverts, structures and related appurtenances.

O. In general, to have all powers which may be conferred upon a not for profit corporation by the laws of the State of Florida, except as prohibited herein.

P. Contract for services, such as, to provide for operation and maintenance if the Association contemplates employing a maintenance company.

Q. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by a majority of the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority vote of the members.

R. The homeowners' association shall have the authority to promulgate regulations for the architectural control of the common area and the residences built upon the lots in order to assure proper maintenance and preservation to the extent authorized by the Declaration of Covenants and Restrictions of Park Place – Williston Homeowners' Association, Inc.

#### **ARTICLE IV - MEMBERS**

The members of this Association shall consist of all owners of lots in Park Place – Williston. Owners of such lots shall automatically become members upon acquisition of the fee simple title to their respective lots.

The membership of any member of the Association shall automatically terminate upon conveyance or other divestment of title to such member's lot, except that nothing herein contained shall be construed as terminating the membership of any member who may own two or more lots so long as such member owns at least one lot.

The interest of a member in the funds and assets of the Association may not be assigned, hypothecated, or transferred in any manner, except as an appurtenance to the lot which is the basis of his membership in the Association.

The Secretary of the Association shall maintain a list of the members of the Association. Whenever any person or entity becomes entitled to membership in the Association, it shall become such party's duty and obligation to so inform the Secretary in writing, giving his name, address and lot number and providing a copy of the recorded deed instrument; provided, however, that any notice given to or vote accepted from the prior owner of such lot before receipt of written notification of change of ownership shall be deemed to be properly given or received. The Secretary may, but shall not be required to search the Public Records of Levy County or make other inquire to determine the status and correctness of the list of members of the Association maintained by him and shall be entitled to rely upon the Association's records until notified in writing of any change of ownership.

#### **ARTICLE V - VOTING**

Each lot in the Subdivision shall be entitled to one vote in all Association matters submitted to the membership, and the owner of the lot shall be entitled to cast the vote in their discretion.

#### **ARTICLE VI - BOARD OF DIRECTORS**

A. The affairs of the Association shall be managed by a Board of Directors consisting initially of three Directors. The number of Directors comprising succeeding Boards of Directors shall be as

provided from time to time in the Bylaws of the Association, but in no event shall there be less than three or more than nine Directors.

B. Except as hereinafter provided, the term of each elected Director shall expire upon the election of his successor at the next succeeding annual meeting of members. Each Director's term shall be for one year.

C. Any elected Director may be removed from office with or without cause by majority vote of the members at any special or regular meeting after proper notice of the vote has been served on the members, but not otherwise.

D. The names and addresses of the persons constituting the first Board of Directors are as follows:

John J. Piazza, Sr.  
13777 Belcher Road South  
Largo, FL 33771

J. Scott McIntosh  
13777 Belcher Road South  
Largo, FL 33771

Vincent J. Lentini  
13777 Belcher Road South  
Largo, FL 33771

#### **ARTICLE VII - OFFICERS**

A. The officers of the Association, to be elected by the Board of Directors, shall be President, a Vice President, a Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. All officers of the Association must be a member of the Board of Directors. The same person may hold two or more offices, provided, however, that the office of President and Secretary shall not be held by the same person. The affairs of the Association shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of one year in accordance with the procedure set forth in the Bylaws.

B. The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors are as follows:

- President – John J. Piazza, Sr.
- Vice President – J. Scott McIntosh
- Secretary/Treasurer – Vincent J. Lentini

#### **ARTICLE VIII - CORPORATE EXISTENCE**

The Association shall have perpetual existence.

### **ARTICLE IX - BYLAWS**

The initial Board of Directors of the Association shall adopt Bylaws consistent with these Articles. Thereafter, the Bylaws may be altered, amended or rescinded by a majority vote of the Directors in the manner provided by such Bylaws.

### **ARTICLE X - AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles may be altered, amended, or repealed by the affirmative vote of the holders of more than one-half of the total votes of the Association membership. No amendment, however, altering a number of votes attributable to any lot pursuant to Article V hereof shall be effective without the prior written consent of the owner of such lot. Notice of the subject matter or proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered. A copy of each amendment shall be recorded in Public Records of Levy County, Florida.

### **ARTICLE XI - REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be 13777 Belcher Road South, Largo, Florida 33771 and the registered agent at such address shall be John J. Piazza, Sr. The Association may, however, maintain offices and transact business in such other places within the State of Florida as may from time to time be designated by the Board of Directors.

### **ARTICLE XII - BUDGET AND EXPENDITURES**

The Association shall obtain funds with which to operate by annual assessment, special assessment, and other revenue received in compliance with the Articles and Bylaws of its members in accordance with the provisions of the Declaration, as the same may be supplemented by the provisions of the Association's Articles and Bylaws. Accordingly, the Board of Directors shall annually adopt a budget for the operation of the Association for the ensuing fiscal year and for the purpose of levying assessments against all lots subject to assessment, which budget shall be conclusive and binding upon all persons; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budget.

### **ARTICLE XIII - SUBSCRIBERS**

The name and street address of the subscribers of these Articles are as follows:

John J. Piazza, Sr., President  
13777 Belcher Road South  
Largo, FL 33771

### **ARTICLE XIV - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

All officers and Directors shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred in connection with any proceeding (including appellate proceedings) or settlement thereof in which they may become involved by

reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The Association may purchase and maintain insurance on behalf of all officers and Directors for any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such. This expense shall be deemed a common expense and included in the annual budget.

#### **ARTICLE XV - DISSOLUTION OF THE ASSOCIATION**

A. The corporation shall have perpetual existence, but if the Association is dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government, and that if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

B. Upon dissolution of the Association, any other assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed in the following manner:

- (1) Any property determined by the Board of Directors of the Association to be appropriate for dedication to any applicable municipal or other governmental authority may be dedicated to such authority provided the authority is willing to accept the dedication.
- (2) Except as may be otherwise provided by the terms of the Declaration, all remaining assets, or proceeds from the sale of such assets, shall be apportioned among the lots in the Subdivision prorated to the number of votes attributable to such lots pursuant to Article VI hereof, and the share of each shall be distributed to the then owners thereof.

#### **ARTICLE XVI - BINDING EFFECT**

The provisions hereof shall bind and insure to the benefit of the members and their respective successors and assigns.



IN WITNESS WHEREOF, the Subscriber has affixed his signature hereto this 5<sup>th</sup> day of January, 2007.

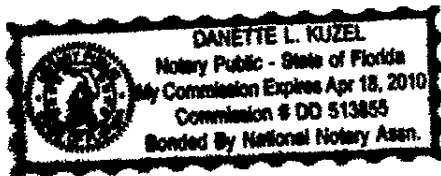
Signed, Sealed and Delivered  
in the presence of:

[Signature]

[Signature]  
JOHN J. PIAZZA, SR.

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of January, 2007 by JOHN J. PIAZZA, SR., who is personally known to me or has produced personally known as identification.



[Signature]  
(Signature of Notary)

Danette L. Kuzel  
(Name of notary, printed or stamped)

Notary Public

(Serial Number, if any)

#### ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office

[Signature]  
Resident Agent

FILED  
2007 JAN 16 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA