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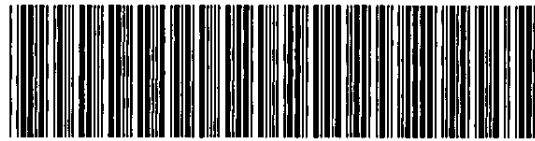
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07 APR -2 AM 8:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/4

COVER LETTER

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

SUBJECT: Silver Lake Park Master Property 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: Jeremy W. Camp
Name (Printed or typed)

9102 South Park Center Loop, Suite 200
Address

Orlando, Florida 32819
City, State & Zip

407-587-3401
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
OF
SILVER LAKE PARK MASTER PROPERTY OWNERS ASSOCIATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, in accordance with the provisions of Chapter 617, *Florida Statutes*, hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of forming a nonprofit Florida corporation.

ARTICLE I

The name of the corporation is SILVER LAKE PARK MASTER PROPERTY OWNERS ASSOCIATION, INC., (the "Master Association") and its mailing address and principal office address is 9102 South Park Center Loop, 2nd Floor, Suite 200, Orlando, Florida, 32819.

ARTICLE II

All undefined terms appearing in initial capital letters herein shall have the meaning ascribed to them in that certain Master Declaration of Covenants, Conditions and Restrictions of Silver Lake Park (the "Master Declaration"), as it may be amended from time to time.

ARTICLE III

This Master Association does not contemplate pecuniary gain or profit, direct or indirect to its members, and its primary purposes are:

A. To promote the health, safety and, social welfare of the OWNERS of all Units located within Silver Lake Park, a planned community within Orange County, Florida (the "Community");

B. To maintain all portions of the Community and improvements thereon for which the obligation to maintain and repair has been delegated to the Master Association by the Master Declaration which is to be recorded in the public records of Orange County, Florida;

C. To exercise all rights and powers of a non-profit corporation permitted by Chapter 617, *Florida Statutes* and Chapter 720, *Florida Statutes*;

D. To exercise any other powers necessary and proper for the governance and operation of the Master Association, including those powers set forth in the Master Declaration; and

E. To perform all other obligations and responsibilities set forth in Article 6 of the Master Declaration.

ARTICLE IV

The term for which the Master Association is to exist is perpetual unless the Master Association is dissolved pursuant to any applicable provision of the *Florida Statutes*. Any dissolution of the Master Association shall comply with the Master Declaration. In the event of dissolution of the Master Association, and assuming the Surface Water Management System was conveyed to the Master Association for the Master Association to operate and maintain as part of the Common Areas, the control or right of access to any portion of the Properties containing the Surface Water Management System shall be conveyed or dedicated to an appropriate governmental unit or public utility. If the Surface Water Management System is not being operated, owned and/or managed by the Master Association nor accepted by governmental or public utility, then it shall be conveyed to a non-profit corporation similar to the Master Association.

ARTICLE V

The name and address of the incorporator of these Articles is:

Reed Berlinsky	9102 South Park Center Loop 2 nd Floor, Suite 200 Orlando, FL 32819
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ARTICLE VI

The Master Association shall be governed by a Board of Directors consisting of not less than three (3) or more than seven (7) persons. The initial Board of Directors shall consist of three (3) persons whose names and addresses are:

Jeremy Camp ?	9102 South Park Center Loop 2 nd Floor, Suite 200 Orlando, FL 32819
Brad Cowherd ✓	9102 South Park Center Loop 2 nd Floor, Suite 200 Orlando, FL 32819
Jim Ingle ✓	9102 South Park Center Loop 2 nd Floor, Suite 200 Orlando, FL 32819

In the event of a vacancy on the Board of Directors, the vacancy shall be filled by the majority vote of the remaining Directors.

ARTICLE VII

The affairs of the Master Association are to be managed by a President, a Vice President, a Secretary, a Treasurer and such other Officers as the Bylaws of the Master Association may

provide for from time to time. All Officers shall be elected by the Board at the first meeting of the Board of Directors following the annual meeting of the Master Association and shall hold office until the next succeeding annual election of Officers or until their successors are elected and qualify.

The names of the Officers who are to serve until the first meeting of the Board following the annual meeting of the Master Association are:

Jeremy Camp	President
Brad Cowherd	Vice President
Jim Ingle	Secretary/Treasurer

In the event of a vacancy in any office, the vacancy shall be filled by a majority vote of the Board of Directors.

ARTICLE VIII

Each Owner of a Unit within the Community shall be entitled to one (1) vote for each owned Unit or as otherwise more fully set forth in the Master Declaration.

ARTICLE IX

Voting Rights. The Master Association shall have two (2) classes of membership, Class "A" and Class "B", as follows:

1. Class "A". Class "A" Members shall be all OWNERS, with the exception of Declarant. Class "A" Members shall be entitled to one (1) equal vote for each Unit owned in the Community. When more than one (1) person holds an OWNERSHIP interest in any Unit, all such persons shall be Members and the vote for such Unit shall be exercised as those OWNERS themselves determine and advise the Secretary prior to any meeting. In the absence of such advice, the Unit's vote shall be suspended in the event more than one (1) person seeks to exercise it.

2. Class "B". The sole Class "B" Member shall be the Declarant. The rights of the Class "B" Member, including the right to approve or withhold approval of actions proposed under the Master Declaration and the Bylaws, are specified elsewhere in the Master Declaration and the Bylaws. The Class "B" Member may appoint a majority of the members of the Board during the Class "B" Control Period, as specified in Section 4.3 of the Bylaws. After termination of the Class "B" Control Period, the Class "B" Member shall have a right to disapprove actions of the Board and committees as provided in Section 4.18 of the Bylaws. Additionally, the Class "B" Member shall be entitled to ten (10) votes for each Unit owned.

The Class "B" membership shall terminate upon the earlier of:

(i) Two years after termination of the Class "B" Control Period pursuant to Section 4.3 of the Bylaws; or

(ii) When, in its discretion, the Declarant so determines and declares in a recorded instrument.

ARTICLE X

Thirty percent (30%) plus one of the total votes that could be cast at any annual or special meeting, represented in person or by proxy, shall constitute a quorum at any meeting of the Members. The Members present at a duly called or held meeting at which a quorum is present may continue to do business until adjournment, notwithstanding the withdrawal of enough to leave less than a quorum, provided that Members representing at least twenty-five percent (25%) of the total Class "A" votes in the Master Association remain in attendance, and provided that any action taken is approved by at least a majority of the votes required to constitute a quorum. A majority of the votes cast shall decide each matter submitted to the Members at a meeting, except in cases where a larger vote is specifically required. Adjourned and reconvened meetings shall be at least three (3) days apart and no more than thirty (30) days apart and, if a quorum is reached, any business may be transacted which might have been transacted at the adjourned meeting.

ARTICLE XI

This Master Association shall never have nor issue any shares of stock, nor shall this Master Association distribute any part of the income of this Master Association, if any, to its Members, Directors or Officers. However, the Master Association shall not be prohibited from reasonably compensating its Members, Directors, or Officers for services rendered, nor shall the Master Association be prohibited from making any payments or distributions to members of benefits, monies or properties permitted by Chapters 617 and 720, *Florida Statutes*.

ARTICLE XII

The Master Association shall have all the powers set forth and described in Chapters 617 and 720, *Florida Statutes*, as presently existing or as may be amended from time to time, together with those powers conferred by the Master Declaration, these Articles of Incorporation and the Bylaws of the Master Association, including, but not limited to, assess members for all expenses incurred in connection with maintaining and operating the surface water management system and the right to enforce that assessment pursuant to the imposition of liens.

ARTICLE XIII

The Master Association shall indemnify all persons who may serve or who have served at any time as Director or Officers, and their respective heirs, administrators, successors and assigns against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred in connection with the defense or settlement of any claim, action, suit or proceeding in which they or any of them are made a party, or which may be asserted against any of them, by reason of having been a Director or Officer of the Master Association, except in such cases where the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. Such indemnification shall be in addition to any rights to which such Director or Officer may otherwise be entitled.

ARTICLE XIV

In the absence of fraud, no contract or other transaction between this Master Association or any other person, firm, association, corporation or partnership shall be affected or invalidated by the fact that any Director or Officer of this Master Association is has pecuniary interest in or is otherwise interested in, or is a director, member or officer of any such firm, association, corporation or partnership. Any director may vote and be counted in determining the existence of a quorum at any meeting of the Board of Directors for the purpose of authorizing a contract or transaction with like force and effect as if he were not so interested, or not a director, member or officer of such other firm, association, corporation or partnership.

ARTICLE XV

The Bylaws of this Master Association are to be made and adopted by a majority vote of the Directors and said Bylaws may not be altered, amended, rescinded or added to except as provided in the Bylaws.

ARTICLE XVI

These Articles of Incorporation may be amended, altered, rescinded, or added to by appropriate resolution approved by a two-thirds (2/3) vote of the voting interest of the Members present at any duly convened membership meeting or, alternatively, by appropriate resolution adopted by a two-thirds (2/3) vote of the Board of Directors at any duly convened meeting of the Board and accepted by a two-thirds (2/3) vote of the voting interest of the Members present at any duly convened membership meeting. Any Member of this Master Association may propose an amendment to the Articles of Incorporation to the Board or the membership, as the case may be. Notwithstanding the foregoing, until termination of the Class B Control Period, any changes in the Articles of Incorporation may be made by a majority vote of the Board of Directors. In the event that the Surface Water Management System subsequently becomes part of the Common Areas and responsibility of the Master Association to operate and maintain, then any proposed amendment to these Articles, which would affect the Surface Water Management System (including environmental conservation areas and the water management portions of the Common Elements), must be submitted to the South Florida Water Management District or its successors for a determination of whether the amendment necessitates a modification of the surface water management permit.

ARTICLE XVII

To the extent any provisions contained herein conflict with the Master Declaration, the provisions contained in the Master Declaration shall supersede such conflicting provisions contained herein.

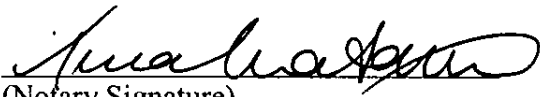
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 29 day of MARCH, 2007.



REED BERLINSKY

STATE OF FLORIDA)
)SS.
COUNTY OF Orange)

The foregoing instrument was acknowledged before me this 29 day of March, 2007 by REED BERLINSKY ☒ who is personally known to me or ☐ has produced _____ as identification and did not take an oath.


(Notary Signature)

(Notary Seal)



TINA MOUTOUX
(Notary Name Printed)
NOTARY PUBLIC
Commission No. DD 492734

**DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE**

The initial registered agent of this Master Association shall be SCOTT A. COOKSON, ESQ. The initial registered office of this Master Association shall be 9102 South Park Center Loop, 2nd Floor, Suite 200, Orlando, Florida 32819.

ACCEPTANCE

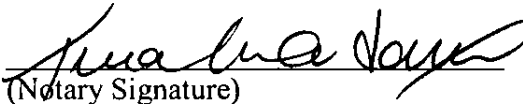
Having been named registered agent to accept service of process for the above-named Master Association, I hereby accept to act in this capacity and agree to comply with the provisions of Chapter 48.091, *Florida Statutes*.

By:


SCOTT A. COOKSON, ESQ.

STATE OF FLORIDA)
)SS.
COUNTY OF Orange)

The foregoing instrument was acknowledged before me this 29 day of March, 2007 by SCOTT A. COOKSON, ESQ. ☒ who is personally known to me or ☐ has produced _____ as identification and did not take an oath.


(Notary Signature)

(Notary Seal)



TINA L. MOUTOUX
MY COMMISSION # DD 492734
EXPIRES: December 10, 2009
Bonded Thru Budget Notary Services

TINA MOUTOUX
(Notary Name Printed)
NOTARY PUBLIC
Commission No. DD 492734

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 APR -2 AM 8:48

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