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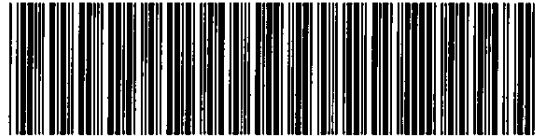
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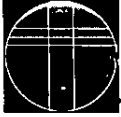
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TALLAHASSEE, FLORIDA

5/14/07



# SHUFFIELDLOWMAN

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May 9, 2007

**Via Federal Epress**

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Holland Park Villas Homeowners Association, Inc.  
File No. 3968-1

Dear Sir or Madam:

Enclosed please find the original and a copy of the Articles of Incorporation for the above-referenced not-for-profit corporation. Also enclosed is a check in the amount of \$78.75 which represents your filing fee for the Articles of Incorporation, Designation of the Acceptance by Registered Agent and certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter. If you have any questions whatsoever, please do not hesitate to contact me.

Very truly yours,

Jason E. Merritt

JEM/dm  
Enclosures  
xc: Fouad Boutros

**ARTICLES OF INCORPORATION**  
**of**  
**HOLLAND PARK VILLAS HOMEOWNERS ASSOCIATION, INC.**  
(A Florida Corporation Not-for-Profit)

The undersigned, acting as incorporators of a nonprofit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following articles of incorporation for such corporation.

**ARTICLE I**  
**NAME**

The name of the corporation is HOLLAND PARK VILLAS HOMEOWNERS ASSOCIATION INC., hereinafter referred to as the "Association".

**ARTICLE II**  
**PRINCIPAL OFFICE**

The street address of the initial principal office and the mailing address are the same as follows:

1216 Bowman Street  
Clermont, Florida 34711

**ARTICLE III**  
**PURPOSE OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed is to provide for maintenance, preservation and architectural control of the residences and Common Area within that certain tract of property described in the Declaration of Covenants, Conditions and Restrictions of Holland Park Villas, (the "Property"), recorded or to be recorded in the Public records of Lake County, Florida (the "Declaration") as the same may be amended from time to time as therein provided and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes.

**ARTICLE IV**  
**POWERS OF THE ASSOCIATION**

The general powers that the Association shall have include all proper acts, necessary or incidental, for the benefit and protection of the Association, to transact any lawful business, and to exercise all powers granted to Associations by the laws of Florida.

**ARTICLE V**  
**MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to the Declaration, including contract sellers, shall be a member of the Association with the voting rights described herein. The foregoing shall not include persons or entities who hold an interest merely as

security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

## **ARTICLE VI** **VOTING RIGHTS**

The Association shall have two classes of voting membership as follows:

**Class A Membership.** "Class A Member(s)" or "Class A Membership" shall be all Owners, with the exception of Declarant. Class A Members shall be entitled to one (1) vote for each Lot owned. When more than one Person holds an interest in any Lot, all such Persons shall be Members. The vote for such Lot shall be executed by a majority of all such Members as they determine, but in no event shall more than one (1) vote be cast with respect to such a Lot/Residence.

**Class B Membership.** "Class B Member(s)" or "Class B Membership" shall be the Declarant. The Class B Member shall be entitled to eight (8) votes for each Lot owned by the Declarant. The Class B Membership shall cease and be converted to Class A Membership on the Turnover Date. Alternatively, Declarant may elect to convert its Class B Membership to Class A Membership upon thirty (30) calendar days written notice to the Board (whereupon the Class A Members shall be obligated to elect the Board and assume control of the Association).

## **ARTICLE VII** **BOARD OF DIRECTORS**

The affairs of the Association will be managed by a Board consisting of not less than three (3) and no more than five (5) directors. The number of directors may be changed by amendment of the bylaws of the Association ("Bylaws"). The names and address of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
FOUAD BOUTROS	1216 BOWMAN STREET CLERMONT, FL 34711.
DIANE BOUTROS	1216 BOWMAN STREET CLERMONT, FL 34711
LILY DOUEIHI	1216 BOWMAN STREET CLERMONT, FL 34711

## **ARTICLE VI** **INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT**

The address of this Association's initial registered office in the State of Florida is 1216 Bowman Street, Clermont, FL 34711. The name of this Association's initial registered agent at the above address is Fouad Boutros.

**ARTICLE VII**  
**INCORPORATOR**

The name and address of the incorporator of these Articles of Incorporation are as follows:

FOUAD BOUTROS  
1216 Bowman Street  
Clermont, FL 34711

**ARTICLE VIII**  
**BYLAWS**

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded at any annual meeting of the association, or at any special meeting duly called for such purpose by a vote of a majority of a quorum of voting members present in person or by proxy, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

**ARTICLE IX**  
**INDEMNIFICATION**

In addition to any rights and duties under applicable law, this Association shall indemnify and hold harmless all its directors, officers, employees, and agents, and former directors, officers, employees, and agents from and against all liabilities and obligations, including attorneys fees incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

**ARTICLE X**  
**EXISTENCE AND DURATION**

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

**ARTICLE XI**  
**AMENDMENTS**

These Articles of Incorporation may be amended at any annual meeting of the Association or at any special meeting duly called and held for such purpose on the affirmative vote of at least three-fourths (3/4) of the members eligible to vote. No amendment shall make any changes in the qualifications for membership nor the voting rights of the Members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Lots. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform with the same.

**ARTICLE XII**  
**DISSOLUTION**

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be

- approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each Class of members. Upon dissolution of the Association, other than incidental to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.


IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation on this 2<sup>ND</sup> MAY, 2007.

  
FOUAD BOUTROS  
Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for this corporation at the office designated in the foregoing Articles of Incorporation, I am familiar with the duties and obligations of Registered Agents and I hereby agree to act in this capacity and to comply with all statutes relative to the proper and complete performance of my duties.

Date: MAY-2, 2007

  
Fouad Boutros  
Registered Agent

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07 MAY 10 AM 11:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA