

NO8000002083

Boother & Associates, P.A.
(Requestor's Name)

1019 Town Center Drive
(Address)

Suite 201
(Address)

Orange City FL 327163
(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

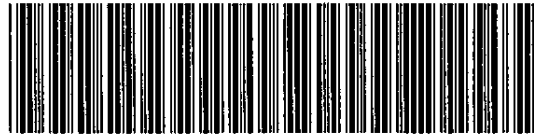
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700118897587

02/28/08--01030--002 **78.75

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 FEB 29 PM 2:12

APPROVED
AND
FILED

B. McKnight MAR 03 2008

BOOKER & ASSOCIATES, P.A.
ATTORNEYS AT LAW

KIM C. BOOKER
MATTHEW GABLE
ROBERT MATHIS

1019 TOWN CENTER DRIVE, SUITE 201
ORANGE CITY, FLORIDA 32763
PHONE (386) 774-6552
FAX (386) 774-5997

February 27, 2008

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

RE: ***West Volusia Retail Center Property Association, Inc.***

Dear Sir/Madam:

Enclosed herein please find the Articles of Incorporation for ***West Volusia Retail Center Property, Inc.***, to be filed with the Secretary of State, along with a check in the amount of \$78.75.

Thank you for your assistance in this filing. If you have any questions regarding this matter, please do not hesitate to contact my office.

Sincerely,

Booker & Associates, P.A.

By 
Kim C. Booker, Attorney at Law

KCB:mmm

Enclosures

**ARTICLES OF INCORPORATION
OF
WEST VOLUSIA RETAIL CENTER PROPERTY ASSOCIATION, INC.**

APPROVED
AND
FILED
08 FEB 29 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute, Chapter 617, the undersigned, a resident of Florida and of full age, for the purpose of forming a corporation not for profit does hereby certify:

**ARTICLE I
NAME**

The name of this corporation shall be **WEST VOLUSIA RETAIL CENTER PROPERTY ASSOCIATION, INC.** (hereinafter referred to as the "Association").

**ARTICLE II
PRINCIPLE OFFICE**

The principal office of the Association is located at 195 S. Westmont Drive, Suite 1122, Orlando, Florida 32714.

**ARTICLE III
PURPOSE OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is organized and for which it is to be operated are to provide for maintenance, preservation, and care of the property of the Association, and common area within that certain tract of property (the "Property") as reflected on Exhibit "A" and as the same may be amended from time to time as therein provided, and to promote the health, safety and welfare of the owners within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes.

**ARTICLE IV
BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a board of not less than three (3) directors nor more than seven (7), who need not be members of the Association (the "Board"). The manner in which the directors are elected or appointed is as stated in the bylaws of the Association ("Bylaws"). The initial number of directors shall be three (3) and may be changed by amendment of the Bylaws. The names and addresses of the persons who are to act in the capacity of directors until the election of their successors are:

Dale A. Sutthoff – 925 Winnifred Way, The Villages, Florida 32162

Robert Chappell- 195 S. Westmont Drive, Suite 1122, Orlando, Florida 32714.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Association shall be located 195 S. Westmont Drive, Suite 1122, Orlando, Florida 32714 and the initial registered agent of the Association shall be Robert Chappell.

ARTICLE VI
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 VII
MEMBERSHIP

Every person or entity, who is a record owner of a fee or undivided fee interest in any lot, 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 VIII
VOTING RIGHTS

The Association shall have one class of voting membership with the relative rights and preference as follows:

Each Member shall be entitled one (1) vote for each Lot owned. When more than one person holds an interest in any Lot, each such person shall be members, however, the vote for such Lot shall be exercised as they collectively determine, and in no event shall more than one vote be cast with respect to such a Lot.

ARTICLE IX
DISSOLUTION

The Association may be dissolved upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of members holding not less than two-thirds (2/3) of the total votes of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency or to any non-profit corporation, association, or other organization to be used for purposes similar to those for which this Association was created, subject to the review and approval of the City of Orange City.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility of the Association, if any, 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, Florida Administrative Code, and be approved by the St. Johns River Water Management District prior to such termination, dissolution, or liquidation.

ARTICLE X DURATION

The 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 perpetually.

ARTICLE XI AMENDMENTS

The Association shall have the right to amend these Articles of Incorporation at any time upon the affirmative vote (in person or by proxy) or written consent or any combination thereof, of a majority of the Members of the Association. 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, ordinances, codes or regulations adopted by the City of Orange City unless the latter is amended to conform to the same.

ARTICLE XII BYLAWS

The Bylaws shall be adopted by the Board at the first meeting of directors, and may be altered, amended or rescinded thereafter in the manner provided therein.

ARTICLE XIII 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 XIV INCORPORATOR

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

Robert Chappell
195 S. Westmont Drive, Suite 1122
Orlando, Florida 32714

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 15th day of February, 2008.

Robert Chappell
Incorporator

CONSENT 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.

Dated this 15th day of February, 2008.

Robert Chappell
Registered Agent

APPROVED
AND
FILED
08 FEB 29 PM 2:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

A parcel of land lying in the Northeast $\frac{1}{4}$ of Section 23, Township 18 South, Range 30 East, Volusia County, Florida, being more particularly described as follows:

Commence at the Northeast corner of said Section 23; thence run South $00^{\circ}18'22''$ East along the East line of said Section 23 for a distance of 30.00 feet; thence departing said East line, North $89^{\circ}43'37''$ West for a distance of 1757.76 feet to the Point of Beginning; thence South $00^{\circ}10'47''$ West for a distance of 416.56 feet to the point of curvature of a curve, concave Westerly and having a radius of 283.50 feet; thence run Southerly along the arc of said curve through a central angle of $45^{\circ}00'00''$ for a distance of 222.66 feet to the point of tangency; thence South $45^{\circ}10'47''$ West for a distance of 18.04 feet to the point of curvature of a curve concave Easterly and having a radius of 339.50 feet; thence run Southerly along the arc of said curve through a central angle of $45^{\circ}00'00''$ for a distance of 266.64 feet to the point of tangency; thence South $00^{\circ}10'47''$ West for a distance of 33.15 feet to a point on the Northerly Right of Way of Harley Strickland Boulevard (100' Right-of-Way); thence run Westerly along said Northerly Right of Way for the following 3 courses: North $65^{\circ}41'34''$ West for a distance of 330.83 feet to the point of curvature of a curve concave Southerly and having a radius of 850.00 feet; thence run Westerly along arc of said curve through a central angle of $24^{\circ}00'00''$ for a distance of 356.05 feet to the point of tangency, thence North $89^{\circ}41'34''$ West for a distance of 0.88 feet; thence departing said Right of Way, North $00^{\circ}42'55''$ West for a distance of 694.99 feet; thence South $89^{\circ}43'37''$ East for a distance of 854.45 feet to the Point of Beginning.