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FLORIDA PROFIT/NON PROFIT CORPORATION

MIMA of Melbourne Property Owners' Association, Inc.

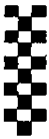
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May 7, 2009

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GRAY ROBINSON, PA

SUBJECT: MIMA OF MELBOURNE PROPERTY OWNERS' ASSOCIATION, INC.
REF: W09000021620

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

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Wanda Cunningham
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May. 7. 2009 1:59PM

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**ARTICLES OF INCORPORATION
OF**

MIMA OF MELBOURNE PROPERTY OWNERS' ASSOCIATION, INC.

The undersigned, acting as incorporator of a non-profit corporation under Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation (hereinafter called the "Association") is MIMA OF MELBOURNE PROPERTY OWNERS' ASSOCIATION, INC. The principal place of business and mailing address of the corporation is 1223 Gateway Drive, Melbourne, FL 32901.

ARTICLE II

The primary purpose for which the Association is formed is to provide for maintenance and preservation of the Tracts, common areas and maintenance of the access easement (described below) within a certain subdivided tract of real property described in Schedule "A" attached hereto, and to promote the health, safety, and welfare of the owners within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purposes.

In furtherance of such purposes, the Association shall have the power to:

- (a) Perform all of the duties and obligations of the owners as set forth in a certain MUTUAL ACCESS EASEMENT (the "Access Easement"), recorded in Official Records Book 5818 at Page 9795 of the Public Records of Brevard County, Florida as amended in the First Amendment recorded in Official Records Book 5825, Page 7655 of the Public Records of Brevard County, Florida; the

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Second Amendment recorded in Official Records Book 5910, Page 4455 of the Public Records of Brevard County, Florida; and the Third Amendment recorded in Official Records Book 5920, Page 1684 of the Public Records of Brevard County, Florida hereinafter referred to as Agreement, and as it may be amended in the future;

- (c) Operate, maintain, and manage the surface water or stormwater system(s) in a manner consistent with the St. Johns Water Management District ("District") Permit No. 40-009-111177-2 requirements and applicable District Rules, and shall assist in the enforcement of the restrictions and covenants contained herein which relate to the surface water or stormwater management system(s).
- (c) Affix, levy, and collect, and enforce payment by any lawful means of, all charges and assessments pursuant to the terms of the Access Easement; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied on or imposed against the property of the Association.
- (d) Acquire (by gift, purchase, or otherwise), own, hold, and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate

to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association;

- (e) Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3rds) of the total number of votes held by all of the lot Owners, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (f) Dedicate, sell, or transfer all of any part of the common areas to any municipality, public agency, authority, or utility for such purpose and subject to such conditions as may be agreed upon by the members. No such dedication or transfer shall be effective unless an instrument has been signed by lot Owners holding two-thirds (2/3rds) of the total number of votes held by all of the lot Owners, agreeing to such dedication, sale, or transfer;
- (g) Participate in merges and consolidations with other non-profit corporations organized for the same purpose, or annex additional industrial or commercial property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of two-thirds (2/3rds) of the total number of votes held by all of the lot Owners.
- (h) The owner of Lot 1 may subject to approval by the City of Melbourne and appropriate government entities substitute other

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properties for Tracts A ~ E and in return the Association shall deed over to the Owner of Lot 1 the Tracts.

- (i) Have and exercise any and all powers, rights and privileges that a non-profit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purpose set forth above. The activities of the Association will be financed by assessments against members as provided in the Access Easement, and no part of any net earnings of the Association will inure to the benefit of any member.

ARTICLE III

Tract F shall be for the exclusive use of the Owner of Lot 1 and/or its assigns. The Owner of Lot 1 shall be solely responsible for all costs associated with the construction and maintenance of any signage and landscaping as well as any other expense Associated with the Tract. The Association if requested by the Owner of Lot 1 shall acknowledge the rights of any other Lot Owner within the subdivision that the Owner of Lot 1 allows to utilize a portion or all of any signage placed on this Tract.

ARTICLE IV

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot within the Plat of MIMA OF MELBOURNE excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a Lot which is subject to assessment by the Association.

ARTICLE V

The period of duration of the Association shall be perpetual.

ARTICLE VI

The name and residence address of the subscriber is:

Philip F. Nohr 1795 West Nasa Boulevard
Melbourne, FL 32901

The street address of the initial registered office of the corporation is 1795 West Nasa Boulevard, Melbourne, Florida 32901, and the name of the initial registered agent at such address is Philip F. Nohr.

ARTICLE VII

The Association shall indemnify any incorporator, officer, or director, or any former incorporator, officer, or director to the full extent permitted by law against all losses any liabilities related to their actions on behalf of the Association.

ARTICLE VIII

Nomination and election of Directors shall be determined by the bylaws of the Association.

ARTICLE IX

The affairs of the Association shall be managed by a Board of Directors, a President and/or Vice President, who shall at all times be members of the Board of Directors, and/or a Secretary and Treasurer. Such officers shall be elected at the first meeting of the Board of Directors following each annual meeting of members.

Joseph A. McClure	President
Al O'Connell	Vice President
Richard A. Nescio, Jr.	Secretary/Treasurer

ARTICLE X

The bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3rds) of the total number of votes held by all of the lot Owners existing at the time of the present at such meeting except that the initial bylaws of the Association shall be made and adopted by the Board of Directors.

ARTICLE XI

Amendments to these Articles of Incorporation may be proposed by any member of the Association. These Articles 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 two-thirds (2/3rds) of the total number of votes held by all of the lot Owners existing at the time provided however that no amendments affecting the duties and obligations of a lot Owner under the Access Agreement shall be valid and enforceable without that Owner's written consent.

ARTICLE XII

The Association shall have one class of voting members, and each owner shall be entitled to one (1) vote for each acre or a portion thereof of each lot owned. The acreage of Tracts shall be included in the overall acreage, and the acreage of Lot 1 shall include Tracts A – E and the acreage of Lot 3 shall include Tract F. When more than one (1) person holds an interest in any lot, all such persons shall be members.

ARTICLE XIII

On dissolution, the assets of the Association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and

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assigned to any non-profit corporation, association, trust, or other organization and operated for such similar purposes. Notwithstanding the foregoing, in the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system(s) must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., or its successor rule, and be approved by the District prior to such termination, dissolution, or liquidation. The City of Melbourne is not required to take title to or operate any of the improvements in the subdivision upon dissolution of the Association. This provision cannot be amended or terminated without the written consent of the City.

Helen M. Sansone
Notary Public

Philip F. Nohr
Philip F. Nohr, Incorporator

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 6th day of May, 2009, by Philip F. Nohr. He is ☒ personally known to me or ☐ has produced _____, as identification and who did take an oath.



My Commission Expires: 11/14/2010

NOTARY PUBLIC

sign: Helen M. Sansone
print name: Helen M. Sansone
State of Florida at Large
Commission No.: DD 603530

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

First -- That desiring to organize under the laws of the State of Florida with its principal office located in the City of Melbourne, County of Brevard, State of Florida, the corporation named in the foregoing Articles has named Philip F. Nohrr, whose office address is 1795 West Nasa Boulevard, Melbourne, FL 32901, as its statutory Registered Agent.

Having been named the statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Philip F. Nohrr, Registered Agent

DATED this 6th day of May, 2009

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 MAY - 7 PM 2:55

APPROVED
AND
FILED

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SCHEDULE A**LEGAL DESCRIPTION**

FROM THE S.E. CORNER OF THE S.W.1/4 OF SECTION 32, TOWNSHIP 27 SOUTH, RANGE 37 EAST, BREVARD COUNTY, FLORIDA, RUN $N00^{\circ}25'21''W$ ALONG THE EAST LINE OF THE S.W. 1/4 OF SAID SECTION 32, TOWNSHIP 27 SOUTH, RANGE 37 EAST, A DISTANCE OF 997.00 FEET TO THE POINT OF BEGINNING OF THE HEREIN DESCRIBED PARCEL; THENCE $S89^{\circ}34'39''W$ A DISTANCE OF 1195.71 FEET TO THE EAST RIGHT-OF-WAY LINE OF GATEWAY DRIVE; THENCE $N37^{\circ}09'19''W$ ALONG THE SAID EAST RIGHT-OF-WAY LINE A DISTANCE OF 393.60 FEET TO THE POINT OF CURVATURE OF A CURVE WHICH IS CONCAVE TO THE NORTHEAST, HAVING A CENTRAL ANGLE OF $36^{\circ}32'19''$ AND A RADIUS OF 566.34 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE A DISTANCE OF 361.17 FEET TO THE POINT OF TANGENCY OF SAID CURVE; THENCE $N00^{\circ}37'00''W$ ALONG SAID EAST RIGHT-OF-WAY LINE OF GATEWAY DRIVE A DISTANCE OF 934.45 FEET TO THE SOUTH RIGHT OF WAY LINE OF NASA BOULEVARD AND TO A POINT ON A CURVE CONCAVE NORTHERLY HAVING A RADIUS OF 1507.39 FEET; THENCE FROM A RADIAL BEARING OF $S6^{\circ}42'23''W$, RUN EASTERLY ALONG SAID NASA BOULEVARD RIGHT OF WAY LINE AND THE ARC OF SAID CURVE 192.66 FEET THROUGH A CENTRAL ANGLE OF $7^{\circ}19'23''$ TO THE POINT OF TANGENCY THEREOF; THENCE $N89^{\circ}23'00''E$, A DISTANCE OF 562.57 FEET TO THE NORTHWEST CORNER OF THE PROPERTY DESCRIBED IN O.R.B. 2240, PAGE 1419, BREVARD COUNTY PUBLIC RECORDS; THENCE $S00^{\circ}25'20''E$ ALONG THE WEST LINE OF SAID PROPERTY DESCRIBED IN O.R.B. 2240, PAGE 1419 A DISTANCE OF 660.00 FEET TO THE SOUTHWEST CORNER OF PROPERTY DESCRIBED IN O.R.B. 2240, PAGE 1419; THENCE $N89^{\circ}23'00''E$ ALONG THE SOUTH LINE OF PROPERTY DESCRIBED IN O.R.B. 2240, PAGE 1419; O.R.B. 1992, PAGE 551; AND O.R.B. 1939, PAGE 537, BREVARD COUNTY PUBLIC RECORDS, A DISTANCE OF 792.00 FEET TO THE EAST LINE OF SAID SOUTHWEST 1/4 OF SECTION 32; THENCE $S00^{\circ}25'21''E$ ALONG SAID EAST LINE A DISTANCE OF 919.63 FEET TO THE POINT OF BEGINNING.