

W090000/0496

(Requestor's Name)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

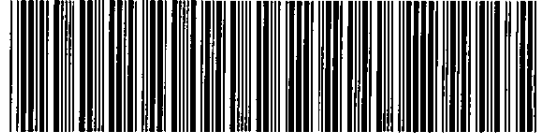
(Business Entity Name)

(Document Number)

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08/13/09--01020--012 \*\*87.50

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09 OCT 26 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EP 10/6/09

W09-36910



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

09 OCT 26 AM 11:45

DIVISION OF CORPORATION

October 15, 2009

MILLHORN LAW FIRM  
13710 U.S. HIGHWAY 441  
SUITE 100  
THE VILLAGES, FL 32159

SUBJECT: TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC.  
Ref. Number: W09000036910

We have received your document for TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Florida law requires the street address of principal office and, if different the mailing address of the entity. A post office box is not acceptable.

An effective date may be added to the Articles of Incorporation if a 2010 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson  
Regulatory Specialist II  
New Filing Section

Letter Number: 909A00027762



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09 OCT 14 AM 10:42

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

October 5, 2009

MILLHORN LAW FIRM  
13710 U.S. HIGHWAY 441  
SUITE 100  
THE VILLAGES, FL 32159

SUBJECT: TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC.  
Ref. Number: W09000036910

*10/12/09  
All address are  
street addresses  
ds m*

We have received your document for TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

An effective date may be added to the Articles of Incorporation **if a 2010 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson  
Regulatory Specialist II  
New Filing Section

Letter Number: 909A00027762



FLORIDA DEPARTMENT OF STATE, DEPARTMENT OF STATE  
Division of Corporations, DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

RECEIVED

09 OCT -1 AM 11:36

August 14, 2009

MILLHORN LAW FIRM  
13710 U.S. HIGHWAY 441  
SUITE 100  
THE VILLAGES, FL 32159

SUBJECT: TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC.  
Ref. Number: W09000036910

We have received your document for TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0802 or 617.0802, Florida Statutes, requires directors to be natural persons 18 years old or older.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6062.

Eula Peterson  
Regulatory Specialist II  
New Filing Section

Letter Number: 909A00027762

ARTICLES OF INCORPORATION

OF

TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC

FILED  
09 OCT 26 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation shall be:

TOWN CENTER SUITES MANAGEMENT ASSOCIATION, INC

5830 Spinnaker Loop

Lady Lake, Florida 32159

ARTICLE II - PURPOSES

A. The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and include providing for the maintenance, preservation, administration, and management of TOWN CENTER SUITES, AN OFFICE CONDOMINIUM, a condominium under the Florida Condominium Act pursuant to a declaration of condominium executed on the 21 day of July 2009, and recorded on the 24 day of July, 2009, in the office of the Clerk of the Circuit Court of the County of LAKE, State of Florida.

B. The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other non-recurring items exceeds the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the

following year. For such purposes, each building owner will be credited with the portion of any excess that is proportionate to his or her interest in the common elements of the condominium.

### ARTICLE III - DURATION

The duration of the Corporation is to be perpetual. The date and time of the corporate existence is the time these Articles of Incorporation are filed with the Secretary of State's office.

### ARTICLE IV - POWERS

To promote the health, safety, and welfare of the owners of units located at and known as TOWN CENTER SUITES, an Office Condominium, the corporation shall:

1. Exercise all of the powers and perform all of the duties of the association as set forth in the declaration of condominium and in the bylaws attached thereto, as those documents may from time to time be amended.
2. Determine, levy, collect, and enforce payment by any lawful means of all assessments for common charges, and pay such common charges as the same become due.
3. Manage TOWN CENTER SUITES, an Office Condominium, or elect to engage the services of a professional corporate management agent and delegate to such agent any of the powers or duties granted to the association of unit owners under the declaration or bylaws other than the power to engage or discharge such agent; the power to adopt, amend and repeal the provisions thereof, or of the declaration, bylaws, or rules and regulations of the condominium.
4. Take and hold by lease, gift, purchase, devise or bequest any property, real or persons, including any units in the condominium, borrow money and mortgage any such property to finance the acquisition thereof on the vote of eighty percent (80%) of members, and transfer, lease and convey any such property.

5. To hold title to any real or personal property comprising a common element/common area, however no such property shall be encumbered, mortgaged, liened or hypothecated.
6. Dedicate or otherwise transfer all or any portion of the common areas to any municipality, public agency, authority or utility on the approval of eighty percent (80%) of members.
7. Exercise any and all rights, privileges and powers which may be held or exercised by corporations not for profit generally under Chapter 617 of the Florida Statutes, or by associations of unit owners under the Condominium Act.
8. Convey any portion of the common elements to a condemning authority for the purpose of providing utility easements, right-of-way expansion, or other public purposes, whether negotiated or as a result of eminent domain proceedings.

#### ARTICLE V - SPECIAL DUTIES OF CORPORATION

To promote the health, safety, and welfare of the unit owners of TOWN CENTER SUITES, an Office Condominium, the corporation shall:

1. Maintain the Common Areas and shall assume all of Declarant's (defined as set forth in the declaration of condominium referenced in Article III above) responsibility to either the City or County, their governmental and quasi-governmental subdivisions and similar entities of any kind with respect to the Common Areas or the Property including, but not limited to, roads and water distribution systems, or any Surface Water or Storm Water Management System, and shall indemnify and hold Declarant harmless with respect thereto.
2. Be responsible for the maintenance, operation and repair of the surface water or storm water management system. Maintenance of the surface water or storm water

management system(s) shall mean the exercise of practices which allow the systems to provide drainage, water storage, conveyance or other surface water or storm water management capabilities as permitted by the St. John's Water Florida Water Management District. The association shall be responsible for such maintenance and operation. Any repair or reconstruction of the surface water or storm water management systems shall be permitted, or as modified, or as approved by the St. John's Water Florida Water Management District.

The Declarant shall construct or cause to be constructed drainage swales and/or drainage berms upon buildings where shown on plans for the purpose of managing and containing the flow of excess surface water, if any, found upon such buildings from time to time. The Corporation shall be responsible for the maintenance, operation and repair of the drainage swales or berms. Maintenance of the drainage swales and/or berms shall mean the exercise of practices, such as erosion repair, which allow the swales and berms to provide drainage, water storage, conveyance or other storm water management capabilities as permitted by the St. John's Water Florida Water Management District. Filling, excavation, removal, operation, repair and construction of fences or otherwise obstructing the surface water flow in the swales or along the berms is prohibited. No alteration of the drainage swales or berms shall be authorized and any damage to any drainage swales or berms, whether caused by natural or human induced phenomena, shall be repaired and the drainage swale or berm returned to its former condition as soon as possible by the Corporation.

The St. John's Water Florida Water Management District shall have the right to enforce, by proceeding at law or in equity, the provisions contained in the declaration of condominium referenced above which relate to the maintenance, operation and repair of the surface water or storm water management system.



Any amendment which alters the surface water or storm water management system, beyond maintenance in its original condition, including the water management provisions of the Common Areas, must have the prior written approval of the St. John's Water Management District, notwithstanding any other provision contained herein.

ARTICLE VI - MEMBERS

A. Each condominium unit shall have appurtenant hereto to membership in the corporation, which membership shall be held by the person or entity, or in common by the persons or entities owning such units, except that no person or entity holding title to a unit as security for performance of an obligation shall acquire the membership appurtenant to such unit by virtue of such title ownership. In no event may any membership be severed for the unit from which it is appurtenant.

B. Each membership in the corporation shall entitle the holder or holders hereof to exercises that proportion of the total voting power of the corporation corresponding to the proportionate undivided interest in the common elements appurtenant to the unit to which such membership corresponds, as established in the declaration.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The address of the Registered Office of this Corporation is:

13710 US Highway 441, Suite 100  
The Villages, Florida 32159

**THIS ADDRESS IS THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE AND IS IT'S MAILING ADDRESS** and the name of the Registered Agent at that address is:

THE MILLHORN LAW FIRM

ARTICLE VIII - INCORPORATORS

The name and address of the Incorporator is:

B & T ENTERPRISES, a Florida Limited Liability Company

Thomas L. Bacsik, President

5830 Spinnaker Loop, Lady Lake, Florida 32159.

ARTICLE IX - INITIAL BOARD OF DIRECTORS

This Corporation shall be managed by a Board of Directors which shall consist of at least three directors. The Directors shall be appointed or reappointed annually as directed by the by-laws. The Directors shall act on behalf of the Corporation only as directed by the by-laws of the corporation. The names and address of the initial Board of Directors of the Corporation who shall hold office until their successors are elected and have qualified are:

Thomas L. Bacsik  
5830 Spinnaker Loop  
Lady Lake, Florida 32159.

Marlene J. Bacsik  
5830 Spinnaker Loop  
Lady Lake, Florida 32159.

At the first annual meeting, the members shall elect from among the members of the corporation three (3) directors for a term of one year each.

ARTICLE X - OFFICERS

The Officers of this Corporation shall be a President, Vice President, Treasurer, and Secretary. The Officers of the Corporation shall be appointed by the Corporation, annually pursuant to the by-laws.

ARTICLE XI - AMENDMENTS

Amendments to the Articles of Incorporation may be proposed by any member to the Board

of Directors at any regular or special meeting of the Board of Directors. Any proposed amendment shall be first adopted by the Board of Directors upon a majority vote of the Board of Directors and proposed to the membership by the Board of Directors at any regular or special meeting of the membership called in accordance with the By-laws. The amendment will be finally adopted upon the affirmative vote of two-thirds (2/3) of the qualified voting members and any such amendment shall be recorded in the Public Records for Lake County, Florida.

#### ARTICLE XII - BY-LAWS

The By-laws regulating the operation of the corporation are annexed to the declaration of condominium referenced in Article III above. The By-laws may be amended by the first board of directors until the first annual meeting of members. Thereafter the by-laws shall be amended by the members in the manner set forth in the by-laws.

#### ARTICLE XIII - DISSOLUTION

This corporation may be dissolved at any time with the written consent of all the members thereto. On dissolution, the assets of the corporation shall be dedicated to an appropriate municipality, public agency or authority to be used for purposes similar to those for which the corporation is organized. In the event such dedication is not accepted, such assets shall be conveyed or assigned to any nonprofit corporation, association, or other organization devoted to purposes similar to those for which this corporation is organized.

No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund, or foundation, organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit corporation under the United States Internal Revenue Code, and which is recognized as such by the United States Bureau of Internal Revenue.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator of this corporation, have, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 25 day of September, 2009.

B & T ENTERPRISES, LLC:

Thomas L. Bacsik

Thomas L. Bacsik, President

STATE OF FLORIDA  
COUNTY OF SUMTER

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared Thomas L. Bacsik, President of B & T ENTERPRISES, LLC, known to me and known by me to be the person who, as Incorporator, executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 25 day of September, 2009.

(SEAL)

Deborah S. Masalski

NOTARY PUBLIC

My Commission Expires: 3/1/2011



ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN ARTICLE VII OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 25 DAY OF SEPTEMBER, 2009

THE MILLHORN LAW FIRM



\_\_\_\_\_  
RYAN J. MILLHORN

**FILED**  
09 OCT 26 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA