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M. BRADLEY LUCZAK
ROBERT B. WHITE, JR.

June 1, 2011

VIA OVERNIGHT DELIVERY

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301-2412

RE: Knight Lake Estates Homeowners
Association, Inc.
Our File No. 1311-3

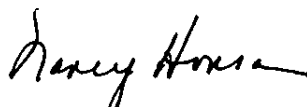
Dear Sir:

Enclosed please find an original and one copy of Articles of Incorporation of Knight Lake Estates Homeowners Association, Inc., together with our check in the amount of \$78.75 representing \$35.00 for filing the Articles of Incorporation, \$35.00 for the registered agent designation and \$8.75 to obtain a certified copy of the Articles as filed. I am also enclosing a stamped, self-addressed envelope for your convenience in returning the certified copy of the Articles to our office.

If you have any questions, please don't hesitate to give me a call.

Thank you.

Very truly yours,



Nancy O. Honsa
Paralegal

Enclosures

**ARTICLES OF INCORPORATION
FOR
KNIGHT LAKE ESTATES HOMEOWNERS ASSOCIATION, INC.**

The undersigned incorporator, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida and a homeowners association under Chapter 720, Florida Statutes, hereby adopts the following Articles of Incorporation (sometimes hereafter, the "Articles"):

**ARTICLE I
NAME AND ADDRESS**

The name of the corporation shall be KNIGHT LAKE ESTATES HOMEOWNERS ASSOCIATION, INC. The principal address of the corporation is 529 Versailles Dr., Suite 200, Maitland, FL 32751. For convenience, KNIGHT LAKE ESTATES HOMEOWNERS ASSOCIATION, INC. shall sometimes be referred to in this instrument as the "Association," the Declaration of Covenants, Conditions and Restrictions for Knight Lake Estates recorded in the public records of Lake County, Florida commencing at Official Records Book 3446, Page 2154 as the "Declaration," these Articles of Incorporation as the "Articles," and the duly adopted "By-Laws" of the Association as the "By-Laws."

**ARTICLE 2
PURPOSE**

The Association does not contemplate pecuniary gain or profit. The Association shall not pay dividends and no part of any income received by the Association shall be distributed to its Members, Directors or Officers. The purpose for which the Association is organized is to provide an entity to promote the health, safety and welfare of the Members of the Association and to provide for those objects and purposes as are authorized by the Declaration. The further purposes of the Association are to preserve the values and amenities within the real property which has been subjected to the operation and effect of the Declaration (the "Property"), operate, improve, administer, maintain, replace and repair the Property and Common Areas including, without limitation, the Master Surface Water Management System, for the benefit of the Members, their family Members, guests and tenants, enforce the covenants and restrictions contained in the Declaration, these Articles, the By-Laws and Rules and Regulations, if any, promulgated thereunder, and provide for the architectural control of the Lots and Residences.

**ARTICLE 3
DEFINITIONS**

The capitalized terms appearing in these Articles and which have not been defined, shall have the same definitions and meanings as those set forth in the Declaration, as the same may be amended from time to time, unless herein provided to the contrary or unless the context otherwise requires.

**ARTICLE 4
POWERS**

The powers of the Association shall include and be governed by the following:

4.1 General. The Association shall have all of the common-law and statutory powers of a not-for-profit corporation under the laws of the State of Florida that are not in conflict with the provisions of these Articles, the Declaration, or the By-Laws.

4.2 Enumeration. The Board of Directors shall have all of the powers and duties necessary

and appropriate for the governance of the Association's affairs and for performing all responsibilities and exercising all rights of the Association as set forth in the Declaration, the By-Laws, these Articles, and as provided by law. The Board of Directors may do or cause to be done all acts and things not required by the Declaration, these Articles, the By-Laws, or Florida law to be done and exercised exclusively by the Members. The Board of Directors may delegate powers to committees, officers, a management agent or agents, or employees of the Association. The powers and duties of the Board of Directors shall include, without limitation:

- (a) Preparing and adopting annual budgets;
- (b) Levying and collecting assessments against the Members, including, without limitation, assessments against Members for the cost of the maintenance and operation of the Master Surface Water Management System;
- (c) providing for the operation, care, upkeep, and maintenance of the Common Areas;
- (d) Retaining the services of a managing agent or agents and/or designating, hiring, and dismissing such other personnel as are necessary to perform the powers and responsibilities of the Association and, where appropriate, providing for the compensation of such personnel and for the purchase of the equipment, supplies, and material to be used by such personnel in the performance of their duties;
- (e) Approving bank depositories to receive funds on behalf of the Association and depositing all such funds therein and using such funds to operate the Association; provided, any reserve fund may be deposited, in the directors best business judgment, in depositories other than banks;
- (f) Adopting Rules and Regulations, establishing sanctions for infractions thereof and enforcing such sanctions;
- (g) Opening of bank accounts on behalf of the Association and designating the signatories required;
- (h) Making or contracting for the making of repairs, additions, and improvements to or alterations of the Common Areas in accordance with the Declaration, these Articles and the By-Laws;
- (i) Enforcing, by legal means, the provisions of the Declaration, these Articles, the By-Laws, and the Rules and Regulations adopted by the Board of Directors; provided, the Board of Directors shall not be obligated to take any action to investigate any alleged violation of or to enforce any covenant, restriction, or Rule and Regulation which the Board of Directors reasonably determines is, or is likely to be, inconsistent with applicable law, or if the Board of Directors reasonably determines that the Association's legal position is not strong enough to take such enforcement action, or if the Board of Directors otherwise determines, in its business judgment, that such enforcement action would be inappropriate;
- (j) Obtaining and carrying property, liability, and commercial crime insurance, as required in the Declaration, paying the cost thereof, and filing and adjusting claims, as

appropriate;

(k) Paying all taxes and/or assessments which are or could become a lien on the Property, the Common Areas or any portions thereof;

(i) Paying the cost of all services rendered to the Association or Members and not chargeable directly to specific Members;

(m) Keeping books with detailed accounts of the receipts and expenditures of the Association;

(n) Making available and providing copies, for a fee, to any Member, and the holders, insurers, and guarantors of any mortgage on any Lot, current copies of the Declaration, these Articles, the By-Laws, Rules and Regulations, and such other books, records, and financial statements of the Association as are identified as official records of the Association by Chapter 720, Florida Statutes, or its successor law, as from time to time amended;

(o) Indemnifying a director, officer or committee member, or former director, officer or committee member of the Association to the extent such indemnity is permitted or required by Florida law and these Articles, and purchasing insurance providing such indemnification;

(p) Supervising all officers, agents and employees of the Association to ensure that their duties are properly performed;

(q) Borrowing money for any legal purpose and to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred, all without the requirement for the approval of the Members but subject to its compliance with the terms and conditions set forth in "Section 5.2" of the Declaration pertaining to the requirement to obtain the approval of the St. Johns River Water Management District ("WMD") for conveyances affecting the Master Surface Water Management System as the same is defined therein;

(r) Operating, maintaining and managing the Master Surface Water Management System in a manner consistent with WMD permit number 40-069-92463-1 the requirements arising thereunder, the requirements of the City of Mascotte and the applicable WMD rules;

(s) Assisting the WMD, when asked to do so, in the enforcement of the terms and conditions of the Declaration which relate to the Master Surface Water Management System;

(t) Acquiring (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with conducting the affairs of the Association, subject, however, to its compliance with the terms and conditions set forth in "Section 5.2" of the Declaration pertaining to the requirement to obtain the approval of the WMD for conveyances affecting the Master Surface Water Management System as the same is defined therein;

(u) Suing and being sued, appearing and prosecuting or defending all actions and proceedings in its corporate name

4.3 Distribution of Income; Dissolution. The Association shall make no distributions of income to its Members, Directors or Officers.

ARTICLE 5

MEMBERSHIP, VOTING AND CLASS ASSESSMENTS

5.1 The Association shall have two classes of voting membership:

Class A. Class A Members shall be all Members, with the exception of the Declarant and Developers (until "Class Conversion" as that term is defined in Section 4.4 of the Declaration), each of whom shall be entitled to one (1) vote for each Lot owned. When there are multiple Owners of a Lot, then their rights shall be determined in accordance with Section 4.5 of the Declaration. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

Class B. The Class B Member shall be the Declarant and/or any Developer as the case may be. The Class B Member(s) shall be entitled to three (3) votes for each Lot which they own as set forth in Section 4.3(b) of the Declaration. The Class B membership shall cease and be converted to Class A membership upon the occurrence of Class Conversion in accordance with the terms and conditions set forth in Section 4.4 of the Declaration which are incorporated herein in their entirety.

5.2. Membership Appurtenant to Ownership. Every Owner (including the Declarant and Developers) shall be a Member of the Association. Association membership shall be appurtenant to and may not be separated from ownership the Lot giving rise to such membership. Any transfer of fee simple title to a Lot shall operate to transfer to the new Owner thereof, the membership in the Association which is appurtenant to such Lot. A Member's membership in the Association shall be terminated without the necessity of any formal action upon the recording of a valid instrument terminating or transferring the vested, present interest of the Owner.

5.3 Votes. Votes shall be cast in such manner and subject to such restrictions (not inconsistent with the terms and conditions of this Article) and as are set forth in the By-Laws.

5.4 Meetings. The By-Laws shall provide for an annual meeting of Members, and may provide for regular and special meetings of Members other than the annual meeting.

5.5 Transfer of Control. In accordance with the terms and conditions set forth in Section 4.6 of the Declaration, Members other than the Declarant shall be entitled to elect at least a majority of the members of the Board of Directors not later than ninety (90) days after "Class A Voting" (as defined in the Declaration) occurs. Until such time, the Declarant shall be entitled to appoint all of the members of the Board of Directors.. Thereafter, the Declarant shall have those rights set forth in Section 4.6 of the Declaration the terms and conditions of which are incorporated herein in their entirety.

5.6 Voting. Whenever the Declaration or the Bylaws require that the affirmative vote of a stated percentage of the Voting Interests of the Members is required in order take an action on the part of the Association then such percentage of Voting Interests, provided that there is a quorum present, shall be based upon the Voting Interests present at the meeting in which the vote is being conducted. Presence of a Voting Interest may be established by the actual presence of the Member, or by proxy.

5.7 Termination of Membership. The termination of a Class A Member's membership in the Association shall be deemed to have occurred at such time, if ever, as such Owner shall have conveyed his, her, or its fee simple interest in a Lot to another Person. The Class B membership shall terminate upon Class Conversion.

5.8 Class Assessments. Except as subject to the Declarant's option pursuant to the terms and conditions set forth in Section 12.8 of the Declaration, no Lot owned by a Class B Member shall be subject to any Assessment until the first Annual Meeting following the earlier to occur of either (i) the purchase of such Lot by a Class A Member, or (ii) Class Conversion.

ARTICLE 6 TERM OF EXISTENCE

Existence of the Association shall commence upon the filing of these Articles of Incorporation with the Secretary of the State of Florida, Tallahassee, Florida. The Association shall exist in perpetuity. In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the Master Surface Water Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code, and be approved in writing by the WMD prior to such termination, dissolution or liquidation.

ARTICLE 7 INCORPORATOR

The name and address of the Incorporator of this Corporation is Ralph Singleton, whose address is 529 Versailles Dr., Suite 200, Maitland, FL 32751.

ARTICLE 8 OFFICERS

The affairs of the Association shall be administered by the Officers holding the offices designated in these Articles and the By-Laws. The Officers shall be elected by the Board of Directors of the Association at its first meeting of the Board of Directors and shall serve at the pleasure of the Board of Directors. The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors as follows:

President: Ralph Singleton

Vice President: Robert Harrell

Secretary/Treasurer: David Detweiler

ARTICLE 9 DIRECTORS

9.1 Number and Qualification. The property, business, and affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) or more than five (5) Directors.

9.2 Duties and Powers. All of the duties and powers of the Association existing under the

Declaration, these Articles, the By-Laws and Florida law shall be exercised exclusively by the Board of Directors of Directors, its agents, contractors, or employees, subject only to approval by the Members when such approval is specifically required in the Declaration or the By-Laws.

9.3 Election. Directors of the Association shall be elected at the Annual Meeting each year in the manner determined by and subject to the qualifications set forth in the By-Laws.

9.4 Removal and Filling Vacancies. Directors may be removed and vacancies on the Board of Directors of Directors shall be filled in the manner provided by the By-Laws.

9.5 Term of Declarant's Directors. The Declarant shall appoint the Members of the first Board of Directors of Directors and their replacements who shall hold office for a period of one year.

9.6 Initial Board of Directors. The names and addresses of the Members of the initial Board of Directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ralph Singleton	529 Versailles Dr., Suite 200, Maitland, FL 32751
Robert Harrell	529 Versailles Dr., Suite 200, Maitland, FL 32751
David Detweiler	529 Versailles Dr., Suite 200, Maitland, FL 32751

ARTICLE 10 INDEMNIFICATION

10.1 Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, lawsuit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director, employee, Officer, agent or committee member of the Association, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, lawsuit, or proceeding unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he or she did not act in good faith or in a manner he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe his or her conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, lawsuit, or proceeding by judgment, order, settlement, conviction or upon plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith or did act in a manner that he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe that his or her conduct was unlawful.

10.2 Advances. Expenses, including but not limited to attorney's fees and costs, incurred in defending a civil or criminal action, lawsuit, or proceeding shall be paid by the Association in advance of the final disposition of such action, lawsuit, or proceeding on behalf of the affected Director, Officer, employee, agent or committee member. Such Director, Officer, employee, agent or committee member shall not be required to repay such amount unless it shall ultimately be determined that he or she is not

entitled to be indemnified by the Association as provided in Article 10.1.

10.3 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any agreement, vote of Members, or otherwise, and shall continue as to a person who has ceased to be a Director, Officer, employee, agent, or committee member and shall inure to the benefit of the heirs and personal representatives of that person.

10.4 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director, Officer, employee, agent, or committee member of the Association, or is or was serving, at the request of the Association, as a Director, Officer, employee, agent or committee member of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of this Article.

10.5 Amendment. Anything to the contrary herein notwithstanding, the provisions of this Article 10 may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

ARTICLE 11 BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors of Directors and may be altered, amended, or rescinded in the manner provided for therein.

ARTICLE 12 AMENDMENTS

12..1 Amendments During Declarant Control Period. Until the Declarant no longer controls the Association as provided for in the Declaration, the Declarant may amend these Articles by the recordation of an amendatory instrument in the Public Records of Lake County, Florida executed by the Declarant only. The amendment shall be effective upon recordation such instrument in the Public Records of Lake County, Florida. These Articles may also be amended in the fashion provided for in Article 12, Section 2 below, subject to the limitations contained therein.

12..2. Amendment by Members. These Articles may be amended, at an Annual Meeting or any duly convened Special Meeting of the Members for such purpose, by the affirmative vote of seventy-five (75%) percent of a quorum of Members present in person or by proxy, except that the Declarant shall have the right to veto any amendments for so long as it is a Class B Member.

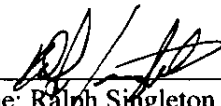
ARTICLE 13 NAME AND ADDRESS OF REGISTERED AGENT

The initial registered agent of the Corporation shall be David Detweiler whose street address is 529 Versailles Dr., Suite 200, Maitland, FL 32751.

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

That desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the County of Orange, State of Florida, the corporation named in the said Articles has named Ralph Singleton, whose street address is 529 Versailles Dr., Suite 200, Maitland, FL 32751, as its statutory registered agent.

Having been named the statutory agent of the 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.

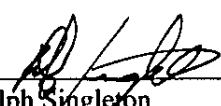


Print Name: Ralph Singleton
REGISTERED AGENT
Date: 6-1-11

ARTICLE 14
INITIAL REGISTERED OFFICE AND INCORPORATOR

The initial registered office of this Corporation shall be at 529 Versailles Dr., Suite 200, Maitland, FL 32751, with the privilege of having its office and branch offices at other places within or without the State of Florida.

IN WITNESS WHEREOF, the undersigned, for the purposes of forming the Association under the laws of the State of Florida and constituting the sole incorporator of the Association, has affixed its signature the day and year set forth below.



Name: Ralph Singleton
Date: 6-1-11

SECRETARY OF STATE
TALLAHASSEE, FL 32399

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APPROVED
JUN 1 2011