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**FLORIDA PROFIT/NON PROFIT CORPORATION
BLITCH FAMILY DOLLAR DRA OWNERS' ASSOCIATION,
INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
BLITCH FAMILY DOLLAR DRA OWNERS'
ASSOCIATION, INC.**

In compliance with the requirements of the laws of the State of Florida, the undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes (2009), as amended, and does hereby certify:

ARTICLE 1.

Name

The name of the Corporation is BLITCH FAMILY DOLLAR DRA OWNERS' ASSOCIATION, INC., hereinafter called the "Association" and whose street address and mailing address is 2441 NE 3rd Street, Suite 201, Ocala, Florida 34470.

ARTICLE 2.

Registered Agent

The name of the Registered Agent is JOHN S. RUDNIAKYN whose address is 2441 NE 3rd Street, Suite 201, Ocala, Florida 34470.

ARTICLE 3.

Definitions

All definitions in the Declaration of Covenants, Conditions and Restrictions for BLITCH FAMILY DOLLAR DRA (the "CCR") to which a copy of the Articles are attached as Exhibit "A", are incorporated herein by reference and made a part hereof.

ARTICLE 4.

Purpose and Definitions

Section 4.1 Purpose. The primary purpose of this Association is to create an entity to facilitate and assure the maintenance and operation of such property as may be subjected to the terms of the Declaration.

Section 4.2 Nonprofit Character of Association. The Association does not contemplate pecuniary gain or profit, direct or indirect, to its Members. The Association shall make no distributions of income to its Members, Directors or Officers.

ARTICLE 5.

Powers

The Association shall have all the powers and duties reasonably necessary to operate and maintain the Association including the following:

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- Section 5.1** To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration as recorded in the Public Records of Marion County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length.
- Section 5.2** To establish, levy, collect, and disburse adequate assessments against Members of the Association for the cost of maintenance, operation and upkeep of the Stormwater Management System as defined by the Declaration.
- Section 5.3** To manage, operate, maintain, repair and improve the Stormwater Management System and any storm water or surface water management facility areas located within the property encumbered by the Declaration or owned by another third party for which the Association by rule, regulation, Declaration or contract has a right or duty to provide such services. The Association shall operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 42-083-121566-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or storm water management system. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water management system.

ARTICLE 6.
Membership

Every Owner as defined in the Declaration shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any property benefited by the easements created by the Declaration. All members agree to be bound by the terms and provisions of these Articles of Incorporation and such Bylaws and operating procedures as may be promulgated by the Association from time to time.

ARTICLE 7.
Voting Rights

Voting rights shall be as set forth in the Declaration.

ARTICLE 8.
Board of Directors

The affairs of the Association shall be managed by a Board of Directors consisting of three (3) persons who need not be members of the Association. The names and addresses of the initial Directors of the Association are:

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John S. Rudnianyn
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

Shirley B. Rudnianyn
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

Steve Rudnianyn
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

The first election of Directors shall be held within thirty (30) days after incorporation at a meeting of the members called for that purpose. Three Directors shall be elected at this first election each for a term of one year. At each annual meeting thereafter a number of Directors equal to that of those whose term have expired shall be elected for a term of three years. At the expiration of any term, any Director may be re-elected for an additional consecutive term. The Directors shall be elected by the vote of a majority of the Members entitled to vote thereon at a meeting at which a majority of the Members entitled to vote are present.

ARTICLE 9.
Assessments

The Directors are required to establish a Common Assessment to be levied against each Owner sufficient to maintain, extend or improve the DRA, any other areas which are maintained or partially maintained by the Association, any surface water or storm water management systems located within the Subject Property, or otherwise necessary to pay Common Expenses.

The assessments collected by the Association in accordance with the provisions of this Article shall also be used, to the extent required, for the maintenance and repair of the surface water or storm water management systems, including but not limited to work within retention areas, drainage structures and drainage easements.

ARTICLE 10.
Dissolution

In the event of the dissolution of the Association, 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 acceptance of such dedication is refused, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be used for such similar purposes. Notwithstanding any other provisions contained within this Article, the Association may be dissolved only as provided in the Declaration, the Bylaws of the Association, and the laws of the State of Florida. In the event of the termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management systems must be transferred to and accepted by an entity which would comply with any requirements of the St.

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Johns River Water Management District, including requirements of 40C-42.027, F.A.C. and be approved by the St. Johns River Water Management District, prior to such termination, dissolution or liquidation.

ARTICLE 11.
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 12.
Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 12.1 Notice of Amendment. Notice of the subject matter of a proposed amendment shall be included in the written notice of any meeting at which a proposed amendment is considered.

Section 12.2 Adoption of Resolution. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by twenty-five percent (25%) of the Members of the Association entitled to vote thereon.

Section 12.3 Adoption of Amendment. Adoption of the amendment will require the affirmative vote at least two thirds (2/3) of the votes entitled to be cast at that time.

Section 12.4 Restrictions on Amendment. No amendment to these Articles of Incorporation affecting in any way the ownership, maintenance or operation of any surface water or storm water management system in BLITCH FAMILY DOLLAR DRA shall be effective without the written consent of the Southwest Florida Water Management District.

ARTICLE 13.
Subscribers

The names and street addresses of the subscriber and incorporator to these Articles of Incorporation is:

BLITCH PLANTATION LTD.,
a Florida limited partnership
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

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ARTICLE 14.

Officers

The Board of Directors shall elect the President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine. The initial officers and directors of the corporation and their addresses are:

John S. Rudniansyn, President
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

Steve Rudniansyn, Vice-President
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

Shirley B. Rudniansyn, Secretary-Treasurer
2441 NE 3rd Street, Suite 201
Ocala, FL 34470

ARTICLE 15.

Bylaws

The original Bylaws of the Association shall be adopted by a majority vote of the Directors. Thereafter, the Bylaws of the Association may be amended, altered or rescinded at a regular or special meeting of the Members by a majority of the votes then entitled to be cast at a meeting at which a majority of the votes then entitled to be cast are present or represented. Any amendments to Bylaws shall be binding on all Members of the Association.

ARTICLE 16.

Indemnification of Officers and Directors

The Association shall and does hereby indemnify and hold harmless Declarant and every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which he may be made a part by reason of his being or having been a Director or Officer of the Association, including reasonable counsel fees, except as to matters wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct.

The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officer may be entitled.

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ARTICLE 17.

Transaction in Which Directors or Officers are Interested

No contract or transaction between the Association and one or more of the Directors or Officers, or between the Association and any other corporation, partnership, association, or other organization including without limitation, the Declarant, or an affiliate of the Declarant, or a corporation in which one or more of its Officers or Directors are Officers or Directors of this Association shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or committee thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purposes. No Director or Officer may be interested in any such contract or transaction.

Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

IN WITNESS WHEREOF, for the purpose of forming this Corporation under the laws of the State of Florida, the undersigned, constituting the subscriber and incorporator of this Association, has executed these Articles of Incorporation this 26th day of July, 2012.

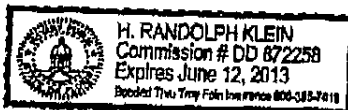
BLITCH PLANTATION, LTD.,
a Florida limited partnership

By: BLITCH PLANTATION, INC., a Florida
corporation, Its General Partner

By: [Signature]
John S. Rudniansyn, President

STATE OF FLORIDA
COUNTY OF MARION

The foregoing was acknowledged before me by John S. Rudniansyn, as President of BLITCH PLANTATION, INC., a Florida corporation, General Partner of BLITCH PLANTATION, LTD., a Florida limited partnership, being (X) personally known to me or () who provided July, 2012, as identification, this 26th day of



[Signature]
Notary Public, State of Florida
My Commission Expires:

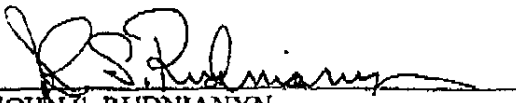
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CERTIFICATE OF ACCEPTANCE BY REGISTERED AGENT

JOHN S. RUDNIANYN, whose address is 2441 NE 3rd Street, Suite 201, Ocala, Florida 34470, the initial registered agent named in the Articles of Incorporation to accept service of process for BLITCH FAMILY DOLLAR DRA OWNERS' ASSOCIATION, INC., organized under the laws of the State of Florida hereby accepts such appointment as registered agent at the place designated in this certificate.

Dated this 26th day of July, 2012.


JOHN S. RUDNIANYN

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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