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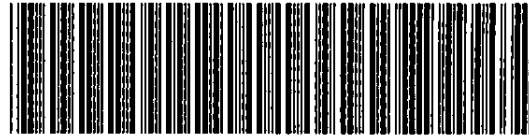
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12 OCT 12 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10/15/12
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COVER LETTER

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

SUBJECT: Del Morrow Community Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50 + 1 Page
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: William Sullivan
Name (Printed or typed)

1350 Orange Ave, Suite 224
Address

Winter Park, FL 32789
City, State & Zip

407-463-3133
Daytime Telephone number

BILLSullivan@PotomacLand.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

DEL MORROW COMMUNITY ASSOCIATION, INC.

In compliance with the requirements of Florida Statutes, Chapter 617, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is DEL MORROW COMMUNITY ASSOCIATION, INC. (hereinafter called the "Association").

ARTICLE II

PRINCIPAL OFFICE OF THE ASSOCIATION

The principal office of the Association is located at 1350 Orange Avenue, Suite 224, Winter Park, Florida 32789.

ARTICLE III

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is: 1350 Orange Avenue, Suite 224, Winter Park, Florida 32789 and the name of the initial registered agent at that address is William Sullivan.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof , and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residential Lots and Common Area within that certain parcel of property more particularly described as DEL MORROW, according to the Plat thereof to be recorded in the Public Records of Orange County, Florida (hereinafter referred to as the "Property"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose the Association may:

Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in that certain Master Declaration of Easements, Covenants and Conditions for Del Morrow (hereinafter called the "Declaration"), applicable to the Property and recorded or to be recorded among the Public Records of Orange County, Florida, and as the same may be supplemented and amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

1. Fix, levy , collect and enforce payment by any lawful means of all charges or assessments pursuant to the term of the Declaration (including, without limitation, adequate assessments for the costs of maintenance and operation of the surface water or stormwater management system); pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;
2. Acquire (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 and/or personal property in connection with the affairs of the Association, on the terms and subject to the provisions hereof and of the Declaration;
3. Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

4. Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be provided by the Declaration or otherwise agreed to by the members. Except as provided in the Declaration, no such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

5. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, unless provided otherwise in the Declaration;

6. Have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise;

7. Own, operate, maintain and manage the surface water and/or stormwater management systems applicable to the Property, in a manner consistent with the requirements of the Declaration and the South Florida Water Management District (including, without limitation, all rules and regulations thereof and the requirements of said District's Environmental Resource Permit Number 48-01401-P applicable to the Property and all amendments, modifications or additions thereto for subsequent discrete units of the Del Morrow Development (Also known as Atli Estates) and for any other property which may be annexed to the Property), and assist in the enforcement of the Declaration as it relates to the surface water and/or stormwater management systems.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject to the Declaration, including contract sellers, shall be a member of the Association. The foregoing is not intended to 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 the Declaration.

ARTICLE VI

MEETINGS OF MEMBERS; QUORUM REQUIREMENTS

The presence at any meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of each class of membership shall constitute a quorum for any action except as otherwise provided in these Articles of Incorporation, the Declaration, or the Bylaws.

ARTICLE VII

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A Members shall be all Owners, with the exception of the Declarant as described in the Declaration, and shall be entitled to one (1) vote for each Lot owned. When more than one person owns an interest in any Lot, all such persons shall be members. 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 shall be entitled to three (3) votes for each Lot platted and owned by Declarant and ten (10) votes for each acre (or portion thereof) of land comprising the "Additional Property" defined in the Declaration, subject to the limitations set forth therein. The Class B Membership shall cease and become converted to Class A Membership on the happening of either of the following events, whichever occurs earlier:

(a) When the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or

(b) On December 31, 2017.

From and after the happening of these events, whichever occurs earlier, the Class B Member shall be deemed to be a Class A Member entitled to one (1) vote for each Lot in which it holds the interest required for membership under Article III, Section 1 of the Declaration.

ARTICLE VIII

BOARD OF DIRECTORS

The affairs of the Association shall be managed initially by a Board of three (3) directors who shall serve until the organizational meeting and thereafter by a Board of at least three (3) Directors, who need not be members of the Association. The number of Directors may be changed in the manner provided by the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

William Sullivan	1350 Orange Avenue, Suite 224, Winter Park, FL 32789
John Evasius	115 Southeast 4 th Avenue, Delray Beach, FL 33483
Jonathan Ginsburg	115 Southeast 4 th Avenue, Delray Beach, FL 33483

At the first annual meeting the members shall elect a Board of three (3) Directors, with one (1) Director having a term of one (1) year, one (1) Director having a term of two (2) years, and one (1) Director having a term of three (3) years. At each annual meeting thereafter the members shall elect a Director for a term of three (3) years, except as otherwise permitted by the Bylaws.

ARTICLE IX

INITIAL OFFICERS

The affairs of the Association shall be managed by a President, Vice President, Secretary and Treasurer and such other officers as permitted in the Bylaws. The names and addresses of those persons who shall act as officers of the corporation until the election of their successors are:

William Sullivan, President	1350 Orange Avenue, Suite 224 Winter Park, Florida 32789
John Evasius, Vice President	115 Southeast 4 th Avenue Delray Beach, Florida 33483
Jonathan Ginsburg, Secretary/Treasurer	115 Southeast 4 th Avenue Delray Beach, Florida 33483

The above-named officers shall serve until the first and organizational meeting of the Board of Directors of the Association. The officers shall be elected by the Directors at the first meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their election.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. 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 to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval upon dissolution if required by Chapter 617, Florida Statutes. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water and/or stormwater management system for the Property must be transferred to and accepted by an entity which complies with Section 40C-42.027, F.A.C., and is approved by the South Florida Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XI

EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida. The Association shall exist perpetually, unless sooner dissolved as provided in Article X hereof.

ARTICLE XII

AMENDMENTS

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership. Amendment of these Articles may be proposed by the Board of Directors and shall be voted on at a special meeting of the membership duly called

for that purpose, or at an annual meeting of the Membership.

ARTICLE XIII

BYLAWS

The Bylaws of this Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded by a majority vote of a quorum of all members voting in person or by proxy, except that the Federal Housing Administration and the Veterans Administration shall have the right to veto amendments while there is a Class B Membership.

ARTICLE XIV

FHA/VA APPROVAL

As long as there is a Class B Membership, the following actions will require the prior approval of the Federal Housing Administration and the Veterans Administration; annexation of additional properties other than those contemplated to be annexed in accordance with the provisions of the Declaration, mergers and consolidations, mortgaging of Common Area, dedication of Common Area except as otherwise provided in the Declaration, dissolution and amendment of these Articles.

ARTICLE XV

SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:


William Sullivan	1350 Orange Ave., Suite 224, Winter Park, Florida 32789
John Evasius	115 Southeast 4 th Avenue, Delray Beach, Florida 33483
Jonathan Ginsburg	115 Southeast 4 th Avenue, Delray Beach, Florida 33483

IN WITNESS WHEREOF, for the purpose of forming this non-profit corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation.



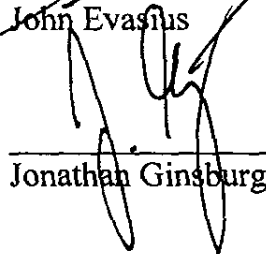
William Sullivan

10-8-2012
Date



John Evasius

10-5-2012
Date

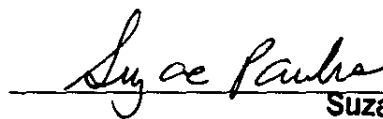


Jonathan Ginsburg

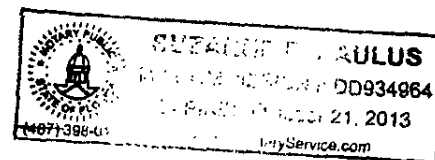
10/5/12
Date

STATE OF FLORIDA
COUNTY OF Orange

The foregoing instrument was acknowledged before me this 8th day of October, 2012
by William Sullivan, who is personally known to me or provided the necessary
identification.

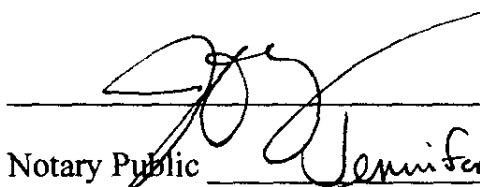


Suzanne E. Paulus
Notary Public
Commission No. DD934964
Commission Expires 10/21/2013

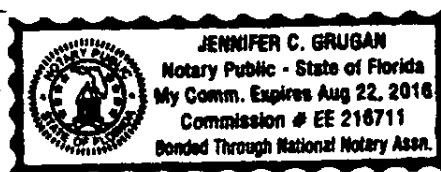


STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 5 day of OCT,
by John Evasius, who is personally known to me or provided the necessary
identification.



Jennifer C. Grugan
Notary Public
Commission No. _____
Commission Expires _____



STATE OF FLORIDA

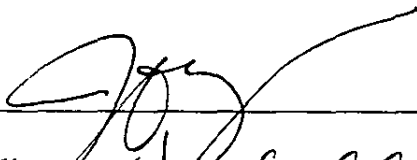
COUNTY OF Palm Beach

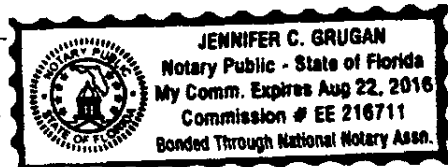
The foregoing instrument was acknowledged before me this 5 day of OCT,
by Jonathan Ginsburg, who is personally known to me or provided the necessary
identification.

Notary Public

Commission No. _____

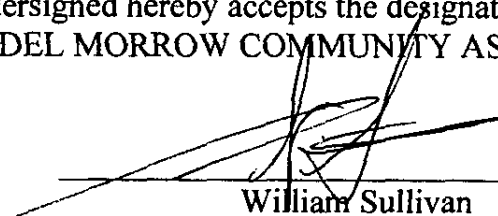
Commission Expires _____


Jennifer C. Grugan



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent
of DEL MORROW COMMUNITY ASSOCIATION, INC.


William Sullivan

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12 OCT 12 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA