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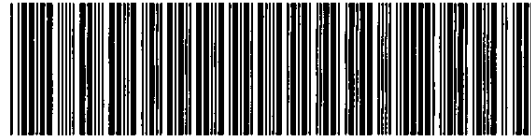
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TALLAHASSEE, FLORIDA

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## COVER LETTER

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

**SUBJECT:** Cypress Courtyard Property Owner's 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  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Daniel Hotte  
Name (Printed or typed)

8890 W. Oakland Park Blvd. #201  
Address

Sunrise, FL 33351  
City, State & Zip

954-749-8990  
Daytime Telephone number

daniel.hotte@echion.net  
E-mail address: (to be used for future annual report notification)

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

**CYPRESS COURTYARD PROPERTY OWNER'S ASSOCIATION, INC.**  
**ARTICLES OF INCORPORATION**  
**In Compliance with Chapter 617, F.S. (Not for Profit)**

**ARTICLE I – NAME**

The name of the Corporation shall be: **CYPRESS COURTYARD PROPERTY OWNER'S ASSOCIATION, INC.**

**ARTICLE II– PRINCIPAL OFFICE**

The initial principal place of business and mailing address of this Corporation shall be:

8890 West Oakland Park Blvd.  
Suite 201  
Sunrise, FL 33351

**ARTICLE III – PURPOSE**

The purpose of the Corporation shall be to provide for maintenance, preservation and architectural control of Cypress Courtyard property located in Osceola County, Florida, as such is described in the Master Declaration of Covenants, Conditions and Restrictions of said association as recorded in the public records of Osceola County, Florida ("Declaration"); to perform all acts provided in the Declaration; to perform all acts provided in the Declaration; and to take all action necessary to promote the health, safety and welfare of the property owners. All capitalized terms used in these Articles shall have the same definition as in the Declaration.

**ARTICLE IV – MANNER OF ELECTION**

Directors shall be elected or appointed in the manner as provided in the Declaration and By-Laws.

**ARTICLE V – CORPORATE POWERS**

The Corporation shall have all of the powers and duties set forth in law and equity, except as limited by these Articles, the By-Laws and the Declaration, and all of the powers and duties reasonably necessary to operate the Property pursuant to the Declaration and as more particularly described in the By-Laws and these Articles, as they may be amended from time to time, including, but not limited to, the following:

OCT 22 AM 9:38  
CLERK OF COURT  
OSCEOLA COUNTY, FLORIDA

- (a) To make and collect assessments and other charges against members as members, and to use the proceeds thereof in the exercise of its powers and duties.
- (b) To buy, own, operate, lease, sell, trade and mortgage both real and personal property.
- (c) To maintain, repair, replace, reconstruct, add to and operate the Property, and other property acquired or leased by the Corporation.
- (d) To purchase insurance upon the Property and insurance for the protection of the Corporation, its officers, directors and Owners of a Tract (hereinafter "Tract Owners").
- (e) To make and amend reasonable rules and regulations for the maintenance, conservation and use of the Property and for the health, comfort, safety and welfare of the Tract Owners.
- (f) To enforce, by legal means, the provisions of the Declaration, these Articles, the By-Laws, and the rules and regulations for the use of the Property, subject, however, to the limitation regarding assessing Tracts owned by the Owner of the Shopping Center Tract or the Declarant for fees and expenses relating in any way to claims or potential claims against the Owner of the Shopping Center Tract or the Declarant as set forth in the Declaration and/or By-Laws.
- (g) To contract for the management and maintenance of the Property and to authorize a management agent (who may be an affiliate of the Declarant) to assist the Corporation in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of rules and maintenance, repair, and replacement of the common elements with funds as shall be made available by the Corporation for such purposes. The Corporation and its officers shall, however, retain at all times the powers and duties granted by law, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Corporation.
- (h) To employ personnel to perform the services required for the proper operation of the Property.
- (i) To exercise all other powers and duties as may be set forth in the By-Laws and the Declaration.
- (j) The power to levy reasonable fines.

FILED  
20 OCT 22 AM 9:39  
CLERK OF DISTRICT COURT  
JULIA M. ROBERTSON  
TALLAHASSEE, FLORIDA

#### **ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the registered agent is:

Daniel Hotte  
8890 West Oakland Park Blvd.  
Suite 201  
Sunrise, FL 33351

#### **ARTICLE VII – INCORPORATOR**

The name and address of the incorporator is:

Daniel Hotte  
8890 West Oakland Park Blvd.  
Suite 201  
Sunrise, FL 33351

#### **ARTICLE VIII – BOARD OF DIRECTORS & OFFICERS**

The Board of Directors and Officers of the Corporation shall be as provided in the Bylaws and shall be elected or appointed as provided in the Declaration or Bylaws. The first Board of Directors shall be:

Daniel Hotte  
James Antonucci  
Marion Rathbun

The first officers shall be:

Daniel Hotte - President  
James Antonucci – Vice-President  
Marion Rathbun – Secretary / Treasurer

#### **ARTICLE IX – BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors at their first meeting and may be altered, amended or rescinded in the manner provided in the Bylaws.

#### **ARTICLE X – EXISTENCE**

Existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Corporation shall exist in perpetuity.

12 OCT 22 AM 9:11  
TALLAHASSEE, FLORIDA

#### **ARTICLE XI – MEMBERSHIP**

All persons who are Tract Owners within Cypress Courtyard shall automatically be Members of this Corporation. Such membership shall automatically terminate when such person is no longer the Owner of a Tract. Membership in this Corporation shall be limited to such Tract Owners. All voting rights shall be in accordance with the provisions of Section 5.5 of Article V of the Declaration.

#### **ARTICLE XII – ASSESSMENTS OF OWNERS**

The Corporation shall have the power and authority to assess the Owners of the Tracts in the subdivision for the operation and maintenance of the Common Areas, as more fully described and defined in the Declaration and any amendments thereto.

#### **ARTICLE XIII – DISSOLUTION**

In the event of termination, dissolution or final liquidation of the Corporation, such termination, dissolution or final liquidation shall be pursuant to applicable law.

#### **ARTICLE XIV – AMENDMENT**

These Articles of Incorporation may be modified or amended at any duly convened meeting of the Members by the affirmative vote of a majority (based on voting weight determined in accordance with Paragraph 5.5.3 of the Declaration) of the total votes of the Members present at a duly called meeting of the Members of the Corporation; provided, however, no amendment to these Articles shall be valid without the consent of the Class B Member. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the corporate seal, signed by the Secretary, or an Assistant Secretary, and executed and acknowledged by the President, has been filed with the Secretary of State, and all filing fees paid.

The Class B Member, in accordance with the provisions of the Declaration, may amend these Articles in a manner consistent with the provisions of the Declaration, without the consent of the Class A Members until the Turn-over Date.

A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the Public Records of Osceola County, Florida.

#### **ARTICLE XV – DISTRIBUTION**

There shall be no dividends paid to any of the Members nor shall any part of the income of the Corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be either refunded to the Members or kept by the Corporation and applied against the Corporation's expenses for the following year as shall be determined by a vote of the Members, subject to approval by the Board of

Directors of the Association. The Corporation may pay compensation in a reasonable amount to its Members, directors, and officers, and/or the Declarant, its directors and officers and employees for services rendered, and may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its Members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Association and the transfer thereof, as well as the number and voting of Members, shall be upon such terms and conditions as provided for in the Declaration and By-Laws.

#### ARTICLE XVI – PRINCIPAL OFFICE

The initial offices of the Corporation shall be located at 8890 West Oakland Park Blvd, Suite 201, Sunrise, FL 33351, but the Corporation may maintain offices and transact business in such other places within or without the State of Florida as may from time-to-time be designated by the Board of Directors.

#### ARTICLE XVII – INDEMNIFICATION

The Corporation 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, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Corporation, against expenses (including attorneys' fees), judgments, fines and amounts paid in settlement as long as actually and reasonably incurred by him in connection with such action, suit or proceeding, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his duty to the Corporation, unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all of the circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of non contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Corporation, and with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was lawful.

IN WITNESS WHEREOF the undersigned subscribing incorporator to these Articles of Incorporation has hereunto set his hand and this 17 day of October, 2012.

  
Daniel Hottel, Incorporator

FILED  
12 OCT 22 AM 9:38  
CLERK OF DISTRICT COURT  
JUDICIAL CIRCUIT IN AND FOR  
THE NINTH JUDICIAL CIRCUIT  
STATE OF FLORIDA

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

The name of the corporation is:

**CYPRESS COURTYARD PROPERTY OWNER'S ASSOCIATION, INC.**

The name and address of the registered agent and office is:

Daniel Hotte  
8890 West Oakland Park Blvd.  
Suite 201  
Sunrise, FL 33351

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature of Registered Agent

Date: October 17, 2012

12 OCT 22 AM 9:38  
STATE  
TALLAHASSEE, FLORIDA