

1/6/17

COVER LETTER

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

SUBJECT: Tuska Reserve 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
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Paulus Law, PL
Name (Printed or typed)

200 S Orange Ave, Suite 2000
Address

Orlando, Florida 32801
City, State & Zip

(407) 599-0047
Daytime Telephone number

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

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 JAN 10 4:11:51

ARTICLES OF INCORPORATION
OF
TUSKA RESERVE 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 TUSKA RESERVE COMMUNITY ASSOCIATION, INC. (hereinafter called the "Association") and its principal place of business is 1350 Orange Avenue, Suite 201, Winter Park, Florida 32789 with a mailing address of 1350 Orange Avenue, Suite 201, Winter Park, Florida 32789.

ARTICLE II
NOT FOR PROFIT

The Association is a nonprofit corporation under the laws of the State of Florida. The Association is not formed for pecuniary profit. No part of the income or assets of the Association is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

ARTICLE III
DEFINITIONS

All capitalized terms used herein which are not defined shall have the meaning set forth in the Declaration of Covenants, Conditions, Easements and Restrictions for Tuska Reserve, recorded or to be recorded in the Official Records of Seminole County, Florida, as amended from time to time ("Declaration").

ARTICLE IV
Commencement of Corporate Existence

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Department of State. The Association shall exist in perpetuity unless terminated in accordance with Florida law and as provided for in the Governing Documents. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the stormwater management system must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE V

PURPOSES

The Association is organized, and shall be operated exclusively for the following purposes:

A. 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 TUSKA RESERVE, according to the Plat thereof to be recorded in the Public Records of Seminole 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.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.

D. To be and constitute the Association to which reference is made in the Declaration to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as set forth in the Governing Documents and as provided by law.

E. To provide an entity for the furtherance of the interests of the owners of the Property subject to the Declaration.

F. To operate, maintain and manage the stormwater management system(s) in a manner consistent with the requirements of Agency Permit No. IND-117-136060-1 and applicable Agency rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

ARTICLE VI

POWERS

In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or By-Laws of the Association, may be exercised by the Board of Directors:

A. All of the powers conferred upon nonprofit corporations by common law and Florida statutes in effect from time to time;

B. All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws, and the Declaration, including, without limitation, the following:

- i. To fix, levy, collect, and enforce payment of all charges or assessments authorized by the Declaration by any lawful means; to pay all expenses in connection therewith and all administrative and other expenses incident to the conduct of the business of the Association including without limitation all licenses, taxes, or governmental charges levied or imposed against the property of the Association;
- ii. Use assessments for the maintenance and repair of the stormwater management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements;
- iii. To manage, control, operate, maintain, repair, and improve the common areas and facilities, and any property subsequently acquired by the Association, or any property owned by another for which the Association, by rule, regulation, declaration, or contract, has a right or duty to provide such services;
- iv. To make rules and regulations and to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Declaration or By-Laws;
- v. To engage in activities which will actively foster, promote, and advance the common interests of all owners of property subject to the Declaration;
- vi. To 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, and specifically the Common Areas as defined in the Declaration, in connection with the affairs of the Association, on the terms and subject to the provisions hereof and of the Declaration;
- vii. To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- viii. To Sue or be sued on behalf of the affairs of the Association;
- ix. To 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 St. Johns River Management District including, without limitation, all rules and regulations thereof and the requirements of said District's Environmental Resource Permit Number IND-117-136060-1 and applicable Agency rules, which are applicable to the Property and all amendments, modifications or additions thereto 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. 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 stormwater management system including, but not limited to, work within retention areas, drainage structures and

drainage easements;

- x. 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;
- xi. To enter, make, perform, and enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other corporation or other entity or agency, public or private;
- xii. To adopt, alter, and amend or repeal such By-Laws as may be necessary or desirable for the property management of the affairs of the Association; provided, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and
- xiii. To provide any and all supplemental municipal services to the Community as may be necessary or desirable.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of this Article.

ARTICLE VII **LIMITATION**

No part of the net earnings of the Association shall inure to the benefit of or be distributable to its Members, Trustees, or Officers, but the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE VII **MEMBERSHIP**

The Association shall be a membership corporation without certificates or shares of stock. There shall be two classes of membership as more fully set forth in the Declaration. The Owner of each Lot, as those terms are defined in the Declaration and By-Laws, shall be a member of the Association and shall be entitled to vote as provided in the Declaration and the By-Laws. Notwithstanding the foregoing, every person or entity who is a record owner of a fee or undivided fee interest in any Lot, or portion thereof, which is subject to the Declaration, including without limitation, 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, or persons who are leasing a Lot within the Property. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association or the Declaration. Change of membership

in the Association shall be established by recording in the Official Records of Seminole County, Florida, a deed or other instrument establishing record title to real property subject to the Declaration. Upon such recordation, the Owner designated by such instrument shall become a member of the Association and the membership of the prior Owner shall terminate.

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is: 200 S Orange Avenue, Suite 2000, Orlando, Florida 32801 and the name of the initial registered agent at that address is Paulus Law, PL.

ARTICLE X

BOARD OF DIRECTORS

The Association's Business and affairs shall be conducted, managed, and controlled by a Board of Directors. The Board may delegate its operating authority to such companies, individuals, or committees as it, in its discretion, may determine. The method of election and removal of directors, filling of vacancies, and the term of office of directors shall be as set forth in the By-laws. The initial board shall consist of three (3) members, as provided in the By-Laws. 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 201, Winter Park, FL 32789
John Evasius	120 N Swinton Ave, Delray Beach, FL 33444
Jonathan Ginsburg	120 N Swinton Ave, Delray Beach, FL 33444

To the fullest extent that the Florida Not For Profit Corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of the Association shall be personally liable to the Association or its members for monetary damages for breach of duty or care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

ARTICLE XI
AMENDMENTS

Until termination of the Class "B" membership, Declarant may unilaterally amend these Articles for any purpose. Thereafter, amendments to these Articles of Incorporation may be proposed and adopted upon a resolution duly adopted by the Board and the affirmative vote of Members representing a majority of the Class "A" votes in the Association, and the consent of the Declarant, during the development and sale period. No amendment may be in conflict with the Declaration, and no amendment shall be effective to impair or dilute any rights of Members that are governed by such Declaration.

ARTICLE XII
BYLAWS

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

ARTICLE XIII
CONFLICT BETWEEN DOCUMENTS

In the event of any conflict between the terms and provisions of the Declaration and the terms and provisions of these Articles, the terms and provisions of the Declaration shall control. In the event of any conflict between the terms and provisions of these Articles and the terms and provisions of the Bylaws, the terms and provisions of these Articles shall control.

ARTICLE XIV
INCORPORATORS

The name and address of the Incorporator to these Articles of Incorporation is as follows:

Pickett Run, LLC

1350 Orange Ave., Suite 201, Winter Park, Florida 32789

IN WITNESS WHEREOF, for the purpose of forming this non-profit corporation under the laws of the State of Florida, the undersigned submits this document and affirms that the facts stated herein are true. The undersigned is aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in F.S. Section 817.155.

Dated this 9th day of January, 2014.

Pickett Run, LLC

By: 

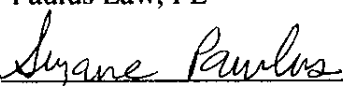
William Sullivan, Manager

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated as Registered Agent of TUSKA RESERVE COMMUNITY ASSOCIATION, INC., which is contained in the foregoing Articles of Incorporation, hereby accepts such designation and agrees to comply with the provisions of F.S. Section 48.091, as the same may apply to the Association relating to the proper and complete performance of my duties as Registered Agent.

Dated this 9th day of January, 2014.

Paulus Law, PL


Suzanne Paulus, Manager