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BRUCE D. BARKETT ? LISA THOMPSON BARNES 5, 11 CALVIN B. BROWN GEORGE G. COLLINS, JR. 2 JANET CARNEY CROOM 1,3,8 MICHAEL J. GARAVAGLIA RONALD KEITH LAWN 4.9

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NICHOLAS L. BRUCE 10 AARON V. JOHNSON C. DOUGLAS VITUNAC

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April 10, 2014



- <sup>1</sup> BOARD CERTIFIED CONSTRUCTION LAW
- <sup>2</sup> BOARD CERTIFIED REAL ESTATE

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- <sup>3</sup> BOARD CERTIFIED BUSINESS LITIGATION
- 4 MASTER OF LAWS TAXATION
- 5 MASTER OF LAWS REAL PROPERTY DEVELOPMENT
- <sup>6</sup> MASTER OF LAWS ESTATE PLANNING AND ELDER LAW
- 7 CERTIFIED CIRCUIT MEDIATOR
- 8 ALSO ADMITTED IN AR
- <sup>9</sup> ALSO ADMITTED IN DC AND SC 10 ALSO ADMITTED IN GA
- 11 ALSO ADMITTED IN THE COMMONWEALTH OF THE BAHAMAS

Department of State Division of Corporations **Corporate Filings** P. O. Box 6327 Tallahassee, Florida 32314

#### RE: Bella Sol Subdivision Property Owners Association, Inc.

Dear Sir or Madam:

Enclosed please find an original and one conformed copy of the Articles of Incorporation for the above named corporation. I would appreciate your filing the original with your office and returning the conformed copy, with your Certificate attached, to this office.

I am also enclosing our check in the amount of \$78.75 covering the following:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent Form	35.00

Thank you for your consideration in this matter.

Very truly yours,

Brue Barkett/Lh

**Bruce Barkett** For the Firm

BB:bb Encl.

## ARTICLES OF INCORPORATION OF BELLA SOL SUBDIVISION PROPERTY OWNERS'ASSOCIATION, INC.

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

#### ARTICLE I NAME

The name of the corporation shall be BELLA SOL SUBDIVISION Property Owners' Association, Inc. (hereinafter referred to as "Association").

#### ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address of this Association shall be 1609 91<sup>st</sup> Court, Vero Beach, FL 32966.

#### ARTICLE III PURPOSE

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ne.	specific	nurnoses	tor	which	the	Association	19	organized are:
	speeme	parposes	101	*****	11¢	11000010000	10	organized are.

1. To have all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida.

2. To have all of the powers reasonably necessary to implement and effectuate the purposes of the corporation as described in the BELLA SOL SUBDIVISION Declaration of Covenants and Restrictions (the "Declaration") and these Articles.

3. To establish, maintain, and operate an Association not for profit to assist in the promotion of public safety and health by providing improvements and maintenance for those properties, streets, rights-of-way, and easements not publicly dedicated as shown on the plat of BELLA SOL SUBDIVISION in Indian River County, Florida (the "Property").

4. To make and establish reasonable rules and regulations covering the use and maintenance of common properties and facilities of BELLA SOL SUBDIVISION.

5. To levy and collect, from time to time, assessments against members of the Association to pay expenses of maintenance and repair of areas lying within the said property and for other expenses incurred in implementing the Association's purposes in such manner as may be provided in the Bylaws of the Association, the Declaration, and these Articles, including authorized special assessments. The Association shall have a lien upon any property of a member of the Association lying within the property for the payment of such assessments; the lien herein provided shall secure the monies due for all assessments levied against a member of the

Association or any property owned by such member as provided in the Declaration, the Bylaws or these Articles together with interest upon delinquent assessments for all costs and expenses, including a reasonable attorney's fee, which may be incurred by the Association in enforcing its liens, which liens may be recorded in the Public Records of Indian River County, Florida. The lien herein provided shall be subordinate to any institutional first mortgage on the subject property.

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6. To enforce the provisions of the Declaration, as it may be amended from time to time.

7. To exert a unified effort for the members of the Association to protect the value of the property of the members of the Association, and to engage in such other activities as may be to the mutual benefit of the owners of the Property.

8. The Association shall operate, maintain and manage the surface water or stormwater management systems in a manner consistent with St. Johns River Water Management District permit requirements and applicable District Rules, and to assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

9. 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. The assessments shall be used for the maintenance and repair of the surface water or stormwater management systems including, but not limited to, work within retention areas, drainage structures, and drainage easements.

10. To do such other things as may be necessary in order to perform the duties and exercise the power provided for the Association in the Declaration.

#### ARTICLE IV MEMBERS

Membership in the Association and voting rights shall be as described in the Declaration.

# ARTICLE V MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed shall be as described in the Bylaws of the Association.

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#### ARTICLE VI LIMITATION OF CORPORATE POWERS

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The corporate powers of this Association are as provided in the Declaration and in Section 720.303, Florida Statutes. The power of the Association shall be subject to the provisions of the Declaration, and to the extent of any express conflict between the Declaration and Section 617.0302, Florida Statues, the Declaration shall prevail, unless prohibited by law.

#### **ARTICLE VII** INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is Bruce Barkett, 756 Beachland Boulevard, Vero Beach, FL 32963.

#### **ARTICLE VIII INCORPORATOR**

The name and street address of the incorporator of these Articles of Incorporation in VOIEC 14 Bruce Barkett, 756 Beachland Boulevard, Vero Beach, Florida 32963. ¥

# ARTICLE IX **INDEMNIFICATION**

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Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director of Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director of Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement or reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

#### ARTICLE X DISSOLUTION

In the event of dissolution or final liquidation of the Association, the assets, both real and personal of the Association, shall be dedicated to any appropriate public agency or utility to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organization, to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association. No such disposition of Association properties shall be effective to divest or diminish any right or title of any member vested in him under the Declaration unless made in accordance with the provisions of such Declaration of any recorded deed.

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In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, <u>F.A.C.</u>, and be approved by the St. Johns River 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, Tallahassee, Florida. The Association shall exist in perpetuity.

The undersigned incorporator has executed these Articles of Incorporation this  $\frac{10}{100}$  day of  $\frac{100}{1000}$ , 2014.

Bruce Barkett

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# **CERTIFICATE OF DESINATION 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.

1. The name of the corporation is BELLA SOL SUBDIVISION PROPERTY OWNERS' ASSOCIATION, INC.

2. The name and address of the registered agent and office is Bruce Barkett, 756 Beachland Boulevard, Vero Beach, FL 32963.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 10 day of Appl, 2014.

Bruce Barkett

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