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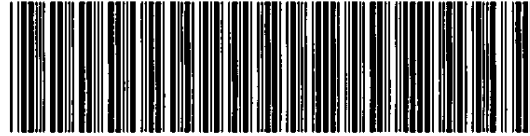
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TALLAHASSEE, FLORIDA

W14-27129

05/22/14



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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14 MAY 21 AM 11:25

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

April 30, 2014

JOSHUA K. MARTIN  
960185 GATEWAY BOULEVARD  
SUITE 104  
AMELIA ISLAND, FL 32034

SUBJECT: PAEONIA PLACE HOMEOWNERS ASSOCIATION, INC.  
Ref. Number: W14000027129

We have received your document for PAEONIA PLACE HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Thomas Chang  
Regulatory Specialist II  
New Filing Section

Letter Number: 114A00009174

## COVER LETTER

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

**SUBJECT:** Paeonia Place Homeowners 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:** Joshua K. Martin, Attorney at Law

Name (Printed or typed)

960185 Gateway Boulevard, Suite 104

Address

Amelia Island, Florida 32034

City, State & Zip

904-261-2848

Daytime Telephone number

jkm@neflaw.com

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION  
OF  
PAEONIA HOMEOWNERS ASSOCIATION, INC.**

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**TALLAHASSEE, FLORIDA**

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The undersigned, for the purpose of forming a corporation not for profit under the laws of Florida, hereby adopt the following Articles of Incorporation:

**ARTICLE 1: NAME AND ADDRESS**

The name of this corporation is Paeonia Homeowners Association, Inc. (hereinafter the "Association"). The address of the initial principal office of the Association is 960185 Gateway Boulevard, Suite 104, Amelia Island, Florida 32034.

**ARTICLE 2: DEFINITION OF CAPITALIZED TERMS**

The capitalized terms herein shall have the same meaning as in the Declaration of Covenants, Conditions, Restrictions and Easements for Paeonia, which will be recorded in the public records of

Leon County, Florida (hereinafter the "Declaration"). If there is any conflict between these instruments, then the definitions in the Declaration shall control.

### **ARTICLE 3: OFFICERS**

The affairs of the Association are to be managed by the President, Secretary, and Treasurer, who shall be elected at the first meeting of members to be held as soon as practicable after the granting of approval of these Articles of Incorporation by the Department of State.

### **ARTICLE 4: INITIAL REGISTERED OFFICE AND AGENT AND INITIAL OFFICERS**

The initial registered office of this Association is 960185 Gateway Boulevard, Suite 104, Amelia Island, Florida 32034. The initial registered agent of the Association at that address is Joshua K. Martin. The name and addresses of the initial officers of the corporation who are to serve until the first election of officers of the corporation are as follows:

President: Brian Patten, 960185 Gateway Blvd., Suite 104, Amelia Island, FL 32034  
Vice President: Chris Ferguson, 960185 Gateway Blvd., Suite 104, Amelia Island, FL 32034  
Treasurer/Secretary: Lee Bright, 960185 Gateway Blvd., Suite 104, Amelia Island, FL 32034

### **ARTICLE 5: PURPOSES**

The Association is not organized for pecuniary gain or profit and it shall have no capital stock. The Association is formed to promote the general welfare of the residents and owners of Lots located in Paeonia, a residential community located in Leon County, Florida, and to carry out the duties and responsibilities assigned to the Association pursuant to the Declaration.

### **ARTICLE 6: POWERS**

The Association shall have the following powers:

- a. The power to perform all of the duties and obligations, and exercise all rights and privileges, of the Association as set forth in the Declaration, including without limitation the power to fix, levy, and collect Assessments;
- b. The power to acquire, own, hold, improve, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- c. The power to borrow money and mortgage, pledge or otherwise encumber any or all of its real or personal property as security for debts incurred;
- d. The power to dedicate, sell or transfer all or any part of the Common Area owned by it to any public agency, authority, or utility, subject to the restrictions and limitations of the Declaration;
- e. The power to participate in mergers and consolidations with other nonprofit corporations organized for the same purposes; and

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f. The power to exercise any and all rights and privileges which a corporation organized under Chapter 617, Florida Statutes and Chapter 720, Florida Statutes may now or hereafter exercise.

#### **ARTICLE 7: MEMBERSHIP AND VOTING RIGHTS**

Every person or entity who is a record owner of a fee interest in any Lot shall be a Member of the Association. When more than one person holds an interest in any Lot, all such persons shall be Members. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Each Class A Member shall be entitled to one vote for each Lot which he or she owns. The Class B Member shall be entitled to two hundred twelve (212) votes regardless of the number of lots it owns. The vote for any Lot owned by multiple Members shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

#### **ARTICLE 8: DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors that shall consist of three (3) Directors elected in the manner set forth in the Bylaws. The affairs of the Association shall be initially managed by the following persons, who shall act in the capacity of Directors until the first appointment of Director(s) by the Declarant or the first election of Director(s) by the Members of the Association, whichever occurs first:

Brian Patten, 960185 Gateway Blvd., Suite 104, Amelia Island, Florida 32034  
Chris Ferguson, 960185 Gateway Blvd., Suite 104, Amelia Island, FL 32034  
Lee Bright, 960185 Gateway Blvd., Suite 104, Amelia Island, FL 32034

#### **ARTICLE 9: DURATION; DISSOLUTION**

This Association shall exist perpetually. Its corporate existence shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five business days after they are executed, corporate existence shall commence upon filing by the Department of State.

The Association may be dissolved upon written assent signed by Members holding not less than two thirds (2/3) of the total number of votes. In the event of dissolution of the Association, other than incident to a merger or consolidation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Association, distribute the assets of the Association proportionally to the Members; provided, however, that the Association may charge against the share of any Member any amounts due and unpaid through the date of the distribution.

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#### ARTICLE 10: AMENDMENT

These Articles may be amended by the affirmative vote of a majority of the votes cast by Members at a duly held meeting of the Association.

#### ARTICLE 11: INCORPORATOR

The name and street address of the incorporator of this corporation is Joshua K. Martin, 960185 Gateway Boulevard, Suite 104, Amelia Island, Florida 32034.

#### ARTICLE 12: BYLAWS

The initial bylaws of this Association shall be adopted by the Board of Directors. Bylaws may be amended or repealed from time to time by Members of the Association and only the Members shall have the power to alter or rescind the Bylaws of the Association.

#### ARTICLE 13: INDEMNIFICATION

The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the incorporator has executed these Articles this 15th day of May, 2014.

  
JOSHUA K. MARTIN, Incorporator

#### DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT


Corporation: Paeonia Place Homeowners Association, Inc.,  
a Florida corporation not for profit

Principal Office: 960185 Gateway Boulevard, Suite 104  
Amelia Island, Florida 32034

Registered Office: 960185 Gateway Boulevard, Suite 104  
Amelia Island, Florida 32034

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TALLAHASSEE, FLORIDA

Having been named to accept service of process for Paeonia Place Homeowners Association, Inc., at the registered office designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position.

  
JOSHUA K. MARTIN  
Date: 5/15/2014