

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000271570 3)))



H140002715703ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6381

From:

Account Name : FLAGLER DEVELOPMENT GROUP, LLC
Account Number : I20020000144
Phone : (305) 520-2344
Fax Number : (305) 520-2400

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
TLC Phase I Owners' Association, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	06
Estimated Charge	\$70.00

RECEIVED
14 NOV 21 PM 2:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
14 NOV 21 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

14 NOV 21 PM 1:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TLC PHASE I OWNERS' ASSOCIATION, INC.

The undersigned hereby acts as incorporator in adopting the following Articles of Incorporation (the "Articles") for the purpose of organizing a corporation not-for-profit pursuant to the provisions of Chapter 617, Florida Statutes:

ARTICLE I

NAME

The name of this Corporation is TLC PHASE I OWNERS' ASSOCIATION, INC. (the "Association").

ARTICLE II

ADDRESS

The mailing address of, and the principal office for, the Association is TLC Phase I Owners' Association, Inc., c/o Flagler, 2855 LeJeune Road, 4th Floor, Coral Gables, Florida 33134.

ARTICLE III

INCORPORATOR

The name and address of the incorporator is:

Name

Address

Margarita Martinez Miguez

2855 LeJeune Road, 4th Floor,
Coral Gables, FL 33134

ARTICLE IV

BYLAWS

The Board of Directors shall adopt Bylaws consistent with these Articles. Such Bylaws may be altered, amended or repealed in the manner set forth in the Bylaws.

ARTICLE V

DIRECTORS

Directors are to be appointed in accordance with the provisions of the Bylaws, but in no event will there be less than one (1) Director, nor more than three (3), at any one time. The Directors need not be members of the Association. The names and addresses of the first Board of Directors appointed pursuant to the Bylaws, who shall hold office until their successors are selected and have qualified as set forth under these Articles, the Bylaws and/or applicable provisions of the laws of the State of Florida, are as follows:

<u>Name</u>	<u>Address</u>
Chris Scott	2855 LeJeune Road, 4 th Floor, Coral Gables, FL 33134
Dan Marcus	2855 LeJeune Road, 4 th Floor, Coral Gables, FL 33134
Margarita Martinez Miguez	2855 LeJeune Road, 4 th Floor, Coral Gables, FL 33134

ARTICLE V

OFFICERS

The officers of the Association will be a President, Vice President(s), Treasurer, and Secretary to be appointed in accordance with the provisions of the Bylaws. The names and titles of the first officers appointed pursuant to the Bylaws, who shall hold office until their successors are selected and have qualified as set forth under these Articles, the Bylaws and/or applicable provisions of the laws of the State of Florida, are as follows:

<u>Name</u>	<u>Office</u>
Chris Scott	President
Daniel Marcus	Vice President
Margarita Martinez Miguez	Vice President and Secretary
Juan (Rusty) Godoy	Vice President and Treasurer

ARTICLE VI

REGISTERED AGENT/OFFICE

The street address of the initial Registered Office of this Association in the State of Florida will be 2855 Le Jeune Rd., 4th Floor, Coral Gables, Florida 33134. The name of the initial Registered Agent of this Association at the above address will be Margarita Martinez Miguez.

ARTICLE VII

PURPOSES

The Association does not contemplate pecuniary gain or profit, direct or indirect, to its members. It is formed for the purpose of enforcing and enjoying all rights, benefits and obligations on behalf of the Owners, as set forth in the Declaration of Covenants, Conditions, Easements and Restrictions (the "Declaration"), filed (or to be filed) by FDG TICO LLC and/or the Association regarding lands in Brevard County, Florida, and more particularly described in the Declaration (the "Property"); and for these purposes (and without limitation) to:

(a) operate and maintain all easements running in favor of the Association, and all facilities incident thereto, all for the benefit of the owners of the Property and pursuant to the Declaration; and

(b) fix assessments (or charges) to be levied against the Property and/or the Owners of the Property pursuant to the Declaration; and

(c) enforce any and all covenants, restrictions and agreements contained in the Declaration and applicable to the Property;

(d) pay any and all taxes, and insurance required to be paid by the Association pursuant to the Declaration; and

(e) insofar as permitted by law and as contemplated in the Declaration, to do any other thing that, in the opinion of the Board of Directors of the Association, will give effect to the rights and interests of the Association as contained in the Declaration.

ARTICLE VIII

POWERS

The powers of the Association will include, without limitation, the following:

(a) The Association will have all common-law and statutory powers of a Florida corporation not-for-profit not in conflict with the terms of these Articles.

(b) The Association will have all the powers and duties set forth in the Declaration, including, but not limited to, the following:

(i) To establish, levy and assess, and collect assessments as necessary to operate the Association and carry on its activities, and to create such reserves for the extraordinary expenditures as may be deemed appropriate in the discretion of the Board of Directors, as contemplated and to effect the purposes contained in the Declaration;

(ii) to purchase insurance upon the parcels over which the Association has been given easements pursuant to the Declaration for the protection of the Association and its members;

(iii) to promulgate and amend reasonable regulations respecting the use of the easement parcels consistent with the Declaration, as the Board of Directors may deem appropriate; and

(iv) to enforce by legal means the provisions of the Declaration, these Articles, and the By-Laws of the Association.

The powers of the Association will be subject to and will be exercised in accordance with the provisions of the Declaration, these Articles and the By-Laws of the Association.

ARTICLE IX

MEMBERS

The qualification of members, the manner of their admission to and termination of membership, and voting by members will be as follows:

Section 1.1. (a) All Owners (as defined in the Declaration) of Parcels from time to time will be members of the Association, and no other persons or entities will be entitled to membership except as provided for in Subparagraph (e) of this Article VIII.

Section 1.2. (b) Membership will be established by the acquisition of the applicable fee or leasehold interest, by voluntary conveyance or operation of law, and the membership of any person or entity will be automatically terminated when such person or entity is divested of the applicable interest in such Parcel; provided, that nothing herein contained will be construed as terminating the membership of any person or entity owning a fee or leasehold interest in two or more Parcels at any time while such person or entity retains a fee or leasehold interest in any Parcel.

Section 1.3. (c) The interest of a member in the funds and assets of the Association cannot be assigned, hypothecated, transferred or encumbered in any manner, except as an appurtenance to the Parcel(s) owned by such member. The funds and assets of the Association will be expended, held or used only for the benefit of the membership and for the purposes authorized herein, in the Declaration, and in the Bylaws.

Section 1.4. (d) On all matters on which the membership is entitled to vote, each Parcel will be entitled to that number of votes determined in accordance with the Bylaws, which votes may be exercised or cast by or on behalf of the Owner(s) of each Parcel as provided for in the Declaration and Bylaws. Should any member own more than one Parcel, such member will be entitled to exercise or cast one (1) vote for each such Parcel owned, in the manner provided by the Bylaws.

(e) Until such time as the Project (as defined in the Declaration) is established by recordation of the Declaration, the membership of the Association will be comprised of the subscriber to these Articles, who will be entitled to cast a vote on all matters upon which the membership would be entitled to vote.

ARTICLE X

TERM

The Association will have perpetual existence.

If the Association is dissolved, the Surface Water Management System (as defined in the Declaration), property containing the Surface Water Management System and water management portions of the Common Property will be conveyed to an agency of local government determined to be acceptable by the St. Johns River Water Management District. If the local government declines to accept the conveyance, then the Surface Water Management System, property containing the Surface Water Management System and water management portions of Common Property will be dedicated to a not-for-profit corporation having appropriate power and authority to administer the same.

Executed November 21, 2014.



Margarita Martinez Miguez, Incorporator

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of Section 48.091 and Section 617.0501, Florida Statutes, the undersigned does hereby accept its appointments as registered agent on whom process may be served within the State of Florida for the proposed domestic corporation not-for-profit named in the foregoing Articles of Incorporation and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of a registered agent and states that he/she is familiar with and accepts the obligations of that position.


Margarita Martinez Miguez

FILED
14 NOV 21 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA