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Phone 904-503-3893 | Fax 904-503-9846 | [www.mckilloplawfirm.com](http://www.mckilloplawfirm.com)  
7563 Philips Highway | Suite 101 | Jacksonville, FL 32256

March 30, 2015

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

**Re: Articles of Incorporation: Timmerman's Walk Owners Association**

Dear Sir or Madam:

Enclosed for filing is an original Articles of Incorporation for the above not-for-profit corporation, Timmerman's Walk Owners Association. Also provided is our firm's check in the amount of \$78.85, representing the associated filing fees for forming the corporation.

Please don't hesitate to contact me if you have any questions or require any additional information.

Respectfully Submitted,

A handwritten signature in black ink, appearing to be 'Ian R. McKillop', written over the text 'Respectfully Submitted,'.

Ian R. McKillop

IRM/fld  
Enclosures

**ARTICLES OF INCORPORATION OF  
TIMMERMAN'S WALK OWNERS ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of 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 Timmerman's Walk Owners Association, Inc., hereinafter called the "Association."

**ARTICLE II**

**NAME OF PRINCIPAL OFFICE**

The initial principal office of the Association is 7563 Philips Hwy, Suite 109, Jacksonville, FL 32256 or at such other place as the Board of Directors may from time to time designate.

**ARTICLE III**

**REGISTERED AGENT**

Alexander Sifakis, whose address is 7563 Philips Hwy., Suite 109, Jacksonville, FL 32256, is hereby appointed the initial registered agent of the Association.

**ARTICLE IV**

**PURPOSES AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is organized and for which it is to be operated are to provide for maintenance, preservation, and care of the property of the Association, and to provide architectural control of the residence lots and common area within that certain tract of property (the "Property") described in the Declaration of Covenants, Conditions and Restrictions of Timmerman's Walk, recorded or to be recorded in the Office of the Clerk of the Circuit Court, Duval County, Florida (the "Declarations") and as the same may be amended from time to time as therein provided, and to promote the health and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of the Association for these purposes.

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## ARTICLE V

### MEMBERSHIP AND VOTING RIGHTS

1. Membership. Every Owner of a Residential Lot which is subject to the Declaration, including 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. Membership shall be appurtenant to and may not be separated from ownership of any Residential Lot.
2. Classes of Membership. The Association shall have two classes of voting membership:
  - a) Class A. Class A members shall be all Owners, with the exception of the Declarant. Each Class A member shall be entitled to one (1) vote for each Residential Lot owned.
  - b) Class B. The Class B members shall be the Declarant who shall be entitled to three (3) votes for each Residential Lot owned. The Class B membership shall cease and be converted to a Class A membership on the happening of any of the following events, which ever first occurs:
    - (1) The number of votes assigned to Class A members equals the number of votes assigned to Class B members;
    - (2) Within six (6) months from that time at which all the Residential Dwelling Units are subject to this Declaration have been completed, some have conveyed to purchasers and no Residential Dwelling Units are under construction or offered for sale by the Declarant in the ordinary course of business; or
    - (3) Ten (10) years from the date of recording this Declaration.
3. Multiple Owners. When any Residential Lot is owned of record in the name of two (2) or more persons or entities, whether fiduciaries or in any other manner of joint or common ownership, only one of such persons, who shall be designated by such joint owners, shall become the member entitled to vote. Such vote shall be exercised as they among themselves determine but in no event shall more than one (1) vote be cast with respect to any such Residential Lot. Where a partnership, corporation or other entity is a Class A member, such Class A member shall designate one representative of such partnership or such corporation or other entity to be the member entitled to vote.

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## ARTICLE VI

### BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of not less than three (3) directors who need not be members of the Association. The number of directors shall be elected or appointed and may be changed in accordance with the provisions of the Bylaws. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors in accordance with the Bylaws are:

<u>Name</u>	<u>Address</u>
Alexander Sifakis	7563 Philips Hwy., Suite 109, Jacksonville, FL 32256
Adam Rigel	7563 Philips Hwy., Suite 109, Jacksonville, FL 32256
Adam Eiseman	7563 Philips Hwy., Suite 109, Jacksonville, FL 32256

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## ARTICLE VII

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3rds) of each class members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes. This procedure shall be subject to court approval of dissolution pursuant to Section 617.05, Florida Statutes.

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 F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

## ARTICLE VIII

### EXISTENCE AND DURATION

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

## ARTICLE IX

### AMENDMENTS

Amendment of these Articles or the Declaration shall require the assent of a majority of each class of members and, in the event that the Property is approved by the VA or FHA, the VA or FHA guarantees or insures a mortgage on a Residential Dwelling Unit and there is a Class B membership, amendment of this Declaration shall require the approval of the VA and FHA. Prior to the time that any Class A members exist, Declarant may modify and amend these Articles or the Declaration in its discretion at any time.

## ARTICLE X

### OFFICERS

The officers of the Association who shall serve until the first election of their successors are as follows:

President	Alexander Sifakis
Vice President	Adam Rigel
Secretary	Adam Eiseman

The officers of the Association shall be elected and shall serve for the term as prescribed by the Bylaws. The Board, by resolution, may create such officers as determined necessary for the operation of the Association.

## ARTICLE XI

### BYLAWS

The Board may adopt Bylaws consistent with these Articles. Such Bylaws may be amended by the Declarant on its own motion from the date hereof until the Class B membership terminates and thereafter, the Bylaws may be amended at a regular or special meeting of the members by the vote of a majority of a quorum (as defined by the Bylaws) of members present in person or by proxy subject to approval of any such change to the Bylaws by the VA and FHA.

## ARTICLE XII

### SUBSCRIBERS

The names of the subscribers to these Articles are as follows:

Name	Address
Alexander Sifakis	7563 Philips Hwy., Suite 109, Jacksonville, FL 32256

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Adam Rigel

7563 Philips Hwy., Suite 109,  
Jacksonville, FL 32256

Adam Eiseman

7563 Philips Hwy., Suite 109,  
Jacksonville, FL 32256

#### ARTICLE XIII

#### CONFLICT

In the event of any conflict between these Articles and the Bylaws, the Articles shall control and prevail and in the event of a conflict between these Articles and the Declaration, the Declaration shall control and prevail.

*[End of Articles. Signatures to Follow on Next Page.]*

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IN WITNESS WHEREOF, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, we, the undersigned, constituting the subscribers of this Association, have executed these Articles this 30<sup>th</sup> day of March 2015.

Alexander Sifakis

Adam Rigel

Adam Eiseman

COUNTY OF DUVAL)  
STATE OF FLORIDA)

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of March, 2015, by Alexander Sifakis, being personally known to me, or who produced \_\_\_\_\_ as identification.

Notary Public

My Commission Expires: \_\_\_\_\_



COUNTY OF DUVAL)  
STATE OF FLORIDA)

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of March, 2015, by Adam Rigel, being personally known to me, or who produced \_\_\_\_\_ as identification.

Notary Public

My Commission Expires: \_\_\_\_\_

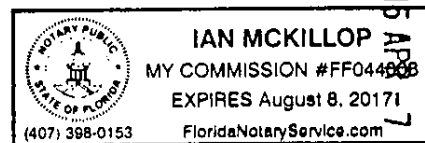


COUNTY OF DUVAL)  
STATE OF FLORIDA)

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of March, 2015, by Adam Eiseman, being personally known to me, or who produced \_\_\_\_\_ as identification.

Notary Public

My Commission Expires: \_\_\_\_\_



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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.

1. The name of the corporation is Timmerman's Walk Owners Association, Inc.
2. The registered office is 7563 Philips Hwy, Suite 109, Jacksonville, FL 32256.
3. The name and address of the registered agent is Alexander Sifakis, 7563 Philips Hwy, Suite 109, Jacksonville, FL 32256.

Having been named as registered agent and 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.

  
\_\_\_\_\_  
Alexander Sifakis

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