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FLORIDA PROFIT/NON PROFIT CORPORATION
Canton Avenue Cottages 1 Homeowners' Association, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
CANTON AVENUE COTTAGES 1
HOMEOWNERS' ASSOCIATION, INC.

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a not for profit corporation pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Incorporation, and does hereby agree and certify as follows:

ARTICLE I- NAME

The name of this corporation shall be Canton Avenue Cottages 1 Homeowners' Association, Inc. (the "Corporation").

ARTICLE II- COMMENCEMENT OF CORPORATE EXISTENCE

This Corporation shall commence corporate existence on the date these Articles of Incorporation are accepted and filed with the Florida Department of State and shall exist in perpetuity.

ARTICLE III- PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office and mailing address of the Corporation shall be located at 225 South Westmonte Drive, #3300, Altamonte Springs, Florida 32714

ARTICLE IV- DEFINITIONS

All capitalized terms used herein which are not defined shall have the same meaning as set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Canton Avenue Cottages 1, recorded or to be recorded in the Official Records of Orange County, Florida, as amended from time to time (the "Declaration").

ARTICLE V- PURPOSES AND POWERS

5.1 Purposes. The purposes for which this Corporation is organized are:

(a) to operate as a not-for-profit residential homeowners' association in which voting membership is made up of Lot Owners as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time;

(b) to be and constitute the Association described in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified therein, in the Bylaws of the Corporation, and as provided by law; and

(c) to protect the interests of the owners of real property subject to the Declaration.

5.2 Powers. This Corporation shall have the right to transact any and all lawful business as a not-for-profit residential homeowners' association as contemplated by Chapter 720, Florida Statutes, as the same may be amended from time to time. This Corporation shall also have all of the powers enumerated in the Chapter 617, Florida Statutes (Florida Not for Profit Corporation Act), Chapter 607, Florida Statutes (Florida Business Corporation Act) (as such Florida Business Corporation Act may apply to this not for profit corporation), as the same now exist and as hereafter amended, and all such other powers as are permitted by applicable Florida statutory and common law, including, without limitation and only by illustration, the following:

- (a) 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 Bylaws, or the Declaration;
- (b) to fix and to collect assessments and other charges to be levied against the Lots;
- (c) to manage, control, operate, maintain, repair, and improve property subject to the Declaration or any other property for which the Corporation by rule, regulation, covenant, or contract has a right or duty to provide such services;
- (d) to enforce covenants, conditions, or restrictions affecting any property to the extent the Corporation may be authorized to do so under the Declaration or Bylaws;
- (e) to engage in activities which will actively foster, promote, and advance the common interests of all owners of real property subject to the Declaration;
- (f) to buy or otherwise acquire, sell, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, hold, use, operate, and otherwise deal in and with real and personal property of all kinds and any right or interest therein for any purpose of the Corporation, subject to such limitations as may be set forth in the Declaration or Bylaws;
- (g) to borrow money for any purpose, subject to such limitations as may be set forth in the Declaration or the Bylaws;
- (h) to enter into, make, perform, or enforce contracts of every kind and description, and to do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Corporation, with or in association with any other association, corporation, or other entity or agency, public or private;
- (i) to adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the affairs of the Corporation; provided, however, such Bylaws may not be inconsistent with or contrary to any provisions of the Declarations;
- (j) to elect or appoint officers and agents and define their duties and fix their compensation, if any;
- (k) to have and exercise all powers necessary or convenient to effect its purposes.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other rights and powers which may now or hereafter be permitted by law; the powers specified in each of

the subsections of this Article V are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph of this Article. The Corporation shall make no distributions of income to its members, directors, or officers.

5.3 Storm Water Management. In addition to the purposes and powers set forth in Sections 5.1 and 5.2 above, the Corporation shall have the following purposes, duties and powers:

(a) The Corporation shall operate, maintain and manage the storm water management system(s) in a manner consistent with the requirements of the St. Johns River Water Management District (the "Agency") Permit No. 0331775001EG and applicable Agency rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

(b) The Corporation shall levy and collect adequate assessments against members of the Corporation for the costs of maintenance and operation to the storm water management system.

(c) The assessments shall be used for the maintenance and repair of the storm water management systems and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

ARTICLE VI- MEMBERS

6.1 Lot Owners. The Owner of each Lot, as those terms defined in the Declaration, shall be a member of the Corporation and shall be entitled to vote in accordance with the terms of the Declaration, except there shall be no vote for any Lot owned by the Corporation. The manner of exercising voting rights shall be as set forth in the Declaration and in the Bylaws of the Corporation.

6.2 Membership Change. Change of membership in the Corporation shall be established by recording in the Official Records of Orange 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 Corporation and the membership of the prior owner with regard to such real property shall be terminated.

6.3 Member Interest in Assets, Liabilities, etc. The share of a member in the funds, liabilities and assets of the Corporation cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of its Lot.

ARTICLE VII- INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Corporation shall be located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801, and the initial registered agent of the Corporation at that address shall be John Kingman Keating. The Corporation may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation.

ARTICLE VIII- BOARD OF DIRECTORS

The manner in which the Board of Directors of the Corporation are elected and appointed is as set forth in the Bylaws. The initial Board of Directors of the Corporation shall consist of three (3) directors. The number of directors of the Corporation shall be specified, from time to time, by the Bylaws provided, however, that the number of directors shall never be less than three (3). The name and street address of

the initial Board of Directors of this Corporation are:

<u>Director</u>	<u>Street Address</u>
Kevin Kramer	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714
Brent Bartholomew	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714
Rachel Blackwell	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714

ARTICLE IX - OFFICERS

The name and street address of the initial Officers of this Corporation are:

<u>Name and Title</u>	<u>Street Address</u>
Kevin Kramer, President	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714
Brent Bartholomew, Vice President and Treasurer	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714
Rachel Blackwell, Secretary	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714

ARTICLE X - INCORPORATOR

The name and street address of the person signing these Articles as incorporator is:

<u>Name</u>	<u>Street Address</u>
Kevin Kramer	225 South Westmonte Drive, #3300 Altamonte Springs, Florida 32714

ARTICLE XI- INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all of its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees and costs, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

ARTICLE XII- DISSOLUTION AND AMENDMENT

12.1 **Dissolution.** The Corporation may be dissolved only as provided in the Bylaws and by the laws of the State of Florida; provided, however, in the event of termination, dissolution or final liquidation of the Corporation, the responsibility for the operation and maintenance of the storm water 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 Agency prior to such termination, dissolution or liquidation.

12.2 **Amendments.** Amendments to these Articles of Incorporation may be proposed and adopted as provided in Chapter 617, Florida Statutes; provided, no amendment may be in conflict with the Declaration, and provided, further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration. Any proposed amendment must be approved by Voting Members representing two-thirds (2/3) of the total Class "A" votes in the Corporation, and the consent of the Class "B" Member, if such exists.

ARTICLE XIII- HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, I hereby submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Dated this 24th day of July, 2015.

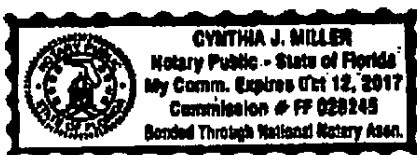

Kevin Kramer

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY, as an officer duly authorized to take acknowledgments and oaths in the State and County aforesaid, that at the execution of this instrument on the date set forth below, Kevin Kramer personally appeared before me and executed or acknowledged his previous execution of this instrument. I HEREBY FURTHER CERTIFY, that Kevin Kramer is the same person either executing or acknowledging execution of the foregoing instrument because: ☒ I personally know him/her/them OR ☐ I have satisfactory evidence of same based upon a ☐ Florida driver's license or ☐ Other identification: _____

this 24th day of July, 2015.


Notary Public Signature
(PLACE NOTARY NAME & SEAL IMMEDIATELY BELOW)



7/28/2015 1:05:18 PM From: To: 8506176381(7/7)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with sections 48.091 and 617.0501, Florida Statutes, the following is submitted:

Canton Avenue Cottages I Homeowners' Association, Inc. (the "Corporation") desiring to organize as a domestic not for profit corporation or qualify under the laws of the State of Florida has named and designated John Kingman Keating as its Registered Agent to accept service of process within the State of Florida with its registered office located at 250 East Colonial Drive, Suite 300, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent to accept service of process for the Corporation at the place designated in this Certificate, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

DATED this 27th day of July, 2015.



John Kingman Keating
Registered Agent