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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. LEMIEUX

FEB 23 2016

COVER LETTER

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

SUBJECT: MAITLAND WEST PROPERTY OWNERS 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: Charles J. Ingber, Law Office of Charles J. Ingber

Name (Printed or typed)

4653 Carmel Mountain Road, Suite 308-217

Address

San Diego, CA 92130-6650

City, State & Zip

(858) 880-7533

Daytime Telephone number

chuck.ingber@gmail.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
MAITLAND WEST
PROPERTY OWNERS ASSOCIATION, INC.

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2016 FEB 12 P 1:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the corporation shall be Maitland West Property Owners Association, Inc.

ARTICLE II
ADDRESS OF ASSOCIATION

The street address of the initial registered office of this corporation is 1350 N. Orange Ave., Suite 260, Winter Park, FL 32789 and the name of the initial registered agent of this corporation at that address is Law Office of Ted B. Edwards, P.A. The mailing address of the corporation is 1350 N Orange Ave., Suite 250, Winter Park, FL 32789.

ARTICLE III
PURPOSE OF ASSOCIATION

The general nature, objects and purposes of the Association shall be:

- A. To promote the health, safety and welfare of the owners of the property described as Maitland West;
- B. To provide for the improvement, maintenance and preservation of Maitland West;
- C. To administer and enforce all of the terms and conditions of that Declaration of Covenants, Conditions, Restrictions and Easements on Maitland West;
- D. To operate without profit for the sole and exclusive benefit of its members.

ARTICLE IV
POWERS OF ASSOCIATION

The Association shall have all of the powers and duties reasonably necessary to operate and maintain the Association, including but not limited to, to the following:

- A. To exercise and enforce all of the powers, privileges and duties set forth in the above described Declaration as it presently exists and as it may be amended;
- B. To establish, levy, collect and enforce payment of all fees, dues, charges or assessments pursuant to the terms of the aforesaid Declaration or By-laws of the Association for all of the purposes of the Association and to create and establish reasonable reserves for those purposes;
- C. To pay all expenses incident to the conduct of the business of the Association;

D. To promulgate or enforce rules, regulations, by-laws, covenants, restrictions or agreements to effectuate all of the purposes for which the Association is organized;

E. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of real or personal property and to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association;

F. To charge recipients for services rendered by the Association and the user for the use of Association property where such is deemed appropriate by the Association;

G. To pay taxes and other charges, if any, on or against any property owned, used or accepted by the Association;

H. To borrow money and to make, accept, endorse, execute and issue debentures, promissory notes or other obligations of the Association for money borrowed or in payment for property acquired or for any of the other purposes of the Association and to secure the payments for such obligations by mortgages, pledges or other instruments of trust, by liens upon or assignment of or agreement in regard to all or any part of the property rights or privileges of the Association;

I. To exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Florida with regard to corporations not for profit may now or hereafter have or exercise under said laws.

ARTICLE V MEMBERSHIP

The members of the Association shall consist of the fee simple owners of the parcels in Maitland West. Membership shall be as a result of the ownership of a parcel and may not be separated from such ownership. The foregoing is not intended to include as members persons or entities who hold an interest merely as security for the performance of an obligation.

ARTICLE VI VOTING RIGHTS

The Association shall have a two classes of voting members:

Class A. Class A Members shall be all Owners other than the Declarant. Class A Members shall be entitled to one (1) vote for each tenth (1/10) of an acre within the Property owned by such Member (i.e. 10 votes per acre). The acreage of all Parcels shall be rounded to the nearest tenth of an acre for voting purposes

Class B. The Class B Member shall be the Declarant, its successors and assigns. The Class B Member shall be entitled to ten (10) votes for each tenth of an acre within the Property owned by such Member. Class B Membership shall continue to exist for so long as Declarant (or its successors or assigns) shall own any Parcel; provided however, that Declarant shall also have the right at any time and in its sole discretion to elect to terminate Class B Membership and convert it to Class A Membership

When more than one person holds an interest in any parcel, all such persons shall be members. The vote for such parcels shall be exercised as those owners determine, but in no event shall more than one vote be cast with respect to any single tenth of an acre of a parcel.

ARTICLE VII
BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) directors. The exact number of directors shall be fixed from time to time by the By-laws as adopted and amended by the membership of the Association. The initial Board of Directors shall consist of three (3) directors, who shall hold office until the election of his successors, and the name and address of the member of the first Board of Directors is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael Wright	1350 N Orange Ave., Suite 250, Winter Park, FL 32789
Thomas Ciserano	1350 N Orange Ave., Suite 250, Winter Park, FL 32789
Michael Niederst	21400 Lorain Road, Fairview Park, OH 44126

ARTICLE VIII
OFFICERS

The officers of the Association shall be a President, a Secretary, a Treasurer, and such other officers as the Board of Directors may from time to time, by resolution, establish. Any two or more offices may be held by the same person except the offices of President and Secretary may not be held by the same person. The officers shall be elected by the Board of Directors at the first meeting of the Board of Directors following the annual meeting of the members of the Association. The names and addresses of the initial officers who shall serve until their successors are elected by the Board of Directors are:

President:	Michael Wright
Secretary:	Thomas Ciserano
Treasurer	Michael Niederst

ARTICLE IX
DURATION

The corporation shall have perpetual existence.

ARTICLE X
BYLAWS

The members of the Association shall adopt By-laws consistent with these Articles and said By-laws may be amended, altered or rescinded by the vote of not less than two-thirds (2/3) of the votes entitled to be cast by the membership of the Association.

ARTICLES XI
CONTRACTS BETWEEN ASSOCIATION AND OFFICERS/DIRECTORS

No contract or transaction between the Association and one or more of its officers or directors or between the Association and any other legal entity in which one or more of the officers or directors of the Association are interested in any manner, shall be invalid, void or voidable solely for that reason, or solely because an officer or director of the Association is present at or participates in the meeting of the Board of Directors of the Association or any committee thereof which authorized such a contract or transaction, or solely because of the vote of such officer or direction in connection therewith. No officer or director of the Association shall incur a liability by reason of the fact that such officer or director is or may be interested in any such contract or transaction. Interested directors may be counted in determining the presence of a quorum at the meeting of the Board of Directors or any committee thereof which authorizes contracts or transaction.

ARTICLE XII
DISSOLUTION

This Association may be dissolved upon the written consent of not less than two-thirds (2/3) of the votes entitled to be cast by the membership of the Association. 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 and shall be used for purposes similar to those for which this Association was created. In the event that such dedication is refused or in the event that those persons voting for dissolution so indicate, such assets shall be granted, conveyed or assigned to any other non-profit corporation devoted to such similar purposes.

ARTICLE XIII
AMENDMENTS

These Articles may be altered, amended, or repealed in the following manner:

A. Notice of the proposed amendment shall be included in the notice of any meeting in which a proposed amendment is considered.

B. A resolution for the adoption of the proposed amendment may be proposed either by the Board of Directors or by the members of the Association, however, the proposed amendment shall be adopted only by at least two-thirds (2/3) of the votes entitled to be cast by the members of the Association.

ARTICLE XIV
SUBSCRIBERS

The names and addresses of the subscribers to these Articles of Incorporation are:

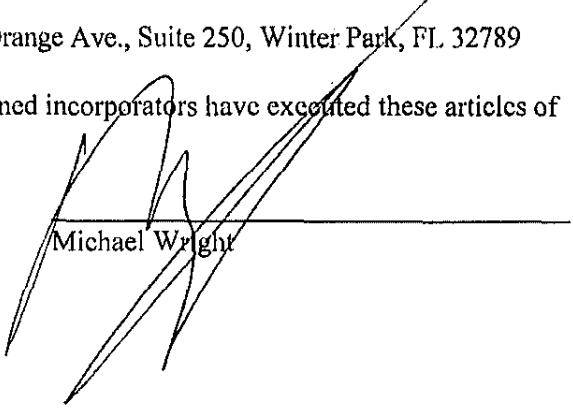
NAME

ADDRESS

Michael Wright

1350 N Orange Ave., Suite 250, Winter Park, FL 32789

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation on January 29, 2016.


Michael Wright

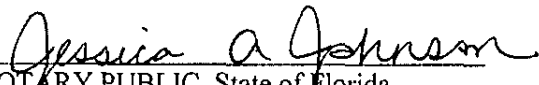
STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Michael Wright to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that he executed and subscribed to the same. He/She is personally known to me or has produced _____ as identification.

WITNESS my hand and seal this 29 day of January, 2016.

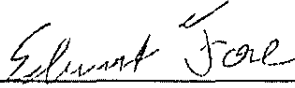


JESSICA A. JOHNSON
NOTARY PUBLIC
STATE OF FLORIDA
Comm# FF907327
Expires 7/14/2018


NOTARY PUBLIC, State of Florida
My Commission expires: 7/14/2018

ACCEPTANCE OF REGISTERED AGENT

I, Edward Fore, on behalf of The Law Office of Ted B. Edwards, P.A., having been named to accept service of process for Maitland West Property Owners Association Inc., desiring to organize under the laws of the State of Florida, with its principal office at 1350 N. Orange Ave., Suite 260, Winter Park, FL 32792, hereby accepts to act as Registered Agent for said corporation, and agrees to comply with the provisions of the Florida Statutes, to keeping open said office, and upon whom process may be served.



Edward Fore