

NI 60000005284

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

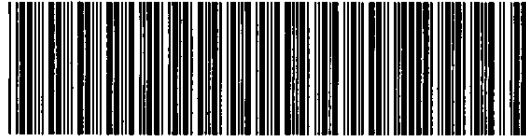
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000285896120

05/18/16--01011--008 **78.75

RECEIVED
MAY 18 2016
FBI - MEMPHIS

16 MAY 18 AM 10:15

FILED

Real Estate Matters.



SCHMITZ

ATTORNEYS AT LAW
REAL ESTATE | TITLE | CORPORATE

May 16, 2016

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

Re: Articles of Incorporation for The Sanctuary @ Rocky Creek
Community Association, Inc., a Florida Corporation not for profit

To whom it may concern:

Enclosed please find Articles of Incorporation for a not for profit entity to be filed,
together with my firm's check in the amount of \$78.75, covering the following fees:

Filing fees:	\$35.00
Registered agent fee:	\$35.00
Certificate of Status:	\$ 8.75

Please return the Certificate of Status to my office. Thank you.

Sincerely,

Karl M. Schmitz, III

KMS/sp

Enclosures

T 727.450.0778 | F 888.225.3202
karl@attorneytampa.com
www.attorneytampa.com
701 Enterprise Rd. E Unit 502
Safety Harbor, FL 34695

**ARTICLES OF INCORPORATION
FOR
THE SANCTUARY @ ROCKY CREEK COMMUNITY ASSOCIATION, INC.,
(A FLORIDA CORPORATION NOT FOR PROFIT)**

The undersigned incorporator, for the purpose of forming a not for profit corporation under Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

**ARTICLE 1
NAME AND ADDRESS**

The name of the corporation shall be **THE SANCTUARY @ ROCKY CREEK COMMUNITY ASSOCIATION, INC.** The principal address of the Corporation is 6416 Gunn Highway, Tampa, Florida 33625.

**ARTICLE 2
DEFINITIONS**

The words, phrases, names and terms used in these Articles, the Bylaws and the Declaration of the Association shall have the same meaning and be used and defined the same as they are in the Declaration of The Sanctuary @ Rocky Creek, unless herein provided to the contrary or unless the context otherwise requires.

**ARTICLE 3
PURPOSE**

The purposes of the Association shall be as follows:

3.1 To provide for the maintenance, preservation and architectural control of Parcels and Common Areas (including Surface Water Management System) and to promote the health, safety, and welfare of the residents within the Development.

3.2 To accept and hold fee simple title to the Common Area and to accept and hold the rights, titles and interest in the Association as Grantee to any Easement that is appurtenant to the Common Area or to which the Association is a benefitted party.

3.3 To operate and maintain the Surface Water Management System in accordance with the terms and conditions of the Environmental Resource Permit as issued by the Southwest Florida Water Management District.

3.4 To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association set forth herein, in the Bylaws or the Declaration as the same may be amended from time to time.

ARTICLE 4 POWERS

The powers of the Association shall include and be governed by the following:

4.1 General. The Association shall have all of the common-law and statutory powers of a not for profit corporation under the laws of the state of Florida that are not in conflict with the provisions of these Articles, the Declaration, or the Bylaws.

4.2 To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the Declaration; to pay all expenses in connection there with and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association; to borrow money, and with the consent of sixty-six and two-thirds percent (66 and 2/3%) of the membership, mortgage pledge or hypothecate any or all of its real or personal property as security for money borrower or debts incurred;

4.3 To hold funds solely and exclusively for the benefit of the members of the Association for the purposes set forth in these Articles of Incorporation and the Declaration;

4.4 To promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized;

4.5 To delegate power or powers where such is deemed in the interest of the Association;

4.6 To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association (specifically contracts for the operation and management of the Surface Water Management System); to do any and all acts necessary or expedient for carrying on any and all of the activities and pursuing any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida;

4.7 To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication, sale or transfer shall be effective unless an instrument agreeing to such dedication, sale or transfer has been signed by members entitled to cast not less than sixty-six and two-thirds percent (66 2/3%) of the votes of the Members of the Association; make and collect assessments and other charges against members as Parcel Owners, and to use the proceeds thereof in the exercise of its powers and duties.

4.8 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 Board of Directors of the Association;

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

4.10 To have and exercise any and all powers, rights and privileges which a corporation organized under the Non-profit Corporation laws of the State of Florida by law may now or hereafter have or exercise;

4.11 To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property and Common Area, provided that any such merger or consolidation shall have the assent of sixty-six and two-thirds percent (66 2/3%) of the votes of the members of the Association.

4.12 To operate and maintain the Common Area, specifically the Surface Water Management System as permitted by the Southwest Florida Water Management District, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas and wetland mitigation areas.

4.13 To enter into contracts and agreements with the associations for adjoining properties, properties for shared maintenance, utility and security expenses.

4.14 To sue or be sued.

Notwithstanding anything contained above to the contrary, no part of the net earnings of the Association shall inure to the benefit of any member and no distributions of income shall be made to its members, directors or officers.

ARTICLE 5 MEMBERSHIP AND VOTING

5.1 **Membership.** Every person or entity who is a record owner of a Parcel, which is subject by covenants of record to assessment by the Association, shall be a member of the Association. Classes of membership may be established pursuant to the Declaration recorded for the Development. Any owner of more than one Parcel shall be entitled to one (1) membership interest for each Parcel owned by him. Membership shall be appurtenant to and may not be separated from ownership of any Parcel which is subject to assessment by the Association. Change of membership in the Association for an Owner shall be established by recording in the Public Records of Hillsborough County, Florida, a deed or other instrument establishing record title to a Parcel in the Development and by delivery of a recorded copy of the same to the Association. The Owner designated by such deed thus becomes a member of the Association and the membership of the prior owner is terminated.

5.2 **Voting.** On all matters on which the membership shall be entitled to vote, there shall be only one vote for each Parcel, which vote shall be exercised or cast in the manner provided by the Declaration and Bylaws. Any person or entity owning more than one Parcel shall be entitled to one vote for each Parcel owned. Those Members whose voting rights are suspended pursuant to the terms of the Declaration, Bylaws, and/or Florida Law shall not be entitled to cast the vote assigned to the Parcel for which the suspension was levied during the period of suspension.

5.3 **Meetings.** The Bylaws shall provide for an annual meeting of members, and may provide for regular and special meetings of members other than the annual meeting.

**ARTICLE 6
TERM OF EXISTENCE**

The Association shall have perpetual existence, however, if the Association is dissolved, the property consisting of the Surface Water Management System will be conveyed to an appropriate agency of local government. If this is not accepted, then the Surface Water Management System will be dedicated to a similar nonprofit corporation.

Upon dissolution of the Association, the members (Parcel Owners) shall be jointly and severally responsible for operation and management of the Surface Water Management System according to the requirements of the Environmental Resource Permit issued by the Southwest Florida Water Management District, until an alternate entity assumes responsibility for the same.

**ARTICLE 7
INCORPORATOR**

The name and address of the Incorporator of this Corporation is James Hofford, whose address is: 100 Sanctuary Drive, Crystal Beach, Florida 34681.

**ARTICLE 8
BOARD OF DIRECTORS**

8.1 The affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the Bylaws, which shall initially be three (3) and never less than three (3) and never more than five (5) Directors. Directors appointed by the Developer need not be members of the Association. Directors elected by the other members must be members of the Association.

8.2 Directors shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of directors shall be filled in the manner provided for in the Bylaws.

8.3 Until the Turnover Date, as defined in the Declaration, the Developer shall have the unrestricted power to appoint all Directors of the Association. From and after the Turnover Date, or such earlier date determined by Developer in its sole and absolute discretion, the members other than Developer shall elect all Directors of the Association at or in conjunction with the Annual Members Meeting of the members.

For purposes of this Section, the term "members other than the developer" should not include builders, contractors, or others who purchase a parcel for the purpose of constructing improvements thereon for resale.

Notwithstanding the foregoing, the Developer shall be entitled to elect at least one (1) member of the Board of Directors as long as the Developer holds for sale, in the ordinary course of business, at least five percent (5%) of the parcels within the Development.

At the time the members other than the Developer are entitled to elect at least the majority of the Board of Directors, the Developer shall, at the Developer's expense, within no more than ninety (90) days, deliver the documents required pursuant to Section 720.307(4), Florida Statutes.

8.4 The names and addresses of the members of the first Board of Directors who shall hold office

until their successors are elected and have qualified, or until removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
James Hofford	100 Sanctuary Drive Crystal Beach, FL 34681
Justin Hofford	100 Sanctuary Drive Crystal Beach, FL 34681
Lisa Austin	100 Sanctuary Drive Crystal Beach, Florida 34681

ARTICLE 9 OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Associations and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Office	Names	Addresses
President/Treasurer	James Hofford	100 Sanctuary Drive Crystal Beach, Florida 34681
Vice President	Lisa Austin	100 Sanctuary Drive Crystal Beach, Florida 34681
Secretary	Justin Hofford	100 Sanctuary Drive Crystal Beach, Florida 34681

ARTICLE 10 INDEMNIFICATION

10.1 Indemnity. The Association shall indemnify every Officer and every Director who was or is a party or is threatened to be made a party to any threatened, pending, or contemplated action, lawsuit, or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or she is or was a Director, employee, or Officer of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines, and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, lawsuit, or proceeding unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he or she did not act in good faith or in a manner he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe his or her conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, lawsuit, or proceeding by judgment, order, settlement, conviction, or on plea of nolo contendere or its equivalent shall

not, of itself, create a presumption that the person did not act in good faith or did act in a manner that he or she reasonably believed to be not in, or opposed to, the best interest of the Association, and, with respect to any criminal action or proceeding, that he or she had reasonable cause to believe that his or her conduct was unlawful.

10.2 Expenses. To the extent that a Director or Officer has been successful on the merits or otherwise in defense of any action, lawsuit, or proceeding referred to in Section 10.1 above, or in defense of any claim, issue, or matter therein, he or she shall be indemnified against expenses (including attorneys' fees and appellate attorneys' fees) actually and reasonably incurred by him or her in connection with that defense.

10.3 Advances. Expenses incurred in defending a civil or criminal action, lawsuit, or proceeding shall be paid by the Association in advance of the final disposition of such action, lawsuit, or proceeding upon receipt of an undertaking by or on behalf of the affected Director or Officer to repay such amount unless it shall ultimately be determined that he or she is entitled to be indemnified by the Association as authorized in this Article 10.

10.4 Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of members, or otherwise, and shall continue as to a person who has ceased to be a Director or an Officer and shall inure to the benefit of the heirs and personal representatives of that person.

10.5 Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a Director or an Officer, employee, or agent of the Association, or is or was serving, at the request of the Association, as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against him or her and incurred by him or her in any such capacity, or arising out of his or her status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of this Article.

ARTICLE 11 BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the Bylaws.

ARTICLE 12 AMENDMENTS

Amendments to these Articles shall be proposed and adopted in the following manner:

12.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

12.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than sixty-six and two-thirds percent (66 2/3%) of the votes of the entire membership of the Association. Amendments correcting errors, omissions, or scrivener's errors

may be executed by the Officers of the Association, upon Board approval, without need for Association membership vote.

12.3 Limitation. No amendment shall be made that is in conflict with the the Declaration, or the Bylaws, nor shall any amendment make any changes that would in any way affect any of the rights, privileges, powers, or options herein provided in favor of or reserved to the Developer, or an affiliate, successor, or assign of the Developer unless the Developer shall join in the execution of the amendment. No amendment to this Paragraph 12.3 shall be effective.

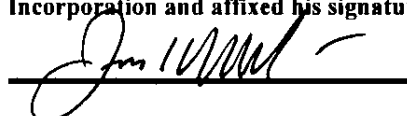
12.4 Developer Amendments. To the extent lawful, the Developer may amend these Articles consistent with the provisions of the Declaration, allowing certain amendments to be effected by the Developer alone.

12.5 Recording. A copy of each amendment shall be filed with the Secretary of State under the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the public records of Hillsborough County, Florida.

ARTICLE 13
INITIAL REGISTERED OFFICE,
ADDRESS, AND NAME OF REGISTERED AGENT

The initial registered office of this Corporation shall be at 701 Enterprise Road E., Suite 502, Safety Harbor, Florida. The initial registered agent of the Corporation at the above address shall be Karl M. Schmitz, III.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole Incorporator of this Association, has executed these Articles of Incorporation and affixed his signature the day and year set forth below.



Print Name: JAMES HOFFORD

Date: 5/13/16

STATE OF FLORIDA

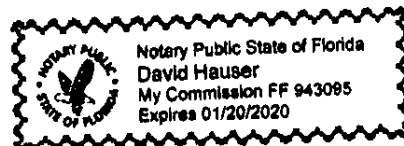
COUNTY OF Miami-Dade

The foregoing Articles of Incorporation were acknowledged before me on this 13th day of May, 2016 by James Hofford, who is personally known to me or who has produced as identification and who did not take an oath.

Signature of person taking acknowledgment

Name: David Hauser

My Commission expires: _____



**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with the laws of Florida, the following is submitted:

That desiring to organize under the laws of the state of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the County of Hillsborough, Florida, the corporation named in those Articles has named KARL M. SCHMITZ, III, whose address is 701 Enterprise Road E., Suite 502, Safety Harbor, Florida 34695, as its statutory registered agent.

Having been named the statutory agent of the corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity and agree to comply with the provisions of Florida law relative to keeping the registered office open.


Karl M. Schmitz, III
REGISTERED AGENT

DATED ON May 13th, 2016