

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Anand Vihar Master Association, Inc.

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**ARTICLES OF INCORPORATION
OF
ANAND VIHAR MASTER ASSOCIATION, INC.
(a Corporation Not For Profit)**

In order to form a corporation under and in accordance with the provisions of Chapters 617 and 720, *Florida Statutes*, the undersigned hereby incorporates this corporation not for profit for the purposes and with the powers hereinafter set forth and, to that end, the undersigned, by these Articles of Incorporation, certifies as follows:

ARTICLE I

NAME OF CORPORATION

The name of this corporation shall be Anand Vihar Master Association, Inc., hereinafter in these Articles of Incorporation referred to as the "Association."

ARTICLE II

PURPOSES

The general nature, objects and purposes of the Association are:

A. To promote the health, safety and social welfare of the owners of all units consisting of townhome units and condominium units (each, a "Unit" and collectively, the "Units") located within the Anand Vihar Subdivision (the "Subdivision") that are or hereafter may be, subject to the terms of the Master Declaration of Covenants, Conditions, Restrictions and Easements of Anand Vihar to be recorded in the Public Records of Pasco County, Florida (the "Master Declaration").

B. To maintain all common areas and other areas for which the obligation to maintain and repair has been delegated to the Association.

C. To collect on behalf of the Association, all assessments levied by the Association against Units owned by members of this Association.

D. To furnish or otherwise provide for such services as may be deemed necessary or desirable by the Board of Directors of the Association (the "Board of Directors") and to acquire such capital improvements and equipment as may be related thereto.

E. To provide, purchase, acquire, replace, improve, maintain and repair such improvements to the common areas, including, without limitation, buildings, structures, streets, sidewalks, street lights and landscaping as the Board of Directors, in its discretion, determines to be necessary or desirable for the promotion of the health, safety and social welfare of the members of the Association.

F. To control the specifications, architecture, design, appearance, elevation, and location of, and landscaping around, all buildings and improvements, as provided in the Master Declaration, as well as the alteration, improvement, addition, or change thereto.

G. To carry out all of the duties and obligations assigned to it as an Association under the terms of the Master Declaration.

H. To operate without profit and for the sole and exclusive benefit of its members.

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ARTICLE III
GENERAL POWERS

The general powers that the Association shall have are as follows:

A. To purchase, accept, lease or otherwise acquire title to, and to hold, mortgage, rent, sell or otherwise dispose of, any and all real or personal property related to the purposes or activities of the Association; to make, enter into, perform and carry out contracts of every kind and nature with any person, firm, corporation or association; and to do any and all other acts necessary or expedient for carrying on any and all of the activities of the Association and pursuing any and all of the objects and purposes set forth in these Articles of Incorporation and not forbidden by the laws of the State of Florida.

B. To establish a budget and to fix assessments to be levied against all Units which are subject to assessment pursuant to the Master Declaration for the purpose of defraying the expenses and costs of effectuating the objects and purposes of the Association and to create, at its election, reasonable reserves for such expenditures, including a reasonable contingency fund for the ensuing year and a reasonable annual reserve for anticipated major capital repairs, maintenance, improvements and replacements.

C. To place liens against any Unit subject to assessment for delinquent and unpaid assessments or charges and to bring suit for the foreclosure of such liens or to otherwise enforce the collection of such assessments and charges for the purpose of obtaining revenue in order to carry out the purposes and objectives of the Association.

D. 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.

E. To adopt, promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements in order to effectuate the purposes for which the Association is organized.

F. To delegate such of the powers of the Association as may be deemed to be in the Association's best interest by the Board of Directors.

G. To contract for services for operation, maintenance, and management of common areas and all other property dedicated to or maintained by the Association.

H. To charge recipients of services rendered by the Association and users of property of the Association where such is deemed appropriate by the Board of Directors.

I. To pay all taxes and other charges or assessments, if any, levied against property owned, leased or used by the Association.

J. To sue and be sued.

K. To enforce by any and all lawful means the provisions of these Articles of Incorporation, the Bylaws of the Association which may be hereafter adopted and the terms and provisions of the Master Declaration.

L. To operate, maintain, and manage the Surface Water Management System in a manner consistent with the requirements of the Southwest Florida Water Management District, or any successor thereto, and applicable rules, to assist in the enforcement of the Declaration of Restriction's provisions relating to the Surface Water Management System, and to levy and collect adequate assessments against members of the Association for the cost of maintenance and operation of the Surface Water Management System.

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Declaration or these Articles of Incorporation, the affirmative vote of a majority of Members represented at any meeting of the Members duly called and at which a quorum is present shall be binding upon the Members.

As long as there is a Class B membership and the Department of Housing and Urban Development ("HUD") or Veterans Administration ("VA") is holding, insuring, or guaranteeing any loan secured by property subject to this Declaration, the following actions will require the prior approval of the HUD or VA: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dissolution of the Association, and amendment of these Articles of Incorporation.

ARTICLE VI

BOARD OF DIRECTORS

A. The affairs of the Association shall be managed by a Board of Directors consisting of an odd number of members determined from time to time in accordance with the Bylaws, but in no event shall the Board of Directors consist of fewer than three (3) members.

B. All Directors shall be appointed by and shall serve as is provided in the Bylaws.

C. All Directors who are not subject to appointment by Declarant shall be elected by majority vote of those Members other than Declarant present at a meeting at which a quorum of Members is present.

D. All Directors, whether appointed or elected, shall serve for terms in accordance with the provisions of the Bylaws.

E. The names and addresses of the persons constituting the first Board of Directors who shall hold office until the first annual meeting of Members to be held in the year 2016 and until their successors are elected or appointed and have qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Santosh Govindaraju	4600 West Cypress Street Suite 120 Tampa, Florida 33607
Leelakrishna Nallamshetty	4600 West Cypress Street Suite 120 Tampa, Florida 33607
Srinivas Sanka	4600 West Cypress Street Suite 120 Tampa, Florida 33607

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ARTICLE VII**OFFICERS**

A. The officers of the Association, to be elected by the Board of Directors, shall be a President, a Vice-President, a Secretary, a Treasurer, and such other officers as the Board shall deem appropriate from time to time as is provided in the Bylaws. The affairs of the Association shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of one (1) year in accordance with the procedure set forth in the Bylaws.

B. The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors to be held in the year 2016 and until their successors are duly elected and qualified, are as follows:

<u>NAME</u>	<u>OFFICE</u>
Santosh Govindaraju	President
Leelakrishna Nallamshetty	Vice President
Srinivas Senka	Secretary/Treasurer

ARTICLE VIII**CORPORATE EXISTENCE**

The Association shall have perpetual existence. In the event of dissolution of the Association (unless same is reinstated), other than incident to a merger or consolidation, all of the assets of the Association shall be conveyed to a similar homeowners association or a public agency having a similar purpose, or any Member may petition the appropriate circuit court of the State of Florida for the appointment of a receiver to manage the affairs of the dissolved Association and its properties in the place and stead of the dissolved Association and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties.

In the event of the Association's termination, dissolution, or final liquidation, the responsibility for the operation and maintenance of the Surface Water and Storm Water Management System must be transferred to and accepted by an entity which complies with Section 40.D F.A.C. and is approved by the Southwest Florida Water Management District ("SWFWMD") prior to such termination, dissolution, or liquidation.

ARTICLE IX**BYLAWS**

The first Board of Directors shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by a majority vote of the Directors in the manner provided by such Bylaws.

ARTICLE X**AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles may be altered, amended or repealed by resolution of the Board of Directors. No amendment affecting the rights of Declarant shall be effective without the prior written consent of Declarant.

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ARTICLE XI**PRINCIPAL OFFICE, REGISTERED OFFICE AND REGISTERED AGENT**

The principal office of the Corporation shall be located at 4800 West Cypress Street, Suite 120, Tampa, Florida 33607. The registered office of the Corporation shall be located at 101 East Kennedy Boulevard, Suite 2800, Tampa, Florida 33602, and the registered agent at such address shall be W. Kent Ihrig. The Corporation may, however, maintain offices and transact business in such other places within or without the state of Florida as may from time to time be designated by the Board of Directors.

ARTICLE XII**BUDGET AND EXPENDITURES**

The Association shall obtain funds with which to operate by assessment of its Members in accordance with the provisions of the Master Declaration, as the same may be supplemented by the provisions of the Association's Articles and Bylaws. Accordingly, the Board of Directors shall annually adopt a budget for the operation of the Association for the ensuing year and for the purpose of levying assessments against all Units subject to assessment, which budget shall be conclusive and binding upon all persons; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budget.

ARTICLE XIII**INCORPORATOR**

The name and street address of Incorporator is Santosh Govindaraju at 4800 West Cypress Street, Suite 120, Tampa, Florida 33607.

ARTICLE XIV**INDEMNIFICATION OF OFFICERS AND DIRECTORS**

The Association shall indemnify and hold harmless every officer, director, and committee member against any and all expenses, including counsel and paralegal fees, reasonably incurred by or imposed upon such officer, director, or committee member in connection with any action, suit, or other proceeding (including settlement of any suit or proceeding, if approved by the then Board of Directors) to which he or she may be a party by reason of being or having been an officer, director, or committee member. The officers, directors, and committee members shall not be liable for any mistake of judgment, negligent or otherwise, except for their own individual willful misfeasance, malfeasance, misconduct, or bad faith. The officers and directors shall have no personal liability with respect to any contract or other commitment made by them, in good faith, on behalf of the Association (except to the extent that such officers or directors may also be Members of the Association), and the Association shall indemnify and forever hold each such officer and director free and harmless against any and all liability to others on account of any such contract or commitment. Any right to indemnification provided for herein shall not be exclusive of any other rights to which any officer, director, or committee member, or former officer, director, or committee member may be entitled. The Association shall, as a common expense, maintain adequate general liability and officers' and directors' liability insurance to fund this obligation, if such insurance is reasonably available.

ARTICLE XV**DISSOLUTION OF THE ASSOCIATION**

A. Upon expiration of the term of the Master Declaration, the Association may be dissolved upon resolution to that effect being approved by two-thirds (2/3) of the Members of the Board of Directors,

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and, if a judicial decree is necessary at the time of dissolution, then after receipt of an appropriate decree as provided for in Section 617.1433, *Florida Statutes*, or any statute of similar import then in effect.

B. Upon dissolution of the Association, all of its assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed in the following manner:

(1) Any property determined by the Board of Directors to be appropriate for dedication to any applicable municipal or other governmental authority may be dedicated to such authority provided the authority is willing to accept the dedication.

(2) All remaining assets, or the proceeds from the sale of such assets, shall be apportioned among the Units subject to assessment on a prorated basis with each Unit allocated a proportional share equal to the quotient obtained by dividing (i) one (1) by (ii) the total number of Units within the Master Community, and the share of each shall be distributed to the then owners thereof.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of July, 2016.


Santosh Govindaraju

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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for Anand Vihar Master Association, Inc. at the place designated in the Articles, 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.

Registered Agent



W. Kent Ihrlg

Date: July 7, 2016

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