

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION
Curtis Four Corners Property Owners Association, Inc.**

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**ARTICLES OF INCORPORATION
OF
CURTIS FOUR CORNERS PROPERTY OWNERS ASSOCIATION, INC.**

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The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation shall be Curtis Four Corners Property Owners Association, Inc. (the "Association").

ARTICLE II - DURATION

The Association shall exist perpetually unless and until dissolved according to law. Corporate existence of the Association shall commence on February 15, 2017, which is not more than five (5) days prior to the date of the filing of these Articles of Incorporation with the Florida Department of State.

ARTICLE III - DEFINITIONS

Unless the context otherwise requires, all capitalized terms herein shall have the same meaning as set forth in that certain Declaration of Easements, Covenants, Conditions and Restrictions, executed effective December 29, 2006, as amended by that certain First Amendment to Declaration of Easements, Covenants, Conditions and Restrictions, executed effective September 5, 2007, as further amended by that certain Second Declaration of Easements, Covenants, Conditions and Restrictions, executed effective September 28, 2007, as further amended by that certain Third Declaration of Easements, Covenants, Conditions and Restrictions, executed effective May 2, 2008, as further amended by that certain Fourth Declaration of Easements, Covenants, Conditions and Restrictions, executed effective May 14, 2008 (collectively, the "Declaration"), recorded in the Public Records of Lake County, Florida, as it may be further amended or supplemented from time to time, which pertains to the Property, as defined in the Declaration.

**ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS OF
ASSOCIATION**

The address of the principal office and mailing address of the Association shall be 1805 W. Colonial Drive, Suite E-2, Orlando, Florida 32804.

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ARTICLE V - REGISTERED OFFICE AND REGISTERED AGENT

The initial street address of the registered office of this Corporation in the State of Florida shall be 1805 W. Colonial Drive, Suite E-2, Orlando, Florida 32804. The Board of Directors may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Corporation at that address is Caryl C. McAlpin. The Board of Directors may from time to time designate a new registered agent.

ARTICLE VI - PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized to provide for the acquisition, construction, management, maintenance, and care of, including the preservation and architectural control of, the Property, and to promote the health, safety and general welfare of the Members of the Association. The Association shall have all the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles of Incorporation, the Bylaws, or the Declaration; provided, however, that the Association is specifically prohibited from engaging in any political activity or any other activity whereby its status as a not-for-profit corporation or its exemption from federal or state income taxation, if any, would be forfeited or jeopardized. The Association shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Declaration, these Articles of Incorporation and the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Members and for the maintenance, administration and improvement of the Property. The duties and powers of the Association shall be exercised by the Board of Directors unless provided otherwise in the Declaration, these Articles of Incorporation or the Bylaws. The Association shall not pay dividends and no part of any income or net earnings of the Association shall be distributed to its Members, directors, officers or other private individual.

ARTICLE VII - MEMBERSHIP7.1 Membership.

(a) Except as set forth herein, every Owner shall be a Member of the Association, provided that any such person or entity who holds such interest merely as security for the performance of any obligation shall not be a Member.

7.2 Voting Rights.

(a) The Association shall have one class of voting membership. The voting rights of Members in the Association shall be as set forth in the Bylaws, as such Bylaws may be amended from time to time.

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ARTICLE VIII - BOARD OF DIRECTORS

The business and affairs of the Association shall be managed by a Board of Directors. The initial Board of Directors shall be comprised of three (3) members. Thereafter the number of directors on the Board of Directors may be increased or decreased, upon approval of a majority of the Members, provided that there shall always be an odd number of directorships created, and there shall never be less than three (3) directors. The names and addresses of persons who are to act in the capacity of director until appointment or election of their successors pursuant to these Articles of Incorporation and the Bylaws are:

<u>Name</u>	<u>Address</u>
Caryl C. McAlpin	1805 W. Colonial Drive, Suite E-2 Orlando, Florida 32804
Clinton A. Curtis	1805 W. Colonial Drive, Suite E-2 Orlando, Florida 32804
Vicki L. Berman	420 S. Orange Avenue, Suite 700 Orlando, Florida 32801

At each annual meeting of the Members, the Members shall elect the directors as provided in the Bylaws. The method of election and term of office, removal and filling of vacancies of the Board of Directors shall be as set forth in the Bylaws.

ARTICLE IX - OFFICERS

The affairs of the Association shall be administered by the officers elected in accordance with the Bylaws. The officers shall serve at the pleasure of the Board of Directors.

ARTICLE X - INDEMNIFICATION

The Association shall indemnify every officer, director, committee member and employee of the Association against any and all costs and expenses, including reasonable attorneys' and paralegals' fees, reasonably incurred by or imposed upon such officer, director, committee member or employee 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 may be a party by reason of being or having been an officer, director, committee member or employee of the Association. Such officers, directors, committee members and employees 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 of the Association 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 they may also be Members of the Association), and the Association shall indemnify and

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forever hold each such officer and director in their capacity as officer or 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, committee member, or employee, or former officer, director, committee member or employee 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 XI - BYLAWS

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

ARTICLE XII - AMENDMENTS

These Articles of Incorporation may be amended only by the affirmative vote of Members representing a majority of the total votes of the Association. However, the percentage of votes necessary to amend a specific clause shall not be less than the prescribed percentage of affirmative votes required for action to be taken under that clause. No amendment shall be effective until filed with the office of the Secretary of State of the State of Florida. A certified copy of each amendment shall be recorded in the Public Records of Lake County, Florida. Notwithstanding anything to the contrary set forth herein, the Declarant may unilaterally amend these Articles of Incorporation at any time to include any provisions which may be required by any federal, state or local governmental authority.

No amendment may remove, revoke, or modify any right or privilege of Declarant without the written consent of Declarant or the assignee of such right or privilege. No amendment may impair the validity or priority of the lien of any mortgage held by a mortgagee or impair the rights granted to mortgagees herein without the prior written consent of such mortgagees.

ARTICLE XIII - INCORPORATOR

The name and address of the Incorporator of the Association are as follows:

Name

Address

Caryl C. McAlpin

1805 W. Colonial Drive, Suite E-2
Orlando, Florida 32804

ARTICLE XIV - DISSOLUTION

In the event the Association is intentionally dissolved for the purpose of winding up its affairs, then after the claims of creditors of the Association have been satisfied from the

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assets of the Association or otherwise, the remaining assets of the Association shall be dedicated to a public body or conveyed to a not-for-profit corporation, as defined in Chapter 617 of the Florida Statutes, as amended, with similar purposes, as the Board of Directors of the Association shall determine in their sole discretion.

IN WITNESS WHEREOF, the undersigned Incorporator has caused these presents to be executed as of the 15th day of February, 2017.


CARYL C. MCALPIN

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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of Section 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of Section 617.0503 of the Florida Statutes.

Caryl C. McAlpin
CARYL C. MCALPIN

Date: February 15, 2017

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