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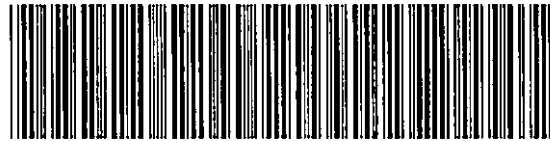
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SEP 28 2017



CLARK, CAMPBELL,
LANCASTER & MUNSON, P.A.
ATTORNEYS AT LAW

TIMOTHY F. CAMPBELL

Board Certified Real Estate Attorney
Board Certified City, County & Local Government Attorney

tcampbell@cclmlaw.com

KEVIN R. ALBAUM
1,3TIMOTHY F. CAMPBELL
1RONALD L. CLARK
JOSEPH A. GEARY
J. MATTHEW KELLY
2JOHN J. LANCASTER, LL.M.
PETER J. MUNSON
DANIEL S. RICH
ANTHONY A. VELARDI
1MICHAEL E. WORKMAN

BOARD CERTIFICATIONS:

1. REAL ESTATE 2. TAX LAW
3. CITY, COUNTY & LOCAL GOVERNMENT

September 26, 2017

Via Overnight Delivery

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RE: Crossroads Commerce Center Property Owners' Association, Inc.

To Whom It May Concern:

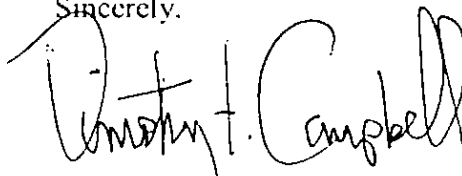
Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$70.00 for the filing fee for the above-referenced entity.

My contact information is the following:

Timothy F. Campbell, Esq.
Clark, Campbell, Lancaster & Munson, P.A.
500 South Florida Avenue, Suite 800
Lakeland, FL 33801
E-mail: tcampbell@cclmlaw.com

If you have any questions or concerns, please do not hesitate to contact me. Thank you in advance for your kind attention to this matter.

Sincerely,



Timothy F. Campbell, Esq.

Enclosures

cc: File

**ARTICLES OF INCORPORATION
OF
CROSSROADS COMMERCE CENTER PROPERTY OWNERS' ASSOCIATION, INC.**

(A Florida Not-For-Profit Corporation)

The undersigned, who is a natural person of lawful age and otherwise legally competent to enter into a contract and to associate with each other for the purpose of forming a not-for-profit corporation organized under Chapter 617, Florida Statutes, as amended, hereby adopts the following Articles of Incorporation and certifies as follows:

**ARTICLE I
NAME**

The name of this corporation is CROSSROADS COMMERCE CENTER PROPERTY OWNERS' ASSOCIATION, INC. (the "Association").

**ARTICLE II
PRINCIPAL OFFICE**

The initial address of the principal office and the initial mailing address of the Association is 1905 South Florida Avenue, Lakeland, FL 33803.

**ARTICLE III
REGISTERED AGENT**

The name of the Registered Agent of the Association is Timothy F. Campbell, Esquire, and the street address of the Registered Agent of the Association is 500 South Florida Avenue, Suite 800, Lakeland, Florida 33801.

**ARTICLE IV
DEFINITIONS**

A declaration entitled Declaration of Easements, Covenants, Conditions and Restrictions of Crossroads Commerce Center ("**Declaration**") has been or will be recorded in the Public Records of Hillsborough County, Florida, and shall govern all of the operations of the Property (as defined therein). All initially capitalized terms not defined herein shall have the meanings ascribed thereto in the Declaration, as it may be amended from time to time.

**ARTICLE V
PURPOSE**

This Association is formed to own, operate, maintain and act to manage the Property or certain portions thereof generally, and more specifically as follows:

1. Provide for operation, maintenance and preservation of the common areas within Crossroads Commerce Park ("**Common Areas**"), if any, and improvements thereon.
2. Expressly subject to the terms and conditions of the Declaration, provide for ownership, operation, maintenance and preservation of the stormwater management system (as defined in the Declaration).
3. Perform the duties delegated to it in the Declaration.
4. Administer the interests of the Association and the owners of lots within the Crossroads Commerce Center ("**Owners**").

5. Promote the health, safety and welfare of the Owners.
6. Collect assessments and other amounts due, if any, to the Association and remit the same as required.

ARTICLE VI **NOT-FOR-PROFIT**

The Association is a not-for-profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members.

ARTICLE VII **POWERS OF THE ASSOCIATION**

The Association shall, subject to the limitations and reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to the following:

1. To own and convey property:
2. To perform all the duties and obligations of the Association set forth in the Declaration, these Articles of Incorporation, the Bylaws of the Association, or as generally authorized under Florida law, and to take any other action necessary for the purposes for which the Association is organized.
3. To enforce and interpret, by legal action or otherwise, the provisions of the Declaration, these Articles, and the Bylaws, and the rules, regulations, covenants, restrictions and/or agreements governing or binding the Association and the Property, either for the benefit of the Association, directly, or in conjunction with, or on behalf of, the Owners.
4. Subject to the Declaration, to operate, maintain and improve the Common Areas, if any, and to promote rules and regulations for use of the Common Areas by the Owners.
5. Expressly subject to the terms and conditions of the Declaration, to operate and maintain the stormwater management system, which includes, without limitation, 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, subject to the rules and regulations of Southwest Florida Water Management District ("SWFWMD").
6. To fix, levy, collect and enforce payment, by any lawful means, of all assessments payable pursuant to the terms of the Declaration, these Articles, and the Bylaws.
7. To fix, levy, collect, and enforce payment, by any lawful means, of all fines imposed in accordance with Florida Statutes, Chapter 617 and the terms of the Declaration, to maintain order within the Property and to encourage observance of the terms of the Declaration, these Articles and the Bylaws.
8. To pay all Association expenses, including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the Common Areas, if any, or other property of the Association.
9. To acquire (by gift, purchase, or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including the Common Areas) in connection with the functions of the Association except as limited by the Declaration.

10. To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

11. To dedicate, grant, license, lease, create easements upon, sell or transfer all or any part of, the Common Areas, if any, to any public agency, entity, authority, utility, or other person or entity for such purposes and subject to such conditions as it determines subject only to requirements in the Declaration, if any.

12. To participate in mergers and consolidations with other not for profit corporations organized for the same purposes.

13. To employ personnel and retain independent contractors to contract for management of the affairs of the Association, the Property, the stormwater management system, and the Common Areas, if any, as provided in the Declaration and to delegate in such contract all or any part of the powers or duties of the Association.

14. To contract for services, if any, to be provided to, or for the benefit of, Association, Owners, the Common Areas, if any, the stormwater management system, and the Property, as provided in the Declaration such as, but not limited to, maintenance, garbage pick-up, and utility services.

15. To establish committees and delegate certain of its functions to those committees.

16. To sue and be sued.

17. To contract for services to be provided for operation and routine custodial maintenance of the stormwater management system if the Association contemplates employing a maintenance company.

18. To require all Owners to be members of the Association.

19. To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions, or agreements governing the Association, the Property, the Common Areas, if any, and the stormwater management system and to take any other action necessary for the purposes for which the Association is organized.

20. To establish rules and regulations governing membership or take any other actions necessary for the purposes for which the Association was organized.

21. To have and to exercise any and all powers, rights and privileges which a not for profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

22. To operate, maintain and manage the stormwater management system in a manner consistent with the requirements of SWFWMD Permit No. 43031211 and applicable SWFWMD rules, and shall assist in the enforcement of the restrictions and covenants contained herein.

23. To levy and collected adequate assessments against members of the Association for the costs of maintenance and operation of the stormwater management system. The assessments shall be used for the maintenance and repair of the stormwater management system and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

24. To demonstrate that the land on which the stormwater management system is located is owned and otherwise controlled by the Association to extent necessary to operate and maintain the system or convey operation and maintenance to another entity.

ARTICLE VIII
ASSOCIATION LAWSUITS

The Board (as defined below) shall have no duty to bring any suit against any party, and the Board is permitted to apply a rule of reasonableness when determining whether to bring suit against any party.

ARTICLE IX
MEMBERSHIP AND VOTING RIGHTS

Each Owner and Declarant shall be a member of the Association. Owners and Declarant shall have the voting rights set forth in the Declaration and the Bylaws, however, the Bylaws shall not be inconsistent with the Declaration. In the event of a conflict between the voting rights set forth in the Bylaws and the Declaration, the provision set forth in the Declaration shall prevail.

ARTICLE X
BOARD OF DIRECTORS AND OFFICERS

The affairs of the Association shall be managed by a board of directors having an odd number with not less than three (3) nor more than five (5) members ("**Board**"). The initial number of directors shall be three (3). The names and addresses of the initial directors and officers of the Association are as follows:

Howard Bayless President	1905 South Florida Avenue Lakeland, Florida 33803
Austin Jones Vice-President/Secretary	1905 South Florida Avenue Lakeland, Florida 33803
James L. Previte Treasurer	1905 South Florida Avenue Lakeland, Florida 33803

The members of the Board shall be appointed and/or elected as stated in the Bylaws. The initial members of the Board or successors of the initial members of the Board as appointed in the event of the removal or disability of one or all of said Directors, shall hold office until the next annual meeting of the Members, at which time the successors shall be elected. Each Director thereafter shall hold office until the next annual meeting of the Members and until his or her successor shall have been elected and qualified, or until removed by a majority vote of the Members for misfeasance or malfeasance, at a special meeting of the Members called for that purpose. However, notwithstanding the foregoing or anything to the contrary contained herein, until the date upon which the Association is turned over to the Members pursuant to the provisions set forth in the Declaration (the "**Turnover Date**"), the Declarant shall have the sole and exclusive right to elect and designate all of the Directors. The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine (individually and collectively, "**Officers**"). Officers shall be appointed and/or elected as stated in the Bylaws.

ARTICLE XI
DISSOLUTION

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the stormwater 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 SWFWMD prior to such termination, dissolution, or liquidation.

ARTICLE XII
EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State for the State of Florida. The Association shall exist in perpetuity.

ARTICLE XIII
AMENDMENTS

Notwithstanding any other provision herein to the contrary, no amendment to these Articles shall affect the rights of Declarant unless such amendment receives the prior written consent of Declarant, which consent may be withheld at its sole and absolute discretion.

Prior to the Turnover Date, Declarant shall have the right to amend these Articles as it deems appropriate in its sole and absolute discretion, without the joinder or consent of any person or entity whatsoever. Declarant's right to amend under this article is to be construed as broadly as possible. In the event that the members of the Association, other than Declarant, shall desire to amend these Articles prior to the Turnover Date, the Association must first obtain Declarant's prior written consent to any proposed amendment, which consent may be withheld for any reason whatsoever. After receiving the Declarant's consent to the proposed amendment, an amendment identical to that approved by Declarant may be adopted by the Association pursuant to the requirements for amendments from and after the Turnover Date. After approval of the amendment by the Board, Declarant shall join in such identical amendment so that its consent to the same will be reflected in the Public Records.

After the Turnover Date, but subject to the general restrictions on amendments set forth above, these Articles may be amended at an annual or special meeting called for that purpose by the approval of at least two-thirds (2/3) of the Board of Directors or the membership of the Association, provided that notice of the text of each proposed amendment was sent to the members with notice of the meeting.

ARTICLE XIV
LIMITATIONS

No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights, and obligations set forth in the Declaration. There shall be no amendment to these Articles which shall abridge, reduce, amend, affect or modify the rights of Declarant. These Articles shall not be amended in a manner that conflicts with the Bylaws.

ARTICLE XV
INDEMNIFICATION

The Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of the Association, including reasonable attorneys' fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officer may be entitled.

ARTICLE XVI
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one (1) or more of its Directors or Officers or Declarant, or between the Association and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are officers, directors or employees or otherwise interested shall

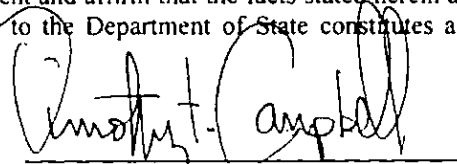
be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, a meeting of the Board thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purpose. No Director or Officer of the Association shall incur liability by reason of the fact that such Director or Officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest and may be counted in determining the presence of a quorum at a meeting of the Board which authorized the contract or transaction.

ARTICLE XVII
SEVERABILITY

Invalidation of any of the provisions of these Articles by judgment or court order shall in no way effect any other provision, and the remainder of these Articles shall remain in full force and effect.

[SIGNATURE PAGE FOLLOWS]


IN WITNESS WHEREOF, I, the undersigned subscribing Incorporator, have hereunto set my hand and seal this 26th day of September, 2017, for the purpose of forming this corporation not-for-profit under the Laws of the State of Florida. I 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.


Timothy F. Campbell, its Incorporator

STATE OF FLORIDA
COUNTY OF POLK

The foregoing Articles of Incorporation were acknowledged before me this 26th day of September, 2017, by Timothy F. Campbell, as Incorporator of CROSSROADS COMMERCE CENTER PROPERTY OWNERS' ASSOCIATION, INC., a Florida not-for-profit corporation, ☒ who is personally known to me or ☐ has produced a Florida driver's license as identification.



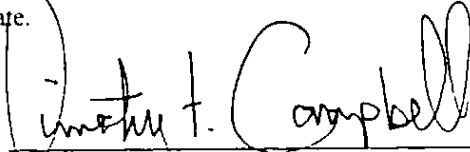

Printed Name: _____
Notary Public
State of Florida at Large

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**

Pursuant to *Fla. Stat. § 48.091* and *Fla. Stat. § 617.0501*, the following is submitted, in compliance with said Act:

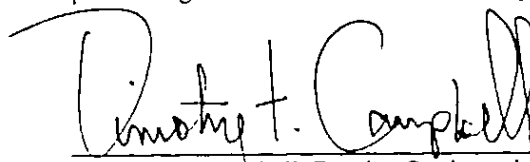
That CROSSROADS COMMERCE CENTER PROPERTY OWNERS' ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, has named Timothy F. Campbell, Esquire, located at 500 South Florida Avenue, Suite 800, Lakeland, Florida 33801, as its agent to accept service of process within this state.



Timothy F. Campbell, its Incorporator

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office. I am familiar with and accept the obligations of *Florida Statutes, Chapter 48 and Chapter 617*.



Timothy F. Campbell, Esquire, Registered Agent