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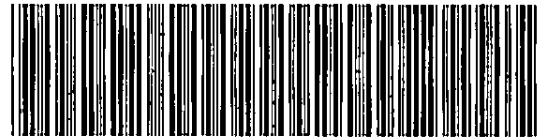
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TALLAHASSEE, FLORIDA

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FEB 26 2018

COVER LETTER

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

SUBJECT: Highpoint Crossing Association, Inc.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00 ☐ \$78.75
Filing Fee Filing Fee
 & Certificate of Status

☐ \$78.75 ☒ \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
 & Certificate of
 Status
ADDITIONAL COPY REQUIRED

FROM: Darryl J. Tompkins, Esquire

Name (Printed or typed)

Post Office Box 519

Address

Alachua, Florida 32616

City, State & Zip

(386) 418-1000

Daytime Telephone number

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
HIGHPOINT CROSSING ASSOCIATION, INC.

In compliance with the requirements of Florida Statutes, Chapter 617 the undersigned, all of whom are residents of Alachua County, Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is HIGHPOINT CROSSING ASSOCIATION, INC., hereafter called the "Association."

ARTICLE II
DURATION

The corporation shall exist perpetually.

ARTICLE III

The principal office of the Association is located at 15260 NW 147th Drive, Suite 100 Alachua, Florida, 32615.

ARTICLE IV

James W. McCauley, whose address is 15260 NW 147th Drive, Suite 100, Alachua, Florida, 32615, is hereby appointed as registered agent of this Association.

ARTICLE V
PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purpose for which it is formed is to provide for maintenance, preservation and architectural control of the commercial/retail center, Common Area within that certain tract of property commonly known as HIGHPOINT CROSSING and more particularly described in the plat thereof to be recorded in the public records of Alachua County, Florida, and to promote the health, safety and welfare of the owners within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for such purpose.

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In furtherance of such purposes, the Association shall have the power to:

a. exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions and hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the Office of the Clerk of the Court of Alachua County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

b. fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the declaration; to pay all expenses in connection therewith 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;

c. acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

d. borrow money, and with the assent of two-thirds (2/3) of all class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

e. 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 or transfer shall be effective unless an instrument has been signed by two-third (2/3) of all class of members, agreed to such dedication, sale or transfer;

f. participate in mergers and consolidations with other non-profit corporations organized for the same purpose or annex additional property and Common Area, provided that such merger, consolidation or annexation shall have the assent of two-third (2/3) of all class of members;

g. have and to exercise any and all powers, rights privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any member.

The Association shall operate, maintain and manage the Surface Water or Storm Water Management System(s) in a manner consistent with Suwannee River Water Management District ("District") permit No. ERP-001-230196-1 and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which related to the Surface Water or

Storm Water Management System(s). The Association shall levy and collect adequate assessments against the member of the Association for the costs of maintenance and operation of the Surface Water or Storm Water Management System(s).

ARTICLE VI SUBSCRIBERS

The name and address of the subscriber is:

James W. McCauley
15260 NW 147th Drive
Suite 100
Alachua, FL 32615

ARTICLE VII BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

James W. McCauley	15260 NW 147th Drive, Suite 100, Alachua, Florida 32615
John Bernard McCauley	64 Heather Road, Sandyford Industrial Estate, Dublin 18, D18WV83
Rita McCauley	c/o Grosvenor Building Services, Inc., 3398 Parkway Center Court, Orlando, Florida 32808

ARTICLES VIII OFFICERS

The affairs of this Association shall be managed by a President, Vice-President, Secretary, and Treasurer and they shall be elected at the first meeting of the Board of Directors following each annual meeting of the members or as otherwise provided in the By-Laws. Until the next election of officers under the Articles of Incorporation, the following shall serve as officers:

President:	James W. McCauley
Vice-President:	John Bernard McCauley
Secretary/Treasurer:	Rita McCauley

ARTICLE IX MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest on any Lot, which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separate from ownership of any Lot which is subject to assessment by the Association.

ARTICLE X VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each acre owned, however if an owner owns a Lot which is less than one (1) acre they shall be entitled to one (1) vote for each Lot which they own. Fractional portions of each acre shall be counted as one (1) vote (by way of example if an owner owns 2.3 acres the owner shall be entitled to three (3) votes). When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall a vote be cast which is greater than the vote computed on the basis of the acreage of the Lot determined herein with respect to any Lot.

Class B. The class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each acre it owns. Fractional portions of each acre shall be counted as three (3) votes. The Class B membership shall cease and be converted to Class A membership on the happening of the following event:

When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

ARTICLES XI AMENDMENTS

Amendments of these Articles shall be adopted upon receiving the affirmative vote of two-thirds (2/3) of all class of members entitled to vote thereon.

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ARTICLE XII DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-third (2/3) of all class of members. 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 to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XIII AMENDMENTS TO BY-LAWS

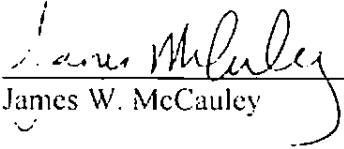
The By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3) of all class members existing at the time of and present at such meeting except that the initial By-Laws of the Association shall be made and adopted by the first Board of Directors.

Should a conflict exist or arise between any of the provisions of the Articles of Incorporation and the provisions of the Bylaws, the provisions of the Articles of Incorporation shall control.

ARTICLE XIV DISSOLUTION OF ASSOCIATION SURFACEWATER MANAGEMENT SYSTEM

Prior to dissolution of this Association, all property, interest in property, whether real, personal or mixed, which is directly or indirectly related to the surfacewater management system, including but without limitation, all lakes, ditches, canals, retention or detention acres, drainage, other surfacewater management works and preservation or conservation areas, wetlands, and wetland mitigation areas which are owned or controlled by the Association or the owners in common, will be dedicated to and accepted for maintenance by the appropriate unit of government or otherwise transferred to and accept for maintenance by an approved entity. Dedication or approval must be authorized by the Suwannee River Water Management District and local government jurisdiction through modification of any and all permits or authorization issued by the Suwannee River Water Management District and local government jurisdiction. Such modification shall be made under the lawfully adopted rules of the Suwannee River Water Management District and local government jurisdiction in effect at the time of application for such modification.

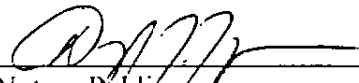
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of the Association, have executed these Articles of Incorporation this 21st day of February 2018.


James W. McCauley

STATE OF FLORIDA
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared James W. McCauley, known to me to be the person described in the foregoing instrument, and he acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 21st day of February, 2018.



Notary Public
My Commission Expires: 8/20/2018



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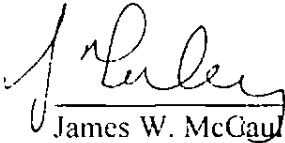
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.019, Florida Statutes, the following is submitted, in compliance with said Act:

First: That HIGHPOINT CROSSING ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Alachua, County of Alachua, State of Florida, has named James W. McCauley, located at 15260 NW 147th Drive, Suite 100, Alachua, Florida 32615, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept in this capacity, and agree to comply with provisions of said Act relative to keeping open said office.



James W. McCauley
Registered Agent

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