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## COVER LETTER

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

SUBJECT: HORIZON WEST TOWNHOMES ASSOCIATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: SILBERMAN LAW  
Name (Printed or typed)

1105 W SWANN AVE  
Address

TAMPA FL 33606  
City, State & Zip

813-434-1266  
Daytime Telephone number

ARON@SL-PA.COM  
E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the articles.**

Prepared by and Return To:  
Aaron Silberman, Esq.  
Silberman Law, P.A.  
1105 W. Swann Avenue  
Tampa, Florida 33606  
Telephone: (813) 434-1266

## ARTICLES OF INCORPORATION OF HORIZON WEST TOWNHOMES ASSOCIATION, INC.

These Articles of Incorporation are being adopted by the undersigned incorporator for the purpose of forming a corporation not-for-profit under the laws of the State of Florida.

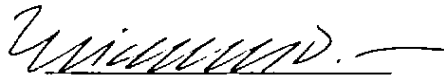
### ARTICLE I NAME AND ADDRESS

The name of this corporation is HORIZON WEST TOWNHOMES ASSOCIATION, INC. (hereinafter called the "Association"), a Florida corporation not-for-profit (hereinafter called the "Association" in these Articles). The principal address for the corporation is 6019 Beacon Shores Street, Tampa, Fl. 33616.

### ARTICLE II REGISTERED OFFICE AND REGISTERED AGENT

The Association's registered office and registered agent will initially be Michael D. Miller, 601 Bayshore Blvd., Suite 700, Tampa, Fl. 33606, and may be changed from time to time by the Board of Directors as provided by law.

*Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in Chapter 605, F.S..*

  
Michael D. Miller

### ARTICLE III PURPOSE

This Association does not contemplate pecuniary gain or profit to its members and the specific purposes for which it is formed are to provide for the maintenance, improvement, operation and architectural control of all common areas, and certain portions of the residential lots, within that certain tract of property (hereinafter called the "Property") in Hillsborough County, Florida.

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## **ARTICLE IV**

### **POWERS**

Without limitation this Association is empowered to:

(a) Declaration. Exercise all rights, powers, privileges, and perform all duties, of this Association pursuant to Florida law and as set forth in the governing documents for the Association (hereinafter called the "Declaration") and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth in full;

(b) Property. In any lawful manner, and except as limited by law or the governing documents of the Association, acquire, own, hold, improve, manage, operate, maintain, repair, replace, operate, convey, sell, lease, transfer, assign, and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with this Association's affairs;

(c) Assessments. Fix, levy, collect, and enforce by any lawful means all charges or assessments established by, or pursuant to, the Declaration; and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder;

(d) Costs. Pay all costs, expenses, and obligations lawfully incurred in connection with this Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against this Association's property;

(e) Borrowing. Borrow money in an amount not to exceed \$5,000.00 with approval of the Board of Directors ("the Board"), and, with the approval of at least five of the eight lots in the subdivision (75%), borrow additional funds, and have the power to pledge, assign, grant security interests in, or otherwise transfer property rights of the Association as security for money borrowed, debts incurred, or any of its other obligations;

(f) Dedications. With the approval of three-fourths (3/4) of all members entitled to vote, in writing or at a meeting, dedicate, sell or transfer all or any part of its property to any public agency, authority, or utility for such purposes, and subject to such conditions as members determine, and as may be further provided in the Declaration;

(g) Rules. From time to time adopt, alter, amend, rescind, and enforce reasonable rules and regulations governing the use of the Lots and Common Property (as those terms are defined in the Declaration) consistent with the rights and duties established by the Declaration and these Articles and other applicable law;

(h) General. Have and exercise all common law rights, powers, and privileges and those that a corporation not-for-profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration or these Articles, or reasonably necessary to effectuate the exercise of any right, power, or privilege so granted;

(i) Enforcement. To enforce by legal means the obligations of the members of this Association and the provisions of the Declaration, and the Bylaws of the Association and other applicable law;

(j) Litigation. To sue or be sued; provided, however, that this Association's right to sue any third party may be limited by the Declaration or the Florida Statutes; and

(k) Engage in all lawful acts permitted or authorized by Chapters 617 and 720 of the Florida Statutes.

## **ARTICLE V MEMBERSHIP**

Every person, who from time to time holds the record fee simple title to, or any undivided fee simple interest in, any Lot that is subject to the provisions of the Declaration is a member of this Association, including contract sellers, but excluding all other persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, and membership may not be transferred other than by transfer of title to such Lot. Each membership is transferred automatically by record conveyance or other transfer of title of a Lot.

## **ARTICLE VI VOTING RIGHTS**

There shall be two classes of membership. Members other than the Developer will be Class A members, and shall be entitled to one (1) vote for each Lot in which they hold the interest required for membership under Article V hereof; provided, however, there shall be only one (1) vote per Lot. In any situation where a person is entitled personally to exercise the vote for his Lot and more than one (1) person holds the interest in such Lot required for membership, the vote for such Lot shall be exercised as those persons determine among themselves. The Lot's vote shall not be counted if different owners cannot agree on how they wish to vote, or attempt to or cast different or partial votes.

The Developer will be a Class B members, and during the Developer Control Period, while the Developer controls a majority of the Board of Directors, the Developer will be entitled to three (3) votes for each lot that it owns.

## **ARTICLE VII BOARD OF DIRECTORS**

This Association's affairs are to be managed by a Board of Directors composed of the three (3) persons. Board members are not required to be members or lot owners. The term of office for all Directors is one year and shall expire at the conclusion of the annual meeting or when his or her successor has been elected or appointed. Any Director may succeed himself or herself in

office. Except for directors serving during the Developer Control Period, who will be appointed by the Developer until such time as the other owners are entitled to elect Directors under the Florida Statutes and the governing documents, all Directors will be elected by secret written ballot at the annual meeting, unless balloting is unanimously waived or there are only three (3) or less candidates nominated. Each member may vote for each vacancy; however, cumulative voting is not permitted. The initial directors of the association are as follows:

Nancy C Floto  
NCF Properties II, LLC  
6019 Beacon Shore St Tampa FL 33616

Ronald J Floto  
NCF Properties II, LLC  
6019 Beacon Shore St Tampa FL 33616

Richard Stenholm  
Stenholm Construction  
3317 W. Dorchester, Tampa FL 33611

#### **ARTICLE VIII** **DURATION**

This Association shall exist perpetually, or until such time as an Association is no longer required to operate and manage the property, as determined by unanimous consent of the lot owners in the community.

#### **ARTICLE IX** **OFFICERS**

The initial officers of the corporation will be:

Nancy C Floto, President  
NCF Properties II, LLC  
6019 Beacon Shore St Tampa FL 33616

Richard Stenholm, Vice President  
Stenholm Construction  
3317 W. Dorchester, Tampa FL 33611

Ronald J Floto, Secretary and Treasurer  
NCF Properties II, LLC  
6019 Beacon Shore St Tampa FL 33616

The officers will serve at the pleasure of the Board, and officers are not required to be owners of property in the subdivision. Following the Developer Control Period, officers will be elected

following the annual meeting and election each year, at the organizational meeting of the new Board. One person may hold multiple offices, provided that no person can simultaneously serve as both the President and Secretary of the corporation.

## **ARTICLE X**

### **BYLAWS**

This Association's Bylaws initially will be adopted by the Board of Directors. Thereafter, the Bylaws maybe altered, amended, or rescinded as provided in the Bylaws.

## **ARTICLE XI**

### **AMENDMENTS**

(a) Amendments to these Articles may be proposed by either the Board of Directors or by a petition signed by at least 50% of the members entitled to vote. Any such petition will be subject to review and editing as to form and legality by legal counsel for the Association.

(b) In order to be adopted each such amendment must have the approval of at least seventy-five percent (75%) of the Lot owners who are entitled to vote, with such amendment to be approved by either written consent or a vote at a membership meeting.

(c) The Developer reserves the right to amend these Articles during the Developer Control Period, provided that no vested rights of Owners may be altered without their consent, and further subject to any limitations in the Florida Statutes.

## **ARTICLE XII**

### **INTERPRETATION**

Express reference is made to the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. Without limitation, all terms defined in the Declaration have the same meaning where used in these Articles. The provisions of these Articles shall be, wherever possible, interpreted to be consistent with the provisions of the Declaration and to be interpreted, construed, and applied with those of the Declaration to avoid inconsistencies or conflicting results. In the event of a conflict, the Declaration shall control over the Articles, and the Articles shall control over the Bylaws.

## **ARTICLE XIII**

### **INDEMNIFICATION**

The corporation shall indemnify any individual who was or is a party to any proceeding (other than an action by, or in the right of, the corporation), by reason of the fact that such individual is or was a director or officer of the corporation, against liability incurred in connection with such proceedings, including any appeal thereof, to the full extent as authorized by law. Said indemnity will include but not be limited to expenses and amounts paid in settlement, expenses of liabilities incurred as a result of such individual serving as a director or officer as hereinabove provided. Indemnification and advancement of expenses as provided herein shall continue as to an

individual who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such an individual, and any amendment or changes to this indemnification provision shall be prospective only and as to individuals who shall serve as a director or officer after the effective date of such amendment.

- (a) However, notwithstanding any other provision of this Article, if the Board of Directors or a court of competent jurisdiction determines that the proceedings against the director or officer who is seeking indemnification either arose out of actions which were outside the scope of the duties or expected activities of such individuals; or arose out of intentional or willful misconduct or self-dealings, or criminal activities; then the Association will be relieved of any obligation to indemnify such individual under this section.
- (b) Further, notwithstanding any other provisions herein, the advancement of funds and retention of legal counsel for any person being indemnified by the Association will be subject to prior Board approval, and any retention of counsel must be coordinated with the Association due to the potential involvement of insurance counsel.

#### ARTICLE XIV INCORPORATOR

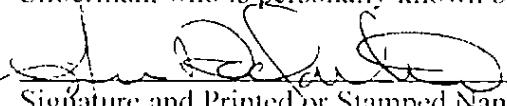
The name and address of the incorporator of this Association is Aaron J. Silberman, Esq., 1105 West Swann Ave, Tampa, Fl. 33606.

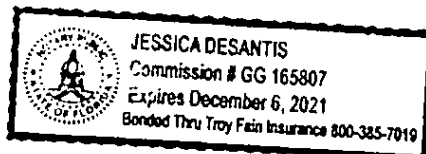
In Witness Whereof, the Incorporator has affixed his signature to these Articles on the date set forth below.

  
\_\_\_\_\_  
Aaron J. Silberman                      3/6/18  
Date

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing was acknowledged before me on this 6th day of March, 2018, by Aaron J. Silberman, who is personally known by me.

  
\_\_\_\_\_  
Signature and Printed or Stamped Name of Notary Public, State of Florida at Large.  
My Commission Expires:



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18 MAR 26 PM 1:52  
TALLAHASSEE, FLORIDA