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FLORIDA PROFIT/NON PROFIT CORPORATION
MORNINGSIDE PARK REPLAT 2 PROPERTY OWNERS
ASSOCIATION, INC.

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**ARTICLES OF INCORPORATION
OF
MORNINGSIDE PARK REPLAT 2 PROPERTY OWNERS ASSOCIATION, INC.**

(A Florida Not-For-Profit Corporation)

I, the undersigned Incorporator, desiring to form a corporation not for profit under Chapter 617, F.S., as amended from time to time, deliver for filing the following Articles of Incorporation for **MORNINGSIDE PARK REPLAT 2 PROPERTY OWNERS ASSOCIATION, INC.** ("Association"), pursuant to *Section 617.02011, F.S.*, as amended from time to time:

Article I
Name and Principal Office

Section 1. The name of the Association shall be **MORNINGSIDE PARK REPLAT 2 PROPERTY OWNERS ASSOCIATION, INC.**

Section 2. The principal office and mailing address of the Association is 1312 Bowman Street, Clermont, Florida 34711.

Article II
Purpose and Powers

Section 1. The purpose for which the Association is organized is to act as a governing association and the managing entity for **MORNINGSIDE PARK REPLAT 2 Subdivision** ("Subdivision") to be located upon the lands in Lake County, Florida, as described in Exhibit "A" attached hereto. All capitalized terms used in these Articles of Incorporation, if not defined, shall have the meanings ascribed to such terms that are contained in the Declaration of Covenants, Conditions, and Restrictions of Morningside Park Replat 2 Subdivision ("Declaration"), or the Bylaws and such meanings are incorporated into these Articles of Incorporation by reference as if set forth herein. To the extent that a provision in these Articles of Incorporation conflicts with the Declaration, the Declaration shall govern. "Developer" means Pillar Homes, LLC, its successors, and/or assigns. "Member" means a member of the Association. The Association shall not be operated for profit and shall make no distributions of income to its Members, directors or officers.

Section 2. The Association shall have all of the powers, rights, and privileges that a corporation organized under the Florida Not For Profit Corporation Act may now or hereafter have or exercise, provided that such powers, rights, and privileges do not conflict with the terms of these Articles, the Bylaws, the Declaration, and Florida Statutes, and provided further that the Association shall have the powers, rights, and privileges reasonably necessary or convenient to operate, maintain, and manage the Association pursuant to the Declaration and Bylaws, as amended from time to time, other documents or agreements that may exist from time to time pertaining to the Subdivision, and Florida Statutes. In addition, the Association shall have the following specific powers and duties:

(a) **Power to Manage Facilities, Property, Contract, and Sue.** The Association may contract and sue with respect to the exercise of the purposes, rights and obligations of the Association

as set forth in the Declaration. For this purpose, the powers of the Association include, but are not limited to, the maintenance, management, and operation of the Facilities, as provided in the Declaration. After control of the Association is obtained by the Members other than the Declarant, the Association may institute, maintain, settle, or appeal actions or hearings in its name on behalf of all Members concerning matters stated in the Declaration and may defend actions in eminent domain or bring inverse condemnation actions.

(b) Assessments; Management of Common Elements. The Association has the power to make and collect Assessments as to each Lot as provided in the Declaration and applicable law. The Association may pay ad valorem taxes and special assessments which are liens against any part of the Subdivision other than the individual Lots and assess the Members therefor. The Association also may contract for maintenance of Facilities in the Subdivision and assess Members for same. The Association may act as agent for Members as required by and in accordance with applicable law in connection with the collection from Members of ad valorem taxes and special assessments and the remittance of same to the county tax collector or appropriate authority. The Association may use the proceeds of the Assessments in the exercise of its powers and duties, and enforce levy of the Assessments as to each Lot through lien and foreclosure or by such other action as may be allowed by the Declaration of applicable law.

The Association may not charge a use fee against a Member for the use of the common elements or the Association property unless otherwise provided in the Declaration or by a majority vote of the Association or unless the charges relate to the expenses incurred by a Member having exclusive use of the common elements or Association Property.

(c) Title to Property. The Association has the power to acquire title to or otherwise hold, convey, lease, grant possessory or use interests in, and mortgage Association property for the use and benefit of its Members on terms the Board of Directors of the Association ("Board") may deem reasonable and in accordance with the Declaration. The power to acquire personal property shall be exercised by the Board in its discretion.

(d) Insurance. The Association shall use its best efforts to obtain and maintain adequate insurance to protect the Association, the Association Property, the Facilities, and any Subdivision Property required to be insured by the Association. The Association also may obtain and maintain other insurance including, but not limited to, liability insurance for the directors and officers, insurance for the benefit of the Association employees, and flood insurance for common elements, limited common elements, Association property, and lots. A copy of each policy of insurance in effect shall be made available for inspection by Members at reasonable times.

Every policy issued to protect the Subdivision shall comply with Florida law.

Every insurance policy issued to an individual Member shall provide that the coverage afforded by such policy is excess over the amount recoverable under any other policy covering the same property without rights of subrogation against the Association.

(e) Official Records. From the inception of the Association, the Association shall maintain each of the items, when applicable, which shall constitute the official record of the Association in a manner which is more fully set forth in law. The Association shall maintain official records in accordance with law and shall make official records available within ten (10) days of receipt of a Member's request as required in Florida law.

The Association shall maintain the following records:

1. Copies of any plans, specifications, permits, and warranties related to improvements constructed on the common areas or other property that the Association is obligated to ss
2. A copy of the bylaws of the Association and of each amendment to the bylaws.
3. A copy of the articles of incorporation of the Association and of each amendment thereto.
4. A copy of the declaration of covenants and a copy of each amendment thereto.
5. A copy of the current rules of the Association.
6. The minutes of all meetings of the board of directors and of the members, which minutes must be retained for at least 7 years.
7. A current roster of all members and their mailing addresses and parcel identifications. The Association shall also maintain the electronic mailing addresses and the numbers designated by members for receiving notice sent by electronic transmission of those members consenting to receive notice by electronic transmission. The electronic mailing addresses and numbers provided by lot owners to receive notice by electronic transmission shall be removed from Association records when consent to receive notice by electronic transmission is revoked. However, the Association is not liable for an erroneous disclosure of the electronic mail address or the number for receiving electronic transmission of notices.
8. All of the Association's insurance policies or a copy thereof, which policies must be retained for at least 7 years.
9. A current copy of all contracts to which the Association is a party, including, without limitation, any management agreement, lease, or other contract under which the Association has any obligation or responsibility. Bids received by the Association for work to be performed must also be considered official records and must be kept for a period of 1 year.

(f) Financial Reports. The Association shall maintain financial and accounting records of the Association, kept according to good accounting practices. All financial and accounting records must be maintained for a period of at least seven (7) years.

(g) Commingling. All funds shall be maintained separately in the Association's name. Reserve and operating funds of the Association may not be commingled for purposes of investment. No manager or business entity required to be licensed or registered under Florida law, and no agent, employee, officer, or director of the Association shall commingle any Association funds with his funds or with funds from any other Subdivision association or community association.

(h) Rules and Regulations. The Association has the power to adopt Rules and Regulations concerning the Lots, the Facilities, and Association property.

(i) Enforcement. The Association has the power to enforce by legal means the rights and responsibilities provided in the Declaration.

(j) Employment of Service Personnel. The Association has the power to employ personnel and enter into agreements reasonably necessary for the performance of services required for the proper exercise of the rights, duties, powers, and functions of the Association.

(k) Contracts for Services. The Association has the power to enter into contracts the Board deems desirable and reasonable, for the provision of services to the Association or the Members, in accordance with the Declaration.

(l) Contract for Management and Maintenance. The Association has the power to contract for the management and maintenance of the Facilities, if and as necessary, and to authorize a management firm to act as the managing entity of the Subdivision, and accordingly, perform all of the functions and duties of the Association in its capacity as the managing entity pursuant to the Declaration, and any applicable law.

(m) Other Authority. The Association has the power to exercise such other power and authority to do and perform every act and thing necessary and proper in the conduct of its business for the accomplishment of its purposes as set forth in these Articles and as permitted by the applicable Florida Statutes.

Article III

Qualification of Members and the Manner of their Admission

Section 1. The Incorporators constitute the sole Members of this Association until the recording of the Declaration naming the Association as the Subdivision association. On recording of the Declaration, the Declarant shall own all of the memberships in the Association. When the purchase price is paid and the deed to a lot is issued and recorded, the Owner automatically becomes a Member. If additional phases are added to the Subdivision, the Declarant initially shall hold all new memberships created, and when the purchase price is paid and the deed to the lot is issued and recorded, the Owner automatically becomes a Member.

Section 2. Ownership of a lot or portion thereof shall be a prerequisite to exercising any rights, powers, and privileges as a Member. A lot may be owned by one or more individuals or by a corporation, partnership, trust, or any other appropriate entity with the power to hold title.

Section 3. Membership shall terminate on the termination of the Subdivision, or on transfer of a Member's ownership interest in the lot. The transferor's membership automatically shall transfer and be vested in the new Owner succeeding to the ownership interest in the lot, subject to a lien for all unpaid Assessments as to the Lot. The Association may rely on a recorded deed as evidence of transfer of a lot and terminate the transferor's membership and recognize the membership of the transferee.

Article IV

Term of Existence

The Association shall have perpetual existence.

Article V
Incorporator

The name and address of the Incorporator to these Articles is as follows:

William R. Lowman, Jr.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place
Suite 1700
Orlando, Florida 32801

Article VI
Officers

The officers of the Association shall consist of a president, vice-president, secretary, treasurer, and such other officers as the Board may from time to time deem appropriate. The officers of the Association shall be elected at the first meeting of the Board, and each annual meeting of the Board thereafter. Any officer may be removed at any meeting by the affirmative vote of a majority of the directors of the Board, either with or without cause, and any vacancy in any office shall be filled by the directors.

The names and addresses of the officers who shall serve until the election of their successors are:

President
Fouad Boutros
1312 Bowman Street
Clermont, Florida 34711

Vice President
Diane Boutros
1312 Bowman Street
Clermont, Florida 34711

Secretary/Treasurer
Lily Boutros
1312 Bowman Street
Clermont, Florida 34711

Article VII
Board of Directors

Section 1. The affairs of the Association shall be managed and conducted by a board of directors consisting of a minimum of three (3) natural persons and no more than seven (7) persons who are 18 years of age or older. The number of the directors may only be changed upon unanimous approval of the Members in accordance with the Bylaws.

Section 2. The initial Board shall consist of three (3) persons. The names and addresses of the initial Board who shall hold office until their successors have been elected and qualified are as follows:

Fouad Boutros
1312 Bowman Street
Clermont, Florida 34711

Diane Boutros
1312 Bowman Street
Clermont, Florida 34711

Lily Boutros
1312 Bowman Street
Clermont, Florida 34711

Article VIII
Bylaws

The By-Laws may be amended by a majority vote of the Members present at the Annual Members Meeting or a special meeting upon an affirmative vote a majority of those members present in person or by proxy. All amendments must be approved by the Board and the Members in order to become enacted as an amendment. However, any such change of the Bylaws shall not affect the rights or interests of the Declarant, its successors, or assigns, or a mortgagee of any Subdivision property or any lot without the written consent of the Declarant and/or mortgagee, respectively. The manner of amending, altering, modifying, or rescinding the Bylaws shall be as set forth in the Bylaws.

Article IX
Amendments to Articles

Section 1. These Articles of Incorporation may only be amended by the unanimous written consent of the Members.

Section 2. Notwithstanding anything in these Articles to the contrary, no amendment shall make any change in the qualifications for membership without approval in writing of all of the Members and the consent of all record holders of mortgages on any Subdivision Property or Association Property. No amendment shall be made that is in conflict with Florida Statutes or the Declaration. No amendment which affects the rights and privileges provided to the Declarant in Chapter 720, F.S., as amended from time to time, or the Declaration shall be effective without written consent of the Declarant. No amendment shall be effective until filed in accordance with the applicable Florida corporation laws and a certified copy of the Articles of Amendment to these Articles are recorded in the Public Records of Lake County, Florida.

Article X
Voting

Section 1. Each lot is entitled to one vote, as provided in the Declaration.

Section 2. Votes may be cast either in person or by proxy, subject to the provisions of the Bylaws. Any person appointed as proxy may, but need not be, an officer or director of the Association, or affiliated with Declarant, its successors, or assigns.

Section 3. For purposes of these Articles, the Bylaws, the Declaration, or any other document of the Association or Subdivision, the term "all Members" when used with reference to voting shall mean the total of all Members entitled to vote and shall not mean just those Members present at the meeting in person or by proxy. No vote appurtenant to a lot shall be cast at any meeting unless the Member(s) owning the lot is registered on the membership book of the Association.

Article XI
Additional Provisions

Section 1. No officer, director, or Member shall be personally liable for any debt or other obligation of the Association except as provided in the Declaration.

Section 2. The Association shall not be operated for profit. No dividend shall be paid, and no part of the Income of the Association shall be distributed to its Members, directors, or officers. The Association may pay compensation in a reasonable amount to its Members, directors, or officers for services rendered, may confer benefits on its Members in conformity with its purposes, and on dissolution or final liquidation may make distributions to its Members as permitted by a court of competent jurisdiction. No such payment, benefit, or distribution shall be deemed to be a dividend or distribution of income.

Section 3. When the context of these Articles permits, the use of the plural shall include the singular and the singular shall include the plural, and the use of any gender shall be deemed to include all genders.

Section 4. Should any paragraph, sentence, phrase, or portion of any provision of these Articles or of the Bylaws or rules and regulations be held invalid or held inapplicable to certain circumstances, it shall not affect the validity of the remaining parts, the remaining instruments, or the application of such provisions to different circumstances.

Article XII
Registered Agent

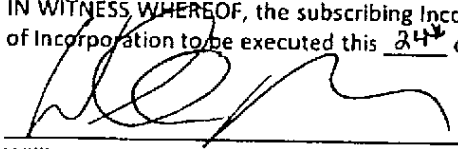
The name and address of the initial registered agent, and the address of the initial registered office of the service of process on the Association within Florida are:

William R. Lowman, Jr.
Shuffield, Lowman & Wilson, P.A.
1000 Legion Place
Suite 1700
Orlando, Florida 32801

The above address is also the address of the registered office and the principal office of the Association.

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IN WITNESS WHEREOF, the subscribing Incorporator has set his hand and seal and caused these Articles of Incorporation to be executed this 24th day of September, 2018.


William R. Lowman, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE

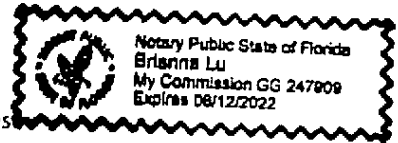
The foregoing instrument was acknowledged before me this 24th day of September, 2018, by William R. Lowman, Jr., who is personally known to me, who executed the foregoing Articles of Incorporation, who did take an oath, and who acknowledged to me that he executed the same freely and voluntarily for the uses and purposes expressed in the Articles.



NOTARY PUBLIC

[SEAL]

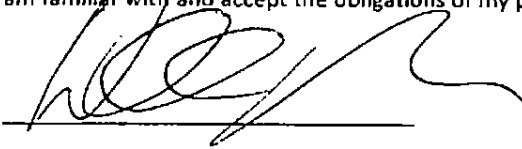
My Commission Expires



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ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in Article XII of the foregoing Articles of Incorporation, 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 any duties, and I am familiar with and accept the obligations of my position as Registered Agent.

A handwritten signature in black ink, appearing to read 'W. R. Lowman', is written over a horizontal line.

William R. Lowman, Registered Agent

Date: September 24, 2018