

N18000012193

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

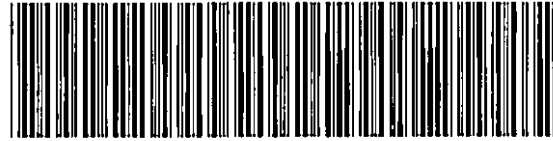
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

NOV 19 2018



200319790482

200319790482  
10/18/18--01027--006 \*\*70.00

2018 NOV 16 AM 11:34



1305 East Plant Street  
Winter Garden, FL 34787  
(407) 656-4500  
www.ortlawfirm.com

October 25, 2018

**VIA FIRST CLASS MAIL**

Florida Department of State  
Division of Corporations  
Attention: Corporate Filings  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32314

***Re: Articles of Incorporation to be filed  
Blackwater Crossing Property Owner Association, Inc.  
Our File No. 180035***

Dear Sir or Madam:

Enclosed please find the corrected Articles of Incorporation for Blackwater Crossing Property Owner Association, Inc. to be filed with the Division of Corporations. The Articles were originally sent to you on or about October 16, 2018 along with our Firm's check number 2254 in the amount of \$70.00 representing the fee to process and file the Articles of Incorporation.

Please do not hesitate to contact our office if you have any questions regarding the foregoing.

Best regards,

Tracy Taylor  
Paralegal

/tt

Enclosures

ARTICLES OF INCORPORATION OF  
BLACKWATER CROSSING PROPERTY OWNER ASSOCIATION, INC.  
A FLORIDA NOT-FOR PROFIT CORPORATION

---

2018 NOV 14 PM 11:54  
FILED  
CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

ARTICLE I  
NAME OF CORPORATION

The name of the Corporation is **BLACKWATER CROSSING PROPERTY OWNER ASSOCIATION, INC.**, a Florida not-for-profit corporation (hereafter called the "Association").

ARTICLE II  
STREET ADDRESS AND MAILING ADDRESS OF THE ASSOCIATION

The street and mailing address of the initial principal office of the Association is 1305 East Plant Street, Winter Garden, Florida, 34787.

ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT

The street and mailing address of the registered office of the Association is 1305 East Plant Street, Winter Garden, Florida, 34787, and Joseph Ort is hereby appointed as the initial registered agent of the Association at that address.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized to operate as a corporation not-for-profit pursuant to Chapter 617 of the Florida Statutes, with the specific purpose to:

- (i) be the governing and administrative property owners association with the duties of governance, maintenance and operation of the real property and improvements subject to the Declaration of Easements, Covenants and Restrictions (the "**Declaration**"), to be recorded in the Public Records of Polk and Osceola Counties, Florida (for purposes of these Articles, all capitalized terms, unless provided otherwise herein, shall have the same meaning as in the Declaration);
- (ii) operate, maintain and manage and to provide for maintenance and preservation of the Surface Water and Stormwater Management Systems as defined in the Declaration;
- (iii) collect assessments pursuant to the Declaration to cover the costs incurred by the Association; and

- (iv) to enforce the covenants and obligations of the Declaration.

## ARTICLE V BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three directors, nor more than five directors, and which shall always be an odd number. The number of members of the Board of Directors shall be determined in accordance with the Bylaws. In the absence of such determination there shall be three members of the Board of Directors.

The names and addresses of the initial members of the Board of Directors who have been appointed by the Declarant and who shall hold office until their successors are elected or appointed, or until removed in accordance with the Bylaws, are as follows:

Joseph Ort	c/o BW Glory, LLC, 1305 East Plant Street, Winter Garden, Florida, 34787
Bennett Holcomb	c/o BW Glory, LLC, 1305 East Plant Street, Winter Garden, Florida, 34787
Whit Duncan	c/o BW Glory, LLC, 1305 East Plant Street, Winter Garden, Florida, 34787

Any director may be removed, and vacancies on the Board of Directors shall be filled, in the manner provided by the Bylaws.

All of the duties and powers of the Association existing under Chapter 617 of the Florida statutes, the Declaration, these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject to the approval by the members only when specifically required.

## ARTICLE VI OFFICERS

The officers of the Association shall include a president, vice president, secretary, treasurer and such other officers as the Board of Directors may from time to time by resolution create. The officers shall serve at the pleasure of the Board of Directors, and the Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of officers. The name of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

Joseph Ort	President
Bennet Holcomb	Secretary / Treasurer

Whit Duncan

Vice President

ARTICLE VII  
INDEMNIFICATION

The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a member of the Board of Directors, employee, officer or agent of the Association, against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in the best interest of the Association; and, with respect to any criminal action or proceeding, if he had no reasonable cause to believe his conduct was unlawful; or in a matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of his or her duty to the Association, unless and only to the extent that the court in which such action or suit was brought determines, upon application, that despite the adjudication of liability, but in the view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon the plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in, or not opposed to, the best interest of the Association; and with respect to any criminal action or proceeding, that he had no reasonable cause to believe that his conduct was unlawful.

To the extent that a member of the Board of Directors, officer, employee or agent of the Association is entitled to indemnification by the Association, in accordance with this article, he shall be indemnified against expenses (including attorney's fees and appellate attorney's fees) actually and reasonably incurred by him in connection there with.

Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceeding; and the members of the Board of Directors, officer, employee or agent shall repay such amount if it shall ultimately be determined that he is not entitled to be indemnified by the Association as authorized in this article.

The indemnification provided by this article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under the laws of the state of Florida, any bylaw, agreement, vote of the members or otherwise. As to action taken in an official capacity while holding office, the indemnification provided by this article shall continue to a person who has ceased to be a member of the Board of Directors, officer, employee, or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a member of the Board of Directors, officer, employee or agent of the

Association, or who is or was serving at the request of the Association as a member of the Board of Directors, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, as arising out of his status as such, whether or not the Association would have the power to indemnify him again such a liability under the provisions of this article. As used in this article, the masculine shall include the feminine.

#### ARTICLE VIII BYLAWS

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

#### ARTICLE IX AMENDMENTS

Amendments to these articles shall be governed by the Bylaws.

#### ARTICLE X TERM

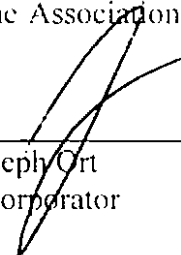
Existence of the Association shall commence with the filing of these articles of incorporation with the Secretary of State, State of Florida. The Association shall exist in perpetuity.

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 the Water Management District prior to such termination, dissolution or liquidation.

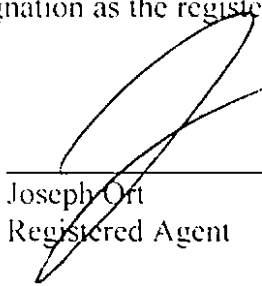
#### ARTICLE XI INCORPORATOR

The name and street address of the incorporator is Joseph Ort, 1305 East Plant Street, Winter Garden, Florida, 34787.

**IN WITNESS WHEREOF**, for the purposes of forming a corporation under the laws of the state of Florida, the undersigned, constituting the incorporator of the Association, has executed these Articles this 24th day of October, 2018.

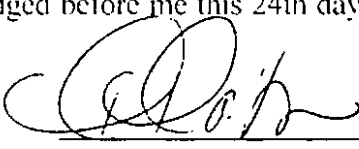
  
\_\_\_\_\_  
Joseph Ort  
Incorporator

The undersigned hereby accepts the foregoing designation as the registered agent for said Corporation.

  
\_\_\_\_\_  
Joseph Ort  
Registered Agent

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24th day of October, 2018 by **Joseph Ort**, as who is personally known to me.

  
\_\_\_\_\_  
Notary Public

Print Name: TRACY Taylor

My Commission Expires:

Notary Stamp:

