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

SUBJECT: Palm Island Property Owners 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: McCabe & Ronsman / Alexandra M. Amador, Esq.

Name (Printed or typed)

111 Solana Road, Suite B

Address

Ponte Vedra Beach, FL 32082

City, State & Zip

904-396-0090

Daytime Telephone number

gleonc@cornerlotdevelopment.com

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
PALM ISLAND PROPERTY OWNERS ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned hereby files these Articles of Incorporation for the purpose of forming a corporation not-for-profit and does hereby certify:

**ARTICLE I
NAME**

The name of the corporation is Palm Island Property Owners Association, Inc., a Florida not-for-profit corporation ("**Association**").

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Association is located at 1538 Hendricks Avenue, Unit 2, Jacksonville, Florida 32207.

**ARTICLE III
REGISTERED AGENT AND ADDRESS**

George Leone whose address is 1538 Hendricks Avenue, Unit 2, Jacksonville, Florida 32207, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof and the specific purposes for which it is formed are to provide for the operation, maintenance and administration of the Common Areas within that certain tract of property described in that certain Declaration of Covenants, Conditions and Restrictions recorded or to be recorded in the Public Records of Duval County, Florida ("**Declaration**") and to promote the value and desirability of the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

(A) exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in the Declaration 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, including, without limitation, the costs of operating and

maintaining the Stormwater Management System and mitigation or preservation areas, including but not limited to work within retention areas drainage structures and drainage easements; 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 or Interests therein in connection with the affairs of the Association;

(D) borrow money and, with the assent of two-thirds (2/3) of each 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-thirds (2/3) of each class of members agreeing to such dedication, sale or transfer;

(F) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(G) operate, maintain and manage the Stormwater Management system in a manner consistent with the requirements of St. Johns River Water Management District Permit No. 25677-6 and applicable District rules, and assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the Stormwater Management System; and

(H) have and to exercise any and all powers, rights and 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.

ARTICLE V **MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest to any Lot shall be a member of the Association, including contract sellers. 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 separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI **VOTING RIGHTS**

The Association shall have two (2) classes of voting membership:

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ST. JOHNS RIVER
FLORIDA

Class A. Class A members shall be all Owners with the exception of Declarant and shall be entitled to one vote for each Lot owned. 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 never than one vote be cast with respect to any Lot.

Class B. Class B member(s) shall be Declarant who shall be entitled to one (1) vote, plus two (2) votes for each vote entitled to be cast in the aggregate at any time and from time to time by the Class A Members. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) three (3) months following the date 90 percent of the Lots with completed homes thereon have been conveyed to Owners other than Declarant; or
- (b) the election by Declarant to terminate its Class B membership.

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 Bylaws 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:

<u>NAME</u>	<u>ADDRESS</u>
Andy Allen	1538 Hendricks Avenue, Unit 2 Jacksonville, Florida 32207
George Leone	1538 Hendricks Avenue, Unit 2 Jacksonville, Florida 32207
Jen Holdeman	1538 Hendricks Avenue, Unit 2 Jacksonville, Florida 32207

At the first annual meeting following such time as Declarant voluntarily relinquishes its right to vote as Declarant in Association matters, the members shall elect one (1) director for a term of one (1) year, one (1) director for a term of two (2) years and one (1) director for a term of three (3) years and at each annual meeting thereafter the members shall elect one (1) director for a term of three (3) years. The candidate with the highest number of votes will fill the three-year term seat, the candidate with the next highest number of votes will fill the two-year term seat, and the candidate with the next highest number of votes will fill the one-year term seat. Thereafter, each Director will be elected for a three-year term, resulting in staggered terms.

ARTICLE VIII

TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its directors or officers or between the Association and any other corporation, partnership, association or other organization in which one or more of its directors or officers are directors or officers or in which

they have a financial interest shall be invalid, void or voidable solely for this reason or solely because the director or officer is present at or participates in the meeting of the board or committee thereof which authorizes the contract or transaction or solely because his/her or their votes are counted for such purpose. All such contracts or transactions shall, however, be fair and reasonable and upon terms reasonably comparable to those which could be obtained in arms-length transactions with unrelated entities. No director or officer of the Association shall incur liability by reason of the fact that he/she is or may be interest in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE IX **DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each 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.

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 would comply with Rule 62-330.310, Florida Administrative Code and Applicant's Handbook Volume 1, Section 12.3 and be approved by the St. Johns Water Management District prior to such termination, dissolution or liquidation.

ARTICLE X **DURATION**

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

ARTICLE XI **AMENDMENTS**

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

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ARTICLE XII
DEFINITIONS

All defined terms contained in these Articles shall have the same meanings assigned to them by the Declaration.

ARTICLE XIII
INCORPORATOR

The name and address of the Incorporator is:

Name: Andy Allen

Address: 1538 Hendricks Avenue, Unit 2
Jacksonville, Florida 32207

NOTARY PUBLIC
STATE OF FLORIDA
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IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting the incorporator(s) of this Association have executed these Articles of Incorporation as of the 7 day of February, 2019.

STATE OF FLORIDA }
COUNTY OF Duval } SS

The foregoing Articles of Incorporation were acknowledged before me this 7 day of February, 2019, by Andy Allen, as Incorporator.



CHELSEA WHITE
Commission # GG 260189
Expires June 13, 2021
Bonded thru Budget Notary Services

Chelsea White
(Print Name Chelsea White)
NOTARY PUBLIC
State of Florida at Large
Commission# 260189
My Commission Expires: 6-13-21
Personally known ✓
or Produced I.D. _____
[check one of the above]
Type of Identification Produced _____

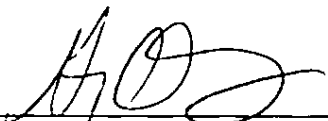
**CERTIFICATE NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

Palm Island Property Owners Association, Inc., a corporation duly organized and existing under the laws of the State of Florida, with principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, has named George Leone, located at 1538 Hendricks Avenue, Unit 2, Jacksonville, Florida 32207, 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 to at in this capacity, and agree to comply with provisions relative to said office.



George Leone, Registered Agent
Date: 2/7/19_____

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ALL AMESSEE FLORIDA