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Anderson Givens + Fredenicks
(Requestor's Name)

1689 Mahan Center Blvd.
(Address)

Ste B
(Address)

Tallahassee, FL 32308
(City/State/Zip/Phone #)



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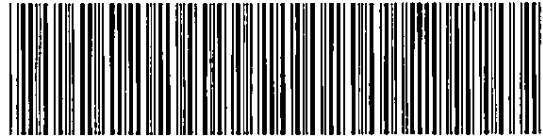
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OCT 21 2019

Prepared by and return to:
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Tallahassee, FL 32308
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**ARTICLES OF INCORPORATION
OF
HIDDEN HARBOR PROPERTY OWNERS ASSOCIATION, INC.
a Florida corporation, Not-for-Profit**

These are the Articles of Incorporation of **HIDDEN HARBOR PROPERTY OWNERS ASSOCIATION, INC.**, a not-for-profit corporation under Chapter 617, Florida Statutes:

**ARTICLE 1
NAME**

The name of the corporation shall be **HIDDEN HARBOR PROPERTY OWNERS ASSOCIATION, INC.** (hereinafter referred to as the "Association").

**ARTICLE 2
PRINCIPAL OFFICE**

The principal office and mailing address of the Association shall be located at 1689 Mahan Center Blvd, Suite B, Tallahassee, FL 32308. The Association Board of Directors may change the location of the principal office of the Association and its mailing address from time to time as provided by law.

**ARTICLE 3
DURATION**

The period of duration of the Association is perpetual.

**ARTICLE 4
PURPOSE**

The Association does not contemplate pecuniary gain or benefit, direct or indirect, to its Members. By way of explanation and not limitation, the purposes for which the Association is organized are:

(a) To be and constitute the Association to which reference is made in the Declaration, to perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as set forth in the Declaration, these Articles of Incorporation and the Bylaws of the Association as provided by law;

**ARTICLES OF INCORPORATION
HIDDEN HARBOR PROPERTY OWNERS ASSOCIATION, INC.**

(b) To provide an entity for the maintenance, management, and control of certain property located in Franklin County, Florida, which property is subject to the **DECLARATION OF THE HIDDEN HARBOR LAND USE COVENANTS**, and is recorded in the Public Records of Franklin County, Florida, as same shall from time to time be amended and supplemented (the "Declaration");

(c) To provide for the ownership, operation, maintenance and preservation of any Common Areas and for the maintenance and improvement of any easements granted to the Association within the lands subject to the Declaration and such additional properties as may be added thereto from time to time by annexation or otherwise as provided in the Declaration and in these Articles;

(d) To promote the social welfare and education of the members hereof, and to promote the public safety within the confines of HIDDEN HARBOR subdivision, including, but not limited to, the prevention of cruelty and danger to children and animals, and to generally promote the physical fitness and welfare, all for the benefit only of the members hereof; and

(e) Insofar as permitted by law, to do anything that, in the opinion of the Board of Directors, will promote the common benefit and enjoyment of the residents of HIDDEN HARBOR.

<p style="text-align: center;">ARTICLE 5 POWERS</p>

The powers of the Association shall include and be governed by the following provisions:

General Powers. In furtherance of its purposes, the Association shall have the following powers, which, unless indicated otherwise by the Declaration or Bylaws of the Association, may be exercised by the Board of Directors:

(a) All of the powers conferred upon not-for-profit corporations by common law and Florida Statutes in effect from time to time; and

(b) All of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the Bylaws and the Declaration, including, without limitation, the following:

- (1) The power to fix, levy and collect adequate Assessments against Parcels, as provided in and subject to the Declaration;
- (2) The power to expend monies assessed and collected for the purpose of paying the expenses of the Association, including without limitation costs and expenses as provided in the Declaration;

- (3) The power to manage, control, operate, maintain, repair and improve the Common Areas;
- (4) The power to purchase supplies and materials and lease equipment required for the maintenance, repair, replacement, operation and management of the subdivision as provided in the Declaration;
- (5) The power to insure and keep insured Association Property and the Common Areas, if any;
- (6) The power to employ the personnel required for the operation and management of the Association and the subdivision;
- (7) The power to pay utility bills for utilities serving the Common Areas;
- (8) The power to pay all taxes, licenses, assessments or other governmental assessments which are liens against the Association Property or Common Areas, if any;
- (9) The power to establish and maintain a reserve fund for capital improvements, repairs and replacements;
- (10) Subject to applicable laws, ordinances and governmental regulation the power to control and regulate the use of the Parcel and Common Areas, if any;
- (11) The power to acquire (by gift, purchase or otherwise), own hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, mortgage, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
- (12) The power to make reasonable Rules and Regulations and to amend the same from time to time;
- (13) The power to enforce by any legal means the provisions of these Articles, the Bylaws, the Declaration and the Rules and Regulations promulgated by the Association from time to time;
- (14) The power to borrow money, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred and to select depositories for the Association's funds, and to determine the manner of receiving, depositing, and disbursing those funds and the form of checks and the person or persons by whom the same shall be signed, when not signed as otherwise provided in the Bylaws;

**ARTICLE 9
OFFICERS**

The officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer. The Bylaws of the Association shall specify the election, term, qualifications and duties of Association officers, except that the initial officers of the Association shall be:

President	Robert Andrew Miller
Vice President	John Dozier
Treasurer	Brian Scruggs
Secretary	Ron Sachs

**ARTICLE 10
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by, or imposed upon him in connection with any proceeding or the settlement of any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a Director or officer of the Association, whether or not he is a Director or officer at the time such expenses are incurred, except when the Directors or officer is adjudged-guilty of willful and wanton misfeasance or malfeasance in the performance of his duties provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

**ARTICLE 11
REGISTERED AGENT**

The street address of the registered agent of this corporation is 1689 Mahan Center Blvd, Suite B, Tallahassee, FL 32308 and the name of the Registered Agent of this corporation at that address is Anderson, Givens & Fredericks, P.A. The Association Board of Directors may change the Association's registered office and registered agent from time to time as permitted by law.

**ARTICLE 12
BYLAWS**

The Association Bylaws may be amended in the manner provided by the Bylaws.

**ARTICLE 13
AMENDMENTS**

These Articles may be amended in the following manner:

(a) Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

(b) A resolution adopting an amendment may be proposed by either the Board of Directors of the Association or by twenty percent (20%) of the Members of the Association petitioning for a Membership meeting. Upon any amendment or amendments to these Articles of Incorporation being proposed by the Board of Directors or Members, such proposed amendment or amendments shall be transmitted to the President of the Association, or the acting chief executive officer in his absence, and a Meeting of the Members of the Association shall be called not later than sixty (60) days from the receipt by him of the proposed amendment or amendments. Except as elsewhere provided, an amendment must be approved by at least a majority of the Membership of the Association who are present, in person or by proxy, at a meeting for that purpose.

(c) Limitation and Recording. As elsewhere provided, however, no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of Members without approval in writing by all Members so affected. No amendment shall be made that is in conflict with the Declaration. Amendments to these Articles shall become effective upon recordation unless a later effective date is specified therein.

**ARTICLE 14
INCORPORATOR**

The name and address of the incorporator is: Robert Andrew Miller 2713 Lucerne Drive, Tallahassee, FL 32303.

In witness whereof, for the purpose of forming this corporation under the laws of the state of Florida, the undersigned, constituting the sole incorporator of the Association, has executed these Articles of incorporation on this 9th day of October 2019.

Incorporator Signature: [Signature]

STATE OF FLORIDA COUNTY OF Leon

The foregoing instrument was acknowledged before me this 9th day of October, 2019, by Adam Miller. He is personally known to me or has produced as identification.



NOTARY PUBLIC

sign

Amy V Hanstein

print

Amy V Hanstein

State of Florida at Large (Seal)

My Commission expires: 3/8/2023

RECORDED AT STATE
TALLAHASSEE, FL

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