

Division of Corporations

N19000012501

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H19000355786 3)))



H190003557863ABCE

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850) 617-6381

## From:

Account Name : HOLDING COMPANY OF THE VILLAGES, INC.  
Account Number : I20180000040  
Phone : (352) 753-6270  
Fax Number : (352) 753-6279

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: legalnotices@thevillages.com

**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**GOVERNOR RICK SCOTT INDUSTRIAL PARK POA, INC.**

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$78.75

19 DEC 19 AM 3:37

(((H19000355786 3)))

**ARTICLES OF INCORPORATION OF  
GOVERNOR RICK SCOTT INDUSTRIAL PARK POA, INC.**

THE UNDERSIGNED HEREBY ASSOCIATE THEMSELVES FOR THE PURPOSE OF FORMING A CORPORATION NOT-FOR-PROFIT UNDER AND PURSUANT TO CHAPTER 617, FLORIDA STATUTES, AND DO HEREBY CERTIFY AS FOLLOWS:

**ARTICLE I  
NAME AND ADDRESS**

1.1 The name of the corporation shall be **GOVERNOR RICK SCOTT INDUSTRIAL PARK POA, INC.**, a Florida not for profit corporation ("Association") and its initial principal place of business and mailing address shall be 3619 Kiessel Road, The Villages, Florida 32163.

**ARTICLE II  
PURPOSES AND POWERS**

2.1 Purposes. The Association's specific, primary purposes are to provide for maintenance and preservation of the common areas within certain tracts of real property described in the Declaration of Covenants, Conditions, and Restrictions For Governor Rick Scott Industrial Park (as amended from time to time, the "Declaration"), and to promote the health, safety and welfare of the owners within the real property more specifically described in the Declaration (the "Property") and such additions thereto as may hereafter be brought within the jurisdiction of the Association for such purposes.

2.2 Powers. In furtherance of such purposes set forth in Section 2.1 above, the Association shall have the power to:

- a. Perform all of the duties and obligations of the Association as set forth in the Declaration.
- b. Affix, levy, collect and enforce payment by any lawful means of all charges and assessments pursuant to the terms of the Declaration, these Articles, and the Bylaws of the Association; and pay all expenses in connection therewith, and all office and other expenses incidental to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied on or imposed against the Property.
- c. Acquire (by gift, purchase or otherwise), own, hold and improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the Association.

(((H19000355786 3)))

(((H19000355786 3)))

- d. Borrow money and, subject to the consent by vote or written instrument of two-thirds (2/3) of the eligible Member voters, mortgage, pledge, convey by deed of 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 areas to any municipality, public agency, authority, Community Development District, or utility for such purposes and subject to such conditions as may be agreed upon by the Members. No such dedication, sale or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the Members, agreeing to such dedication, sale or transfer.
- f. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional property or common areas, provided that any merger, consolidation or annexation shall have the assent by vote or written instrument of two-thirds (2/3) of the Members.
- g. Have and exercise any and all powers, rights and privileges that a nonprofit corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

2.3 The Association is organized and shall be operated exclusively for the purposes set forth above. The activities of the Association will be financed by assessments against Members as provided in the Declaration, and no part of any net earnings of the Association will inure to the benefit of any Member.

### **ARTICLE III**

#### **MEMBERS**

3.1 Every person or entity who is the record owner of a fee or undivided fee interest in any lot which is subject by covenant of record to assessment by the Association, including contract sellers, but excluding persons or entities holding title merely as security for performance of an obligation, shall be a member of the Association ("Member"). Membership shall be appurtenant to and may not be separated from ownership of a parcel which is subject to assessment by the Association. If title to a lot is held by more than one person, the lot owners shall designate one owner to be a Member and act on behalf of all persons holding title to that lot.

### **ARTICLE IV**

#### **DURATION**

4.1 The period of duration of the Association shall be perpetual.

(((H19000355786 3)))

(((H19000355786 3)))

**ARTICLE V**  
**OFFICERS AND DIRECTORS**

5.1 The affairs of the Association will be managed by a Board of Directors. The Board of Directors shall appoint a President, Vice President, Secretary, and Treasurer, who may or may not be members of the Board of Directors. Such officers shall be appointed at the first annual meeting of the Board of Directors.

5.2 The names and addresses of the officers who shall hold office until their successors are appointed are as follows:

<u>OFFICER</u>	<u>TITLE</u>	<u>ADDRESS</u>
Matthew Hoopfer	President	3597 Kiessel Road The Villages, FL 32163
Martin L. Dzuro	Vice President	3601 Kiessel Road The Villages, FL 32163
Kenneth Stoff	Secretary/Treasurer	3619 Kiessel Road The Villages, FL 32163

5.3 The number of persons constituting the first Board of Directors of the Association shall be three (3), and thereafter, the membership shall consist of not less than three (3) and not more than five (5), and the names and addresses of the persons who shall serve as Directors until the first election are:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Matthew Hoopfer	3597 Kiessel Road The Villages, FL 32163
Martin L. Dzuro	3601 Kiessel Road The Villages, FL 32163
Kenneth Stoff	3619 Kiessel Road The Villages, FL 32163

5.4 The method by which Directors are elected shall be as set forth in the Bylaws.

**ARTICLE VI**  
**BYLAWS**

6.1 The Bylaws of the Association may be made, altered or rescinded at any annual meeting of the Association, or at special meeting duly called for such purpose, on the affirmative

(((H19000355786 3)))

vote of a majority of the number of total votes of the Members entitled to vote at the time of such meeting, except that the initial Bylaws of the Association shall be made and adopted by the Board of Directors.

#### **ARTICLE VII AMENDMENTS**

7.1 Amendments to these Articles of Incorporation may be proposed by any Member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of a majority of the number of total votes of the Members entitled to vote at the time of such meeting.

#### **ARTICLE VIII VOTING**

8.1 The voting rights in the Association shall be as follows: Each Member, other than Declarant, shall be entitled to one (1) vote per acre of the Member's lot and the Declarant shall be entitled to four (4) votes per acre of each lot owned by Declarant.

#### **ARTICLE IX INCORPORATOR**

9.1 Martin L. Dzuro, whose address is 3601 Kiessel Road, The Villages, Florida 32163, will act as the incorporator for the Association.

#### **ARTICLE X DISSOLUTION**

10.1 Upon a two-thirds (2/3) vote of the votes cast by Members present at a special meeting called for that purpose, the Corporation may be dissolved. The procedures for dissolution will be as set forth in Chapter 617 Florida Statutes. If the Association is dissolved, the Stormwater System, as defined in the Declaration, shall be conveyed to an appropriate agency of local government, and if not accepted, then the Stormwater System shall be dedicated and conveyed to a similar not-for-profit corporation.

#### **ARTICLE XI REGISTERED AGENT**

11.1 The initial registered agent of the Corporation shall be Erick D. Langenbrunner, Esq. and the initial registered address of the Corporation shall be 3619 Kiessel Road, The Villages, Florida 32163.

(((H19000355786 3)))

((H19000355786 3)))

**ARTICLE XII**  
**EFFECTIVE DATE**

12.1 The effective date of this Corporation shall be upon filing with the Office of the Secretary of State of the State of Florida.

**ARTICLE XIII**  
**INDEMNIFICATION**

13.1 Each Director and Officer of this Association shall be indemnified by the Association against all costs and expense reasonable incurred or imposed upon him or her in connection with or arising out of any action, suit or proceedings in which he or she may be involved or to which he or she may be made a party by reason of his or her having been a Director or Officer of this Association, such expense to include the cost of reasonable settlements (other than amounts paid to the Association itself).

Any capitalized term not defined herein shall have the definition ascribed to it in the Bylaws.

[Signature Page to Follow]

19 DEC 10 AM 3:37

((H19000355786 3)))

(((H19000355786 3)))

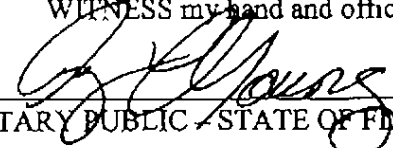
Executed this 9<sup>th</sup> day of December, 2019.

INCORPORATOR:

  
Martin L. DzuroSTATE OF FLORIDA  
COUNTY OF SUMTER

I HEREBY CERTIFY that on this 9<sup>th</sup> day of December, 2019, before me, the undersigned authority, personally appeared Martin L. Dzuro, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal the day and year first above written.

  
NOTARY PUBLIC - STATE OF FLORIDA

SEAL

Print Name: Amy L. YoungCommission Number: FF978971

AMY L. YOUNG


MY COMMISSION # FF 978971

EXPIRES: June 21, 2020

Deposited Trust Business Memory Services

## ACCEPTANCE BY REGISTERED AGENT:

I AM FAMILIAR WITH AND ACCEPT THE DUTIES AND RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.

  
Erick D. Langenbrunner, Esquire

19 DEC 10 AM 3:37

(((H19000355786 3)))