

2/25/2020

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FLORIDA PROFIT/NON PROFIT CORPORATION**Mill Creek Forest Homeowners Association, Inc.**

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ARTICLES OF INCORPORATION OF
MILL CREEK FOREST HOMEOWNERS ASSOCIATION, INC.

In compliance with Chapter 617, F.S., (Not-for-Profit)

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I
NAME

The name of the corporation is Mill Creek Forest Homeowners Association, Inc., hereafter called the "Association."

ARTICLE II
PRINCIPAL OFFICE

The principal office of the Association is located at 40 Everest Lane, Suite 5, St. Johns, Florida 32259.

ARTICLE III
REGISTERED AGENT

CT CORPORATION SYSTEM whose address is 1200 SOUTH PINE ISLAND ROAD, PLANTATION, FLORIDA 33324 is hereby appointed to initial registered agent of the 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 purpose for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Areas within that certain property described in the Declaration of Covenants and Restrictions for Mill Creek Forest, ("Declaration") and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileged and to perform all of the duties and obligations of the Association as set forth in that certain Declaration and Bylaws applicable to the property, 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; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association,

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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 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 and 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 nonprofit 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) 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 not or hereafter have or exercise.

ARTICLE V MEMBERSHIP

Every person or entity who is an Owner, as defined in the Declaration, shall be a member of the Association. 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 or any Lot which is subject to assessment by the Association and there shall be no other qualifications for membership in the Association.

ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership:

(a) Class A Members. Class A Members shall be all Owners, with the exception of Developer, who shall be entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest in any Lot, all such persons shall be Members. However, the vote for any such Lot shall be exercised as Owner's thereof shall determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

(b) Class B Members. Class B Member shall be Developer who shall be entitled to three (3) votes for each vote held by 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:

(i) Three (3) months after ninety percent (90%) of the Lots or other parcels located within all phases of the Subdivision that will ultimately be subject to administration by the Association have been conveyed to members of the Association other than builders, contractors, or others who purchased a Lot or parcel for the purpose of constructing improvements thereon for resale; or

(ii) Such earlier date as Developer may choose to terminate the Class B Membership upon notice to the Association.

ARTICLE VII BOARD OF DIRECTORS

The Board of Directors of the Association shall be composed of not less than three (3) Directors, who shall be members of the Association. The number of directors may be changed by in accordance with the provision of the By-Laws of the Association.

ARTICLE VIII MANNER OF ELECTION

The manner in which the directors are elected and appointed shall be as set forth in the Bylaws.

ARTICLE IX OFFICERS

The affairs of the corporations shall be managed by a president and vice-president, which shall be members of the Board of Directors, a secretary and treasurer. Officers shall be elected annually by the Board of Directors at the first meeting of the Board of Directors following the annual meeting of the members. The officers of the corporation who shall serve until the first election are as follows:

Brian Loftus – President
40 Everest Lane, Suite 5
St. Johns, FL 32259

Alek Schroeder – Vice President
40 Everest Lane, Suite 5
St. Johns, FL 32259

Quincy Hardy – Secretary
40 Everest Lane, Suite 5
St. Johns, FL 32259

ARTICLE X DURATION

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

ARTICLE XI AMENDMENTS

Amendment to these Articles may be proposed by the Board of Directors or by not less than thirty percent (30%) of the entire membership and adoption of any such amendment shall require the assent of a majority of each class of members.

ARTICLE XII BY-LAWS

The initial By-Laws of the corporation shall be adopted by the Board of Directors. Thereafter, by-laws may be adopted, altered, or rescinded in accordance with the terms set forth in the By-Laws.

ARTICLE XIII INCORPORATOR

Name: Steve R. Merten
Division President

Address: 40 Everest Lane, Suite 5
St. Johns, Florida 32259

ARTICLE XIV EFFECTIVE DATE

The effective date for this corporation shall be the date these Articles are filed with the Secretary of State.

CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN THE STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

That Mill Creek Forest Homeowners Association, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, County of St. Johns, State of Florida, has named C T Corporation System, as its agent to accept service of process within the State.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

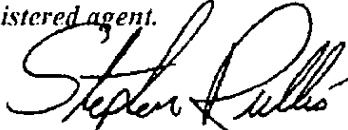
Required Signature of Incorporator

2/22/20
Date

Printed Name: Steve R. Merten
Division President

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



Required Signature of Registered Agent

2/25/2020

Date

Stephen Rullis, Assistant Secretary

Print Name