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T. SCOTT

**FLORIDA PROFIT/NON PROFIT CORPORATION
DURBIN CREEK CROSSING PROPERTY OWNERS
ASSOCIATION, I**

Certificate of Status	1
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

DURBIN CREEK CROSSING PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE I
NAME

The name of this corporation shall be **DURBIN CREEK CROSSING PROPERTY OWNERS ASSOCIATION, INC.** For convenience, the corporation shall be referred to in these Articles of Incorporation as the "**Association.**"

ARTICLE II
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 have perpetual existence.

ARTICLE III
DEFINITIONS

The capitalized terms or phrases used in these Articles of Incorporation without definition shall have the same meanings as given to such terms or phrases in that certain Master Declaration of Restrictive Covenants and Easement Agreement (Durbin Creek Crossing, Jacksonville, Florida), recorded in the Public Records of St. Johns County, Florida, as it may from time to time be amended (the "**Declaration**").

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The Association shall have all the powers of a not-for-profit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles, the Bylaws, or the Declaration. The Association is organized for the purpose, and shall have the power, to enforce, and fulfill the objectives and purposes stated in, the Declaration and shall have all powers necessary or incidental thereto, but the Association shall not have the power to engage in any activity or pursue any purpose for pecuniary profit or that is prohibited to corporations under the laws of the State of Florida. The Association shall have the power and duty to do any and all lawful things which may be authorized, assigned, required or permitted to be done by the Declaration, these Articles or the Bylaws, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association for the benefit of the Owners and for the maintenance, operation and improvement of the Common Maintenance Property. The Association shall have the obligation, authority and power to levy Assessments pursuant to the Declaration, as necessary, against the Members of the Association whose Tracts, Outparcel or Lots are subject to the Declaration. Except to the extent maintenance of any portion

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of the Stormwater Management System has been assumed by any governmental authority, and as may be otherwise provided in the Declaration, the Association shall operate, maintain and manage the Stormwater Management System facilities in a manner consistent with the permit therefor issued by the SJRWMD and in accordance with applicable SJRWMD rules. To the extent provided in the Declaration, the Association shall levy and collect adequate assessments against Members of the Association for the costs of operation, maintenance and management of the Stormwater Management System facilities.

In addition to the foregoing powers, the Association shall also have the power and authority to levy Assessments against all Members necessary to fund the operations of the Association, including, but not necessarily limited to, annual filing fees, the cost of acquiring insurance and providing indemnification to Directors and Officers of the Association to the extent set forth in Article XII of these Articles of Incorporation, and the reimbursement of expenses incurred by Officers or Directors of the Association

ARTICLE V
PRINCIPAL OFFICE

The initial principal office and mailing address of the Association is located at 834 Highland Avenue, Orlando, Florida 32803.

ARTICLE VI
REGISTERED OFFICE AND AGENT

Michael J. Mulhall, 834 Highland Avenue, Orlando, Florida 32803, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

ARTICLE VII
MEMBERSHIP

Every Owner shall be a "Member" of the Association.

ARTICLE VIII
VOTING RIGHTS

A Member's right to vote on the affairs of the Association shall vest immediately upon such Member's qualification for membership as provided in these Articles of Incorporation and the Bylaws of the Association. All voting rights of a Member shall be exercised in accordance with and subject to the restrictions and limitations provided in these Articles of Incorporation, the Bylaws and any other rules of the Association, if any.

Voting rights of all Members shall be as set forth in the Declaration.

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ARTICLE IX
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors who shall be appointed by the Members pursuant to and consistent with the provisions of Article VIII above. The number of Directors constituting the Board of Directors shall at all times be three (3).

Each Director shall be entitled to one (1) vote in Association voting matters.

The term of office of the initial Directors of the Association shall expire at the first meeting of Members at which Directors are appointed. The term of office of all other Directors will expire at the next annual meeting of Members following the appointment of such Directors. Despite the expiration of a Director's term, the Director will continue to serve until a successor is appointed and qualifies. Any Director may be removed from office at any time, with or without cause, by the affirmative vote of a majority of the Members. The names and addresses of the persons who are to act in the capacity of initial Directors until the appointment and qualification of their successors are:

<u>Name</u>	<u>Address</u>
Michael J. Mulhall	834 Highland Avenue Orlando, Florida 32803
Alex Lion-Do	834 Highland Avenue Orlando, Florida 32803
Frank Natanek	2655 North Ocean Drive, Ste. 401, Singer Island, Fl 33404

ARTICLE X
OFFICERS

The affairs of the Association shall be administered by the Officers designated in the Bylaws. The Officers shall be elected by the Directors at the first meeting of the Board of Directors, and they shall serve at the pleasure of the Board of Directors.

ARTICLE XI
DISSOLUTION OF THE ASSOCIATION

Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner:

- (i) Real property contributed to the Association without the receipt of other than nominal consideration shall be returned to the party contributing such property unless it refuses to accept the conveyance (in whole or in part).

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- (ii) Conveyance to a not for profit corporation property owners' association similar to the Association or dedication to any applicable municipal or other governmental authority determined by the Board of Directors of the Association to be appropriate for such dedication, which authority is willing to accept such dedication, of any property and responsibilities of the Association, which association or governmental authority shall then be responsible for the operation and maintenance thereof. If no other association or governmental authority will accept such property and responsibilities then it will be conveyed to a trustee appointed by the Circuit Court of St. Johns County, Florida, which trustee shall sell such property free and clear of the limitations imposed hereby upon terms established by the Circuit Court of St. Johns County, Florida. The proceeds of such a sale shall first be used for the payment of any debts or obligations constituting a lien on such property, then for the payment of any obligations incurred by the trustee in the operation, maintenance, repair and upkeep of such property. The excess proceeds, if any, from the property shall be distributed among Members in a proportion that is equal to the proportionate share of such Members in the Operator Costs of the Association. Notwithstanding anything in the foregoing to the contrary, with respect to the Association's responsibility for the operation and maintenance of the Stormwater Management System, such obligation must be transferred to and accepted by an entity which satisfies the requirements of, and be approved in writing by, the SJRWMD prior to the termination, dissolution or final liquidation of the Association and that portion of the property consisting of the Stormwater Management System cannot be altered, changed or sold separate from the lands associated therewith.

ARTICLE XII INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association, and the Association shall have the power to purchase insurance on their behalf, to the full extent permissible under, and pursuant to the provisions of, Section 617.0831 of the Florida Not For Profit Corporation Act and Sections 607.0850 - 607.0859 of the Florida Business Corporation Act.

ARTICLE XIII BYLAWS

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

ARTICLE XIV INCORPORATOR

The name and address of the Incorporator of this corporation is as follows:

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Name

Address

Robert M. Poppell

420 South Orange Avenue
Suite 1200
Orlando, Florida 32801

ARTICLE XV
MEMBERSHIP CERTIFICATES

Membership in the Association may be evidenced by a certificate of membership which shall contain a statement that the Association is a corporation not for profit.

ARTICLE XVI
AMENDMENT

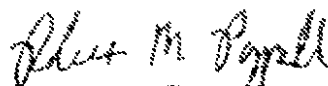
Amendment to the terms or provisions of these Articles of Incorporation shall require the affirmative vote of a majority of the voting interests of the Members. No amendment to these Articles of Incorporation may make any changes: (i) to the qualifications for membership in the Association, (ii) to the powers and rights of the Declarants, (iii) to the voting rights of the Members and Directors, (iv) to the purposes, powers and obligations of the Association, including the powers and obligations of the Association with respect to the SJRWMD and the Stormwater Management System, (v) that in any manner will result in or facilitate the dissolution of the Association or the abandonment or termination by the Association of its obligation to ensure the proper maintenance and operation of the Common Maintenance Property, including specifically, but not limited to, the Stormwater Management System or (vi) to the requirements for amendment to these Articles of Incorporation, and the limitations upon such amendments, as set forth in this Article XVI or (vii) that are in conflict with the Declaration.

ARTICLE XVII
NOTICES

Any notices which may be permitted or required pursuant to these Articles of Incorporation shall be in writing and shall be deemed to have been duly given as of the date and time the same are received at the addressee's address whether same are personally delivered, mailed by United States Postal Service, postage pre-paid by registered or certified mail, return receipt requested, or delivered by Federal Express or other overnight delivery service from which a receipt may be obtained.

In witness whereof, the undersigned has signed these Articles of Incorporation this 27th day of March, 2020.

"INCORPORATOR"



Robert M. Poppell,

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**CERTIFICATE DESIGNATING
REGISTERED AGENT FOR SERVICE OF PROCESS**

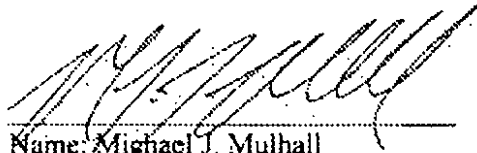
Pursuant to the provisions of Chapters 48 and 617, Florida Statutes, the corporation identified below hereby submits the following statement in designation of the Registered Office and Registered Agent in the State of Florida.

DURBIN CREEK CROSSING PROPERTY OWNERS ASSOCIATION, INC., desiring to organize as a corporation under the laws of the State of Florida, with its registered office at 834 Highland Avenue, Orlando, Florida 32803, has named Michael J. Mulhall, located at the above-registered office, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named as Registered Agent for the above-stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of a registered agent under the laws of the State of Florida and accept to act as Registered Agent for the above-stated corporation and agree to comply with the provisions of all laws applicable to the performance of such office.

Dated as of March 27, 2020.


Name: Michael J. Mulhall