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(Requestor's Name)

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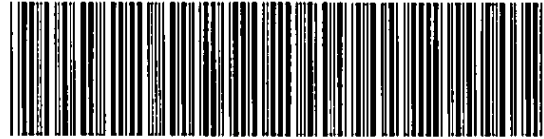
(Business Entity Name)

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JUL 22 2020

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Waterside Place Property

Owners' Association, Inc.:

Annual Report Email Reminders to:

debbie.byerly@smrranch.com

Signature \_\_\_\_\_

Requested by: SETH

07/21/20

Name \_\_\_\_\_

Date \_\_\_\_\_

Time \_\_\_\_\_

Walk-In \_\_\_\_\_

Will Pick Up \_\_\_\_\_

- \_\_\_\_\_ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_

FILED  
2023  
JAN 10 10:00 AM  
CLERK OF COURT  
JAN 10 2023

**ARTICLES OF INCORPORATION  
OF  
WATERSIDE PLACE PROPERTY OWNERS' ASSOCIATION, INC.**

The undersigned incorporator, a resident of the State of Florida of the age of majority, hereby makes, subscribes, acknowledges and files with the Secretary of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

**ARTICLE I. NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is **Waterside Place Property Owners' Association, Inc.**, hereafter sometimes called the "Association" or "Corporation." The principal office and mailing address of this corporation shall be 14400 Covenant Way, Lakewood Ranch, Florida 34202.

These Articles of Incorporation may hereinafter be referred to as the "Articles", and the bylaws of the Association may hereinafter be referred to as the "Bylaws."

**ARTICLE II. DEFINITIONS**

The following terms when used in these Articles of Incorporation (unless the context clearly reflects a different meaning) shall have the following meanings, or if not defined below or otherwise in these Articles of Incorporation, as defined in the Declaration.

1. "Articles" means these Articles of Incorporation, as amended from time to time.
2. "Association" means **Waterside Place Property Owners' Association, Inc.**, a Florida corporation not for profit. The Association is not a condominium association under Chapter 718, *Florida Statutes* and is not a homeowners' association under Chapter 720, *Florida Statutes*.
3. "Board" means the Board of Directors of the Association.
4. "Bylaws" means the Bylaws of the Association, as amended from time to time.
5. "Declarant" means Waterside Place, LLC, a Florida limited liability company, and its successors and assignees pursuant to the terms of the Declaration, and as such term is specifically defined in the Declaration.
6. "Declaration" means the Declaration of Covenants, Conditions, Easements and Restrictions for Waterside Place, which is intended to be recorded in the Public Records of

Sarasota County, Florida, and any supplements and amendments thereto.

7. "Development Parcel" shall mean one of the portions of the Property described in Exhibits B1-B12 of the Declaration, as those may be modified from time to time, as well as any additional Development Parcels that may be created by Declarant in the future by amendment of the Declaration, all pursuant to the terms of the Declaration.
8. "Main Parcel" shall mean all portions of the Property not contained within the Development Parcels.
9. "Member" shall mean a member of the Association and being every person or entity who is a record Owner of a fee simple interest in a Development Parcel within Waterside Place. The term "Voting Member" shall mean any Member entitled to vote from time to time in accordance with the applicable provisions of these Articles, the Bylaws and the Declaration, as applicable.
10. "Owner" means the record owner of the fee simple interest in a Development Parcel, including the Declarant, and as otherwise defined and utilized in the Declaration.
11. "Waterside Place," "Project" and "Property" have the specific meanings set forth in the Declaration, but generally the terms refer to a mixed use development in Sarasota County, Florida that encompasses the Property and is intended to encompass the Development Parcels, Main Parcel and Common Areas, all in accordance with the Declaration and subject to change as provided in the Declaration.

### **ARTICLE III. PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to itself or the Members hereof. This Association is formed specifically to promote the health, safety and general welfare of the owners of all or any portion of the mixed use development known as Waterside Place. This Association is formed generally to perform any legal act or to perform any legal duty or obligation as may legally be permitted by the Florida Not For Profit Corporation Act, *Florida Statutes*, chapter 617 (2019) (the "Act").

The powers of the Association include fulfilling certain powers and duties of operation, administration, maintenance and repair of, and the collection and disbursement of the expenses for, Waterside Place as set forth in the Declaration, together with all other rights and obligations as set forth in the Declaration, these Articles and the Bylaws. Without limitation, the Association has the power to: (a) own and convey property and enter into easements, license agreements and other agreements for such property; (b) establish rules and regulations related to design, control and modification of improvements within Waterside Place and implement and enforce same; (c) assess Members and collect and enforce assessments; (d) to sue and to be sued; (e) own, operate, maintain, repair and replace the Common Areas, and, if not operated, maintained and managed by

the Lakewood Ranch Stewardship District as intended, operate, maintain and manage the surface water and storm water management system if required by the applicable Southwest Florida Water Management District permit and the Declaration; (f) enter into the Declaration and any amendments thereto and instruments contemplated thereby; (g) enforce applicable use and occupancy restrictions and other rules and regulations contained in, or referenced in, the Declaration; (h) such purposes and powers as may be set forth in the Declaration, as same may be amended and supplemented from time to time; and (i) enter into any contracts and take any other action necessary for the purposes for which the Association is organized.

#### **ARTICLE IV. CORPORATE EXISTENCE AND DISSOLUTION**

The Association shall commence upon the filing of these Articles of Incorporation with the Secretary of State, State of Florida. The Corporation shall exist perpetually. Notwithstanding anything in the foregoing to the contrary, the Association may be terminated in accordance with the Declaration and the Bylaws; provided, however, if any state or local government permit or approval document so requires, upon such termination proper written consent shall be duly recorded in the Public Records of Sarasota County, Florida, subject, however to any required prior governmental approval. Without limitation, in the event the Association is dissolved, a perpetual easement for access, maintenance, repair and replacement, in, over and across any Common Areas that contain Drainage System facilities for which the Association still holds maintenance responsibility shall be conveyed to the Stewardship District, as set forth in the Declaration.

#### **ARTICLE V. MEMBERSHIP/VOTING RIGHTS**

In addition to the definition set forth above, the qualifications and rights of Members, the designation of membership classification(s), quorum and voting requirements for meetings and activities of the Members, and notice requirements sufficient to provide notice of meetings and activities of the Members shall be in accordance with and subject to the provisions set forth in the Declaration and the Bylaws of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Development Parcel.

Without limiting the foregoing, the Class A Members are all Owners other than the Declarant until Turnover, when Declarant becomes a Class A Member. Prior to Turnover, Declarant shall be a Class B Member with four (4) times the total number of votes of the Class A Members, plus one. Rights of the Members of each class shall be in accordance with and subject to the provisions set forth in the Declaration and the Bylaws of the Association.

#### **ARTICLE VI. BOARD OF DIRECTORS**

The business affairs of this Association shall be managed by a Board of Directors. The method of election or appointment of the Board of Directors shall be set forth in, and be governed by, the Bylaws.

## **ARTICLE VII. INITIAL DIRECTORS**

The names of the initial Directors of the Association and their street addresses are:

<u>Name</u>	<u>Address</u>
Kirk Boylston	14400 Covenant Way Lakewood Ranch, Florida 34202
Daniel J. Perka	14400 Covenant Way Lakewood Ranch, Florida 34202
Scott J. Almand	14400 Covenant Way Lakewood Ranch, Florida 34202

## **ARTICLE VIII. OFFICERS**

The Officers of the Association, to be elected by the Board of Directors, shall be a President, a Vice-President, a Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two or more offices, provided, however, that the office of President and Secretary shall not be held by the same person. The affairs of the Association shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected or appointed at such time and for such terms as set forth in the Bylaws.

The names of the Officers who are to manage the affairs of the Association until their successors are duly elected and qualified, are as follows:

<u>Name:</u>	<u>Title:</u>
Kirk Boylston	President/Director
Daniel J. Perka	Vice President/Director
Scott J. Almand	Secretary/Treasurer

## **ARTICLE IX. INCORPORATOR**

The name and address of the Incorporator is as follows: Daniel J. Perka: 14400 Covenant Way, Lakewood Ranch, Florida 34202.

## **ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 14400 Covenant

Way, Lakewood Ranch, Florida 34202. The name of the initial Registered Agent of the Corporation is Daniel J. Perka.

#### **ARTICLE XI. AMENDMENT TO ARTICLES**

Prior to Turnover, these Articles may be amended only by an instrument in writing signed by Declarant and filed in the Office of the Secretary of State of the State of Florida.

After Turnover, these Articles may be amended as set forth in Section 617.1002, *Florida Statutes (2019)*, as amended and/or renumbered from time to time. Notwithstanding the foregoing sentence, following Turnover, as long as Declarant holds a fee simple or easement interest in a Development Parcel or the Main Parcel (or a portion of either) these Articles shall not be amended in any manner that shall abridge, prejudice, amend or alter the rights of Declarant, without the prior written consent of Declarant.

#### **ARTICLE XII. BYLAWS**

The Bylaws shall be adopted by the Initial Board and may thereafter be altered, amended or rescinded in the manner provided for in the Bylaws.

#### **ARTICLE XIII. INDEMNIFICATION OF OFFICERS AND DIRECTORS**

All Officers and Directors shall be indemnified by the Association for and against all expenses and liabilities, including counsel fees, reasonably incurred in connection with any proceeding (including appellate proceedings) or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any Officer or Director be indemnified for his own willful misconduct or, with respect to any criminal proceeding, his own knowing violation of provisions of law. The Association may purchase and maintain insurance on behalf of all Officers and Directors for any liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

#### **ARTICLE XIV. INTERPRETATION**

Express reference is hereby made to the terms and provisions of the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles. In subscribing and filing these Articles, it is the intent of the undersigned that the provisions of these Articles shall be consistent with the provisions of the Declaration, and these Articles shall be interpreted, construed and applied so as to avoid inconsistencies or conflicting results. In case of any conflict between the Articles and the Bylaws, the Articles shall control; and in the event of any conflict between the Articles or Bylaws and the Declaration, the Declaration shall control.

IN WITNESS WHEREOF, for the purposes of forming a corporation not for profit pursuant to the laws of the State of Florida, the undersigned Incorporator hereby duly executes the foregoing Articles of Incorporation this 21st day of July, 2020.

Daniel J. Perka  
Daniel J. Perka, Incorporator

STATE OF FLORIDA  
COUNTY OF MANATEE

THE FOREGOING INSTRUMENT was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 21st day of July, 2020, by Daniel J. Perka ☒ who is personally known to me, or, ☐ who has produced \_\_\_\_\_ as identification. If no type of identification is indicated, the above-named person is personally known to me.

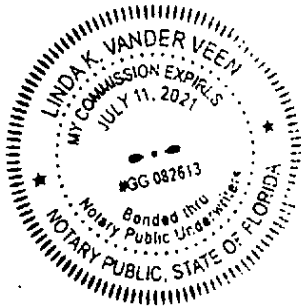
Linda K. VanderVeen  
Signature of Notary Public

Linda K. VanderVeen

Print Name of Notary Public

I am a Notary Public of the State of Florida  
and my commission expires on 7.11.2021

(Notary Seal)





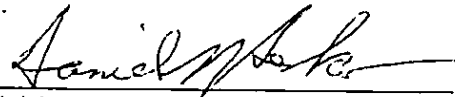
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
SERVICE OF PROCESS WITH THIS STATE. NAMED AGENT  
UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 617.0501, Florida Statutes, the following is submitted in compliance with Florida Not For Profit Corporation Act, *Florida Statutes*, Chapter 617 (2019) (the "Act"):

Waterside Place Property Owners' Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 14400 Covenant Way, Lakewood Ranch, Florida 34202, has named Daniel J. Perka, with registered office at: 14400 Covenant Way, Lakewood Ranch, Florida 34202, 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 place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of the Act relative to keeping open said office.



Daniel J. Perka  
Registered Agent

DATED this the 21st day of July, 2020.