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Articles of Incorporation of Gateway Commerce Center Property Owners Association, Inc.

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes, Chapters 617, do hereby make and adopt the following Articles of Incorporation:

Article I Name

The name of the Corporation is "Gateway Commerce Center Property Owners Association, Inc.", hereafter referred to as the "Association"

Article II Commencement of Corporate Existence and Duration

The date that corporate existence shall begin is the date of filing of these Articles with the Department of State. The duration (term) of the Association is perpetual.

Article III Purposes and Powers

The Association is organized, and shall be operated exclusively for, the following purposes:

1. To enforce the Declaration of Easements, Covenants, Conditions and Restrictions of Gateway Commerce Center (the "Declaration"), which instrument encumbers that certain commercial development in Lake County, Florida, known as "Gateway Commerce Center", and be the Association referred to in said Declaration, and to assess property owners in accordance with said Declaration, and levy and collect adequate assessments against its Members for the cost of maintenance and operation of the Association.
2. The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 162168-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.
3. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.
4. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including, without limiting the generality of the foregoing, to sue or be sued on behalf of the affairs of the Association, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, manage, option, donate or otherwise dispose of such property

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and the income, principal and proceeds of such property, for any of the purposes set forth herein.

5. To do such other things as are incidental to the purposes of the Association or necessary or desirable in order to accomplish them.

Article IV Dissolution

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust, or other organization to be devoted to such similar purposes.

Article V Membership and Voting Rights

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot or portion thereof that is subject by covenants of record to assessment by the Association 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, or persons who are leasing a Lot within the Property. Membership shall be appurtenant to and may not be separated from ownership of any Lot or Dwelling Unit that is subject to assessment by the Association.

The Association shall have Voting Members who shall be selected as provided in the Bylaws and shall have all the rights and privileges of members of the Association. The Bylaws shall also provide for Non-voting Members, who shall consist of all of those persons who are, from time to time, the record fee simple title holders of lots in Gateway Commerce Center as set forth in the Declaration of Restrictions, Easements, and Covenants of Gateway Commerce Center recorded in the Public Records of Orange County, Florida.

The Non-Voting Members shall have such rights and privileges as are set forth in the Bylaws, but shall not have the right to vote. Within three (3) months after ninety percent (90%) or more of the lots in all phases of the "Community", as defined in the Declaration, that will ultimately be operated by the Association have been conveyed by Developer to third parties, Developer shall relinquish control of the Association to the then lot owners, and the lot owners, other than Developer, are entitled to elect at least a majority of the directors to the Board of Directors of the Association. At such time as Developer relinquishes control of the Association, the lot owners assume control of the Association subject to the terms and conditions of the Declaration, and such other instruments governing the Association and its members. Each lot owner shall thereafter be a Voting Member of the Association and its voting privileges cannot thereafter be suspended or removed as long as it remains a unit owner, unless provided otherwise in the Declaration, or any other Florida law regulating property owners' associations.

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Article VI
Principal Office of the Association

The mailing address of the initial principal office of the Association is 600 CRESCENT ST UMATILLA, FL 32784, and the street address is 600 CRESCENT ST, UMATILLA, FL 32784.

Article VII
Initial Board Of Directors

The management of the Association shall be vested in the Board of Directors. The number of Directors constituting the initial Board of Directors is three. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three. The Voting Members shall elect the Directors at the annual meeting of Voting Members. The name and address of each initial Director of the Association is as follows:

Name	Address
H. Scott Purvis	600 CRESCENT ST UMATILLA, FL 32784
H. Michael Purvis	600 CRESCENT ST UMATILLA, FL 32784
Karen Purvis	600 CRESCENT ST UMATILLA, FL 32784

At the first annual meeting of the Association, the Members shall elect individuals to the Board of Directors, the terms of office of the directors to the Board of Directors shall be fixed at one (1) year, two (2) years and three (3) years. The Board of Directors shall be elected simultaneously with one ballot or election. At the expiration of the initial terms of office of each respective director of the Board of Directors, a successor shall be elected to serve for a similar term as the director being replaced. The directors comprising the Board of Directors shall hold office until their respective successor has been elected by the Association.

Article VIII
Officers

The Officers of the Association shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Association is as follows:

Title	Name	Address
President	H. Scott Purvis	600 CRESCENT ST

and Treasurer

UMATILLA, FL 32784

Vice-President
and Secretary

Karen Purvis

600 CRESCENT ST
UMATILLA, FL 32784

Article IX Incorporators

The name and address of each Incorporator is as follows:

Name

Address

H. Scott Purvis

600 CRESCENT ST
Mount Dora, Florida 32757

Article X Bylaws

The Bylaws of the Association are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

Article XI Amendment

The Association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors, and Officers are subject to this reservation. Amendment of these Articles of Incorporation may be proposed by a resolution executed by at least 25% of each class of members of the Association, which proposal shall be presented to a quorum of members for their vote. Amendment of these Articles of Incorporation shall require the consent of two-thirds (2/3) of each class of members of the Association.

Article XII Indemnification

The Association shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not for Profit Corporation Act.

Article XIII Conflict

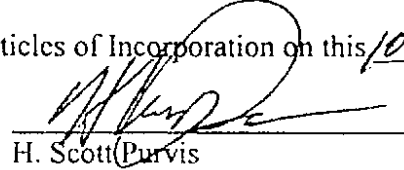
In the event that any provision of these Articles of Incorporation conflict with any provision of the Declaration, the provision of the Declaration in conflict shall control.

Article XIV Initial Registered Office and Agent of The Association

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The street and mailing address of the initial registered office of business and principal office of the Association is Bowen, Schroth, Mazenko & Broome, P.A., 600 Jennings Ave, Eustis, FL 32726, and the initial registered agent of the Association at that address is Zachary Broome.

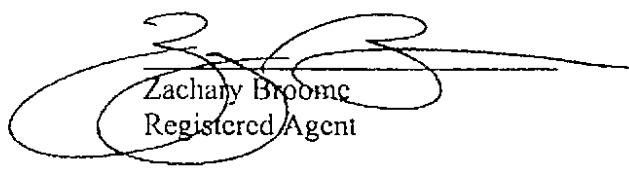
In Witness Whereof, the undersigned has signed these Articles of Incorporation on this 10 day of August, 2020.


H. Scott Purvis
Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as Registered Agent of Gateway Commerce Center Property Owners Association, Inc., which is contained in the foregoing Articles of Incorporation.

Dated this 10 of August, 2020.


Zachary Broome
Registered Agent

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