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**FLORIDA PROFIT/NON PROFIT CORPORATION
TALICHET AT VENEZIA NORTH HOMEOWNERS'
ASSOCIATION**

Certificate of Status	0
Certified Copy	0
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ARTICLES OF INCORPORATION

OF

**TALICHET AT VENEZIA NORTH
HOMEOWNERS' ASSOCIATION, INC.**

a corporation not for profit

Pursuant to the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, the undersigned hereby delivers these Articles of Incorporation of Talichet at Venezia North Homeowners' Association, Inc.

ARTICLE I. NAME AND DURATION

The name of this corporation shall be TALICHET AT VENEZIA NORTH HOMEOWNERS' ASSOCIATION, INC. (hereinafter referred to as the "Association"). The existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State in Tallahassee, Florida. The Association shall exist in perpetuity.

ARTICLE II. REGISTERED AGENT AND OFFICE

Jackie Murray, whose address is Venezia Partners, LLC, 1190 Business Center Drive, Suite 2000, Lake Mary, Florida 32746 is hereby appointed the initial registered agent of this Association.

ARTICLE III. INITIAL PRINCIPAL OFFICE

The initial principal office of the Association shall be located at c/o Venezia Partners, LLC, 1190 Business Center Drive, Suite 2000, Lake Mary, Florida 32746. The Association may change its principal office from time to time without amendment of these Articles of Incorporation.

ARTICLE IV. PURPOSE AND POWERS OF THE ASSOCIATION

A. The purpose and object of the Association shall be to administer the operation and management of a subdivision located in Lake County, Florida (hereinafter "Community") more fully described in Exhibit "A" attached hereto, (hereinafter "Property") according to the Declaration of Covenants, Conditions, Restrictions and Easements which is to be recorded in the Public Records of Lake County, Florida ("Declaration"), and any additions thereto which may be brought into the jurisdiction of this Association by annexation under the terms and conditions as set forth in the Declaration by the Declarant under the Declaration, its successors and assigns (the "Declarant"). The Definitions in the Declaration are incorporated herein by reference.

B. The Association does not contemplate pecuniary gain or profit to the Members thereof and shall undertake and perform all acts and duties incident to the operation, management, preservation and architectural control of the Property in accordance with the terms, provisions and conditions of these Articles of Incorporation, the Bylaws of the Association and the Declaration. The Association shall further promote the health, safety and welfare of the Members of the Association in the Community.

C. The Association shall have the following powers:

1. All of the powers and privileges granted to corporations not for profit under the laws of the State of Florida as the same may be amended from time to time as therein provided;

2. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to undertake all powers and duties set forth in the Declaration, these Articles and Bylaws as same may be amended from time to time, the Declaration and Bylaws being incorporated herein as if set forth in full;

3. The right to tax, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration;

4. The right to pay all expenses incident to conduct the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

5. The right to 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 and to annex such property owned by it to the Property under the Declaration;

6. The right to borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred in accordance with the provisions of the Declaration;

7. The right to 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 required by the Declaration. No such dedication or transfer shall be effective unless an instrument has been signed by the Board of Directors, agreeing to such dedication, sale or transfer, provided, however, the Association shall have the right to grant permits, easements or licenses to a public agency or utility company for utilities, roads, other purposes reasonably necessary or useful for the proper maintenance or operation of the Property, which grants shall not be deemed a dedication, sale or transfer requiring the consent of Members;

8. The right to 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, consolidations or annexation shall have the consent of Members as required by the Declaration; and

9. Any repair or reconstruction of the Surface Water Management System shall be as permitted, or if modified, as approved by the St. Johns River Water Management District.

D. With respect to the Surface Water Management System, the Association shall have the following duties:

1. The obligation to operate, maintain and manage the Surface Water Management System in a manner consistent with the St. Johns River Water Management District Permit no. 18971-15 requirements and applicable District rules, and to assist in the enforcement of the Declaration which relate to the Surface Water Management System. The Association shall levy and collect adequate assessments against Members of the Association for the costs of maintenance and operation of the Surface Water Management System.

2. Any amendment to the Declaration which alters the Surface Water Management System, beyond maintenance in its original condition, including the water management portions of the Common Area, must have the prior approval of the St. Johns River Water Management District.

3. The St. Johns River Water Management District shall have the right to enforce, by a proceeding at law or in equity, the provisions contained herein which relate to the maintenance, operation, and repair of the Surface Water Management System.

ARTICLE V. QUALIFICATION OF MEMBERS

The qualification of Members, manner of their admission to and termination of membership shall be as provided in the Declaration.

ARTICLE VI. VOTING RIGHTS

The voting membership and the voting rights of the Members shall be as provided in the Declaration.

ARTICLE VII. BOARD OF DIRECTORS

A. Board of Directors; Selection; Terms of Office. The affairs of the Association shall be managed by a Board of Directors who need not be members of the Association. The initial Board of Directors shall consist of five (5) Directors who shall be selected by the Declarant. The Declarant shall have the sole right to appoint and remove any member or members of the Board of Directors of the Association so long as Declarant shall own ten percent (10%) or more of the Lots in the Property. Within three (3) months after Declarant owns less than ten percent (10%) of the Lots in the Property, the members of the Board shall be determined as set forth in Article VII herein. Declarant shall be entitled to elect at

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least one member of the Board of Directors as long as Declarant holds for sale in the ordinary course of business at least five percent (5%) of the Lots in the Property.

B. The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are appointed or chosen, are as follows:

<u>DIRECTOR:</u>	<u>ADDRESS:</u>
Ronald Roberts	2406 Cypress Glen Drive Suite 102 Wesley Chapel, FL 33544
Theodore Bolin	1190 Business Center Drive Suite 2000 Lake Mary, FL 32746
Tom Harb	7932 West Sand Lake Rd Suite 102 Orlando, FL 32819
Jackie Murray	1190 Business Center Drive Suite 2000 Lake Mary, FL 32746
Carly Ervin	1190 Business Center Drive Suite 2000 Lake Mary, FL 32746

C. At the first annual meeting after termination of the Class B membership, there shall be elected two directors for a term of one year, two director for a term of two years and two director for a term of three years; and at each annual meeting thereafter the Members shall elect two directors (being the same number of directors as those whose terms have expired) for a term of three years.

ARTICLE VIII. OFFICERS

A. The officers of the Association shall be a President, one or more Vice Presidents, Secretary and Treasurer, and if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directions of the Board of Directors.

B. Officers of the Association may be compensated in the manner to be provided in the Bylaws. The Board of Directors, or the President with the approval of the Board of

Directors, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Community and the affairs of the Association, and any and all such persons and/or entities must either be a Member, Director or officer of the Association or an officer, director or agent either of the Declarant or of a general partner of Declarant.

C. Election of Officers. The Declarant shall have the sole right to appoint and remove any officer of the Association so long as Declarant shall own ten percent (10%) or more of the total number of Lots in the Community. Thereafter, all officers shall hold office at the pleasure of the Board of Directors.

D. The persons who are to serve as officers of the Association until their successors are chosen are:

<u>OFFICE:</u>	<u>NAME:</u>
President	Ronald Roberts
Vice President	Theodore Bolin
Secretary	Carly Ervin
Treasurer	Jackie Murray

E. The officers shall be elected by the Board of Directors at their annual meeting as provided in the Bylaws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.

F. The President shall be elected from the membership of the Board, but no other officer need be a Director. The offices of Secretary and Treasurer may be held by the same person. Without the approval of the Directors, no person shall simultaneously hold more than one of any of the other offices except Secretary and Treasurer.

ARTICLE IX BYLAWS

A. The Board of Directors shall adopt by a majority vote the original Bylaws of the Association.

B. The Bylaws shall be amended by the procedure more fully set forth in the Bylaws and shall be approved by at least a majority of the membership.

ARTICLE X. AMENDMENT OF ARTICLES

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the votes of the Members. When the Class B membership ceases and is converted to Class A membership, amendment of these Articles shall require the assent of seventy-five percent (75%) of only the votes of such Class A membership.

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ARTICLE XI. INDEMNITY

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a Director or officer at the time such expenses are incurred, except in such cases where the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or other officer may be entitled.

ARTICLE XII. NON-PROFIT STATUS

No part of the income of this corporation shall be distributed to the Members except upon the dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XIII. MERGER AND DISSOLUTION

The Association shall have the right to participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided such merger or consolidation shall have the assent of two-thirds (2/3) of each class of Members.

The Association may be dissolved by the approval of two-thirds of the votes of each class of Members given in person, by proxy or by written consent. 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 non profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water Management System must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. This procedure shall be subject to court approval on dissolution pursuant to Florida Statutes, Chapter 617.

ARTICLE XIV. SUBSCRIBER

The name and address of the subscriber to these Articles is:

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Name: Ronald W. Sikes, Esquire
Sikes Law Group, PLLC
310 South Dillard Street, Suite 120
Winter Garden, FL 34787
Telephone: 407-877-7115

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 31st day of August, 2020.

TALICHET AT VENEZIA NORTH
HOMEOWNERS' ASSOCIATION, INC.

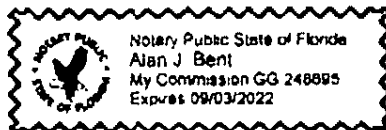
By: 
Ronald W. Sikes
Its: Authorized Agent

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Articles of Incorporation were acknowledged before me this 31st day of August, 2020, by Ronald W. Sikes, who has produced his Florida driver's license as identification.


NOTARY PUBLIC
STATE OF FLORIDA-AT-LARGE

My Commission Expires:



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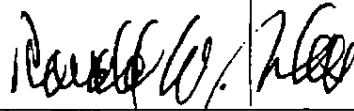
**CERTIFICATE DESIGNATING PLACE OF REGISTERED OFFICE
FOR SERVICE OF PROCESS WITHIN THIS STATE,
NAMING REGISTERED AGENT UPON WHICH
PROCESS MAY BE SERVED**

PURSUANT to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

THAT, TALICHET AT VENEZIA NORTH HOMEOWNER'S ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with the principal office of the Association located at: c/o Venezia Partners, LLC, 1190 Business Center Drive, Suite 2000, Lake Mary, Florida 32746 as indicated in the Articles of Incorporation in the Town of Howey in the Hills, County of Lake, State of Florida, has named Ronald W. Sikes as its Registered Agent, 310 South Dillard Street, Suite 120, Winter Garden, FL 34787, Orange County, State of Florida, to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



RONALD W. SIKES

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ARTICLES OF INCORPORATION OF
TALICHET HOMEOWNER'S ASSOCIATION, INC.

EXHIBIT "A"

A PARCEL OF LAND BEING A PART OF LOT 1 AND ALL OF LOT 3, GROVE GARDENS AS RECORDED IN PLAT BOOK 17, PAGE 2, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA AND A PART OF THE UNRECORDED PLAT OF HOWEY-IN-THE-HILLS, LYING IN SECTIONS 26 AND 35, TOWNSHIP 20 SOUTH, RANGE 25 EAST, LAKE COUNTY, FLORIDA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE AT THE NORTHWEST CORNER OF THE NORTHEAST 1/4 OF SAID SECTION 35; THENCE ON A BEARING RELATED TO FLORIDA STATE PLANE COORDINATE SYSTEM, EAST ZONE, S89°29'26"E ALONG THE NORTH LINE OF THE NORTHEAST 1/4 OF SAID SECTION 35 FOR 97.78 FEET TO THE POINT OF BEGINNING; THENCE DEPARTING SAID NORTH LINE, N01°13'36"E FOR 29.87 FEET TO A POINT ON THE SOUTHERLY RIGHT OF WAY LINE FOR GRANT STREET; THENCE N56°43'44"E ALONG SAID SOUTHERLY RIGHT OF WAY LINE FOR 920.89 FEET; THENCE N65°36'38"E FOR 126.72 FEET TO THE WESTERLY LINE OF THAT CERTAIN PARCEL OF LAND AS DESCRIBED IN OFFICIAL RECORDS BOOK 3430, PAGES 1316 AND 1317, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA; THENCE DEPARTING SAID SOUTHERLY RIGHT OF WAY LINE, S22°19'52"E ALONG SAID WESTERLY LINE FOR 134.62 FEET; THENCE N68°05'43"E ALONG THE SOUTHERLY LINE OF SAID PARCEL AND ALSO ALONG THE SOUTHERLY LINE OF THAT CERTAIN PARCEL OF LAND AS DESCRIBED IN OFFICIAL RECORDS BOOK 3214, PAGE 544, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA, FOR 100.00 FEET TO THE NORTHWEST CORNER OF THAT CERTAIN PARCEL OF LAND AS DESCRIBED IN OFFICIAL RECORDS BOOK 3430, PAGES 1318 AND 1319, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA; THENCE ALONG THE WESTERLY, SOUTHERLY AND EASTERLY LINES OF SAID PARCEL THE FOLLOWING THREE (3) COURSES: S22°15'34"W FOR 7.00 FEET; THENCE N68°05'43"E FOR 53.50 FEET; THENCE N01°42'52"W FOR 7.46 FEET TO THE SOUTHERLY LINE OF THAT CERTAIN PARCEL OF LAND AS DESCRIBED IN OFFICIAL RECORDS BOOK 2201, PAGE 2313, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA; THENCE N68°05'43"E FOR 44.05 FEET TO THE SOUTHWEST CORNER OF THAT CERTAIN PARCEL AS DESCRIBED IN OFFICIAL RECORDS BOOK 3430, PAGES 1337 AND 1338, OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA; THENCE ALONG THE SOUTHERLY LINE OF SAID PARCEL THE FOLLOWING TWO (2) COURSES; N80°26'02"E FOR 54.31 FEET; THENCE S89°22'34"E ALONG SAID SOUTHERLY LINE AND ITS EASTERLY

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PROJECTION FOR 222.28 FEET; THENCE S16°17'54"E FOR 79.31 FEET; THENCE N73°37'28"E FOR 315.00 FEET TO A POINT ON THE WESTERLY RIGHT OF WAY LINE FOR FLORIDA AVENUE; THENCE S16°20'26"E ALONG SAID WESTERLY RIGHT OF WAY LINE FOR 1132.61 FEET; THENCE DEPARTING SAID WESTERLY RIGHT OF WAY LINE, S73°40'34"W FOR 149.86 FEET; THENCE S16°27'27"E FOR 74.95 FEET; THENCE N73°43'15"E FOR 149.81 FEET TO A POINT ON THE SAID WESTERLY RIGHT OF WAY LINE FOR FLORIDA AVENUE; THENCE S16°19'06"E ALONG SAID WESTERLY RIGHT OF WAY LINE FOR 300.05 FEET; THENCE DEPARTING SAID WESTERLY RIGHT OF WAY LINE, S73°42'39"W FOR 149.95 FEET; THENCE S16°31'24"E FOR 165.00 FEET; THENCE N89°17'19"W FOR 836.45 FEET TO A POINT ON THE WEST LINE OF THE NORTHEAST 1/4 OF THE NORTHEAST 1/4 OF SAID SECTION 35; THENCE N00°25'08"E ALONG SAID WEST LINE FOR 404.92 FEET; THENCE DEPARTING SAID WEST LINE, N89°25'04"W FOR 659.88 FEET; THENCE N44°25'49"W FOR 468.24 FEET; THENCE N00°36'58"E FOR 331.54 FEET; THENCE N89°25'19"W FOR 232.85 FEET TO THE POINT OF BEGINNING.

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