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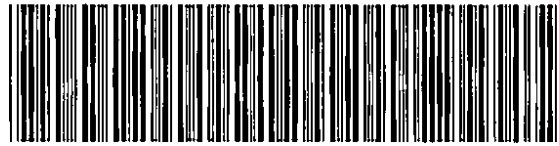
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**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** KINGS PROJECT PROPERTY OWNERS ASSOCIATION, INC.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Myriam K. Louis, Esq.  
\_\_\_\_\_  
Name (Printed or typed)  
  
2611 Hollywood Boulevard  
\_\_\_\_\_  
Address  
  
Hollywood, Florida 33020  
\_\_\_\_\_  
City, State & Zip  
  
954-922-2811  
\_\_\_\_\_  
Daytime Telephone number

Anna@gaklawple.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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RECORDED & INDEXED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION**

**OF**

**KINGS PROJECT PROPERTY OWNERS ASSOCIATION, INC.**

The undersigned, desiring to form a corporation not-for-profit under Chapter 617, Florida Statutes as amended, hereby executes and adopts the following Articles of Incorporation ("**Articles**"):

**ARTICLE 1. NAME**

The name of the corporation shall be the KINGS PROJECT PROPERTY OWNERS ASSOCIATION, INC. (the "**Association**"). Its principal office and mailing address shall be *c/o* Law Offices of Anna Krimstein, PLC, at 2203 NE 203<sup>rd</sup> Terrace, Miami, FL 33180, or at such other places as may be designated, from time to time, by the Board of Directors.

**ARTICLE 2. NOT-FOR-PROFIT CORPORATION**

The Association is a not-for-profit corporation.

**ARTICLE 3. DURATION**

The period of duration of the Association is perpetual. Existence of the Association shall commence with the filing of these Articles with the Secretary of State. If the Association is dissolved, any property of the Association consisting of the Surface Water Management System and the right of access to the property containing the Surface Water Management System, the Common Area tracts and easements and corresponding infrastructure dedicated to the Association, shall be conveyed to an appropriate agency of local government. If it is not accepted, then the Surface Water Management System, the Common Area tracts and easements and corresponding infrastructure must be dedicated to a similar non-profit corporation.

**ARTICLE 4. PURPOSE**

The purpose for which the Association is organized is to further the interests of the Members, including without limitation maintenance of property owned by, dedicated to or agreed to be maintained by the Association (including, without limitation, those portions of the surface water management system, if any, to be operated, maintained and managed by the Association in a manner consistent with the South West Florida Water Management District permit conditions and applicable governmental regulations), and the protection of the Parcels; to exercise all the powers and privileges and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants, Conditions, Restrictions and Easements (the "**Declaration**") to be recorded in the public records of Charlotte County, Florida and DeSoto County, Florida, including the establishment and enforcement of payment of Assessments and fines contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Owners and their Parcels. All terms

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used herein which are defined in the Declaration shall have the same meaning herein as therein.

## ARTICLE 5. POWERS

The powers of the Association shall include and be governed by the following provisions:

5.1. **Common Law and Statutory Powers.** The Association shall have all of the common law and statutory powers granted to it under Florida law, as the same may be amended or supplemented, which are not in conflict with the terms of these Articles and the Declaration.

5.2. **Necessary Powers.** The Association shall have all of the powers reasonably necessary to exercise its rights and powers and implement its purpose, including, without limitation, the following:

5.2.1. The power to fix, levy and collect Assessments against the Parcels, as provided for in the Declaration.

5.2.2. The power to levy and collect Assessments for the costs of maintenance and operation of any portion of the surface water management system which is to be operated or maintained by the Association.

5.2.3. The power to expend monies collected for the purpose of paying the expenses of the Association, including, without limitation, costs and expenses of maintenance and operation of that portion of the surface water management system for which the Association is responsible.

5.2.4. The power to manage, control, operate, maintain, repair and improve the Common Area, including the surface water management system as permitted by the South West Florida Water Management District, including all lakes, retention areas, culverts and related appurtenances.

5.2.5. The power to purchase supplies, material and lease equipment required for the maintenance, repair, replacement, operation and management of the Common Area.

5.2.6. The power to insure and keep insured the Common Area as provided in the Declaration.

5.2.7. The power to employ the personnel required for the operation and management of the Association and the Common Area.

5.2.8. The power to pay utility bills for utilities serving the Common Area.

5.2.9. The power to pay all taxes and assessments which are liens against the Common Area.

5.2.10. The power to establish and maintain a reserve fund for capital improvements, repairs and replacements.

5.2.11. The power to make reasonable rules and regulations and to amend the same from time to time.

5.2.12. The power to enforce by any legal means the provisions of these Articles, the Bylaws, the Declaration and the rules and regulations promulgated by the Association from time to time.

5.2.13. The power to borrow money and to select depositories for the Association's funds, and to determine the manner of receiving, depositing, and disbursing those funds and the form of checks and the person or persons by whom the same shall be signed, when not signed as otherwise provided in the Bylaws.

5.2.14. The power to enter into a contract with any person, firm, corporation or management agent of any nature or kind to provide for the maintenance, operation, repair and upkeep of the Common Area.

5.2.15. The power to appoint committees as the Board of Directors may deem appropriate.

5.2.16. The power to collect delinquent Assessments and fines by suit or otherwise, to abate nuisances and to fine, enjoin or seek damages from Members for violation of the provisions of the Declaration, these Articles of Incorporation, the Bylaws or the Rules and Regulations

5.2.17. The power to bring suit and to litigate on behalf of the Association and the Members, subject to the terms of the Declaration, and the power to be sued and defend the Association in lawsuits.

5.2.18. The power to adopt, alter and amend or repeal the Bylaws of the Association as may be desirable or necessary for the proper management of the Association and as provided therein.

5.2.19. The power to provide any and all supplemental municipal services as may be necessary or proper.

5.2.20. The power to possess, employ and exercise all powers necessary to implement, enforce and carry into effect the powers above described.

5.2.21. The power to own and convey real and personal property and to grant easements over the Common Area and accept easements for the benefit of the Association and the Members.

5.3. **Funds and Title to Properties.** All funds and title to all properties acquired by the Association and the proceeds thereof shall be held in the name of the Association for the benefit of the Members in accordance with the provisions of the Declaration. No part of the income, if any, of the Association shall be distributed to the Members, directors, or officers of the Association. Nothing herein shall prohibit the Association from reimbursing its directors, officers and committee members for all expenses reasonably incurred in performing services rendered to the Association.

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5.4. **Limitations.** The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

## ARTICLE 6. QUALIFICATIONS OF MEMBERSHIP

The qualifications for membership and the manner of admission shall be as provided by the Bylaws of the Association.

## ARTICLE 7. VOTING RIGHTS

The right to vote on Association matters shall be exercised by the Voting Members as provided in the Declaration and Bylaws.

## ARTICLE 8. LIABILITY FOR DEBTS

Neither the Members nor the officers or directors of the Association shall be liable for the debts of the Association.

## ARTICLE 9. BOARD OF DIRECTORS

9.1. The number of directors constituting the Board of Directors of the Association is three (3) and the names and addresses of the persons who will serve as the initial Board of Directors of the Association are:

<u>NAME</u>	<u>ADDRESS</u>
Eileen S. Zilewicz	115 Stuyvesant Road Asheville, NC 28803
Arturo Marrero	2203 NE 203 <sup>rd</sup> Terrace Miami, FL 33180
Ilia Plotnikov	2203 NE 203 <sup>rd</sup> Terrace Miami, FL 33180

9.2. The Board of Directors shall be the persons who will manage the corporate affairs of the Association and are vested with the management authority thereof. The Board of Directors will be responsible for the administration of the Association and will have the authority to control the affairs of the Association, as are more fully set forth in the Declaration and the Bylaws of the Association.

9.3. The method of election and terms of office, removal and filling of vacancies shall be as set forth in the Bylaws of the Association.

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## ARTICLE 10. BYLAWS

The Bylaws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation or the Declaration.

## ARTICLE 11. CONSTRUCTION

These Articles of Incorporation and the Bylaws of the Association shall be construed, in case of any ambiguity or lack of clarity, to be consistent with the provisions of the Declaration. In the event of any conflict between the terms of the Declaration, these Articles of Incorporation or the Bylaws, the following order of priority shall apply: the Declaration, the Articles of Incorporation and the Bylaws.

## ARTICLE 12. SOLE INCORPORATOR

The name and address of the sole incorporator are as follows:

Back 9, LLC  
6395 Beedla Street  
North Port, FL 34291

## ARTICLE 13. INDEMNIFICATION

The Association shall indemnify its directors, officers and committee members and may indemnify its employees and agents, to the fullest extent permitted by applicable Florida Statutes as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including, but not limited to, the advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of Voting Members or disinterested directors, officers or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, committee member, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person and an adjudication of liability shall not affect the right to indemnification for those indemnified. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such officer, director or committee member of the Association may be entitled.

## ARTICLE 14. OFFICERS

The affairs of the Association shall be managed by a President, a Vice-President, a Secretary and a Treasurer, and if elected by the Board of Directors, any such other officers and assistant officers as may be designated by the Board of Directors. The Board of Directors at each annual meeting shall elect, to serve for a term of one (1) year, a President, a Vice-President, a Secretary and a Treasurer, and such other officers as the Board of Directors may from time to time determine appropriate. The names and addresses of the persons who will serve as the initial Officers of the Association are:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Arturo Marrero	President	2203 NE 203 <sup>rd</sup> Terrace Miami, FL 33180
Eileen S. Zilewicz	Vice-President	115 Stuyvesant Road Asheville, NC 28803
Ilia Plotnikov	Secretary/Treasurer	2203 NE 203 <sup>rd</sup> Terrace Miami, FL 33180

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MARIETTA, GEORGIA

## ARTICLE 15. AMENDMENT

The Board of Directors may amend these Articles of Incorporation in its sole and absolute discretion.

## ARTICLE 16. REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be Anna Krinshtein, Esq. and the street address of the registered office of the Association shall be Law Offices of Anna Krimshtein, PLC, at 2203 NE 203<sup>rd</sup> Terrace, Miami, FL 33180.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 21 day of August, 2020.

**Back 9, LLC, a Florida limited liability company, Incorporator**

By: Back 9 Management Group, Inc.,  
a Florida corporation  
Its Managing Member

  
Mathew T. Mootz, President



STATE OF FLORIDA  
COUNTY OF SALASOTA

THE FOREGOING INSTRUMENT was acknowledged before me by means of  physical presence or  online notarization this 21 day of AUGUST, 2020, by Mathew T. Mootz, as President of Back 9 Management Group, Inc., Managing Member of the corporation named herein, (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

Frank Joseph Ferko  
Notary Public

Frank Joseph Ferko  
Printed Name of Notary  
Comm. Number:



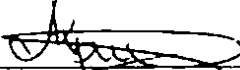
Frank Joseph Ferko  
Commission # GG081547  
Expires: March 24, 2021  
Bonded thru Aaron Notary

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM  
FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE  
TO ACT IN THIS CAPACITY.

  
\_\_\_\_\_  
Anna Krimshstein

Date: 8 | 26 | 2020

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA