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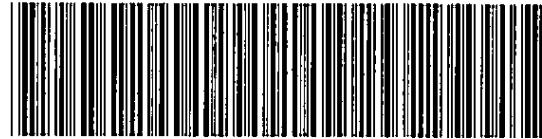
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Derrick Thompson  
1/6/21

## COVER LETTER

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

**SUBJECT:** PEOPLES PLAZA 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:** EDWARD A. STOREY III  
\_\_\_\_\_  
Name (Printed or typed)

3670 MAGUIRE BLVD., SUITE 200  
\_\_\_\_\_  
Address

ORLANDO, FL 32804  
\_\_\_\_\_  
City, State & Zip

407-488-1225  
\_\_\_\_\_  
Daytime Telephone number

ESTOREY@STOREYLAWGROUP.COM

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION OF  
PEOPLES PLAZA PROPERTY OWNERS ASSOCIATION, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

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**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is **PEOPLES PLAZA PROPERTY OWNERS ASSOCIATION, INC.**, a Florida not-for-profit corporation (hereinafter called the "Association").

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS OF THE ASSOCIATION**

The principal street address and mailing address of the initial principal office of the Association is 2909 Fairgreen St., Orlando, FL 32803.

**ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT**

The street and mailing address of the registered office of the Association is 3670 Maguire Blvd., Suite 200, Orlando, FL 32803 and Storey Law Group, P.A. is hereby appointed as the initial registered agent of the Association at that address.

**ARTICLE IV  
PURPOSE OF THE ASSOCIATION**

The Association is organized to operate as a not-for-profit corporation pursuant to Chapter 617 of the Florida Statutes, with the specific purpose to:

- (i) be the governing and administrative property owner's association with the duties of governance, maintenance, and operation of the real property and improvements subject to the Peoples Plaza Declaration of Easements, Covenants and Restrictions (the "Declaration"), to be recorded in the Public Records of Orange County, Florida (for purposes of these Articles, all capitalized terms, unless provided otherwise herein, shall have the same meaning as the Declaration).
- (ii) operate, maintain and manage, and provide for maintenance and preservation of the Stormwater Management System and the Common Areas, as such terms are defined in the Declaration;

- (iii) collect Assessments pursuant to the Declaration to cover the costs incurred by the Association; and
- (iv) to enforce the covenants and obligations of the Declaration.

The Association shall also operate, maintain, and manage the Stormwater Management System in a manner consistent with the requirements of the St. Johns Water River Management District (the "Water Management District") permits applicable to the Property and any applicable Water Management District rules, and shall assist in the enforcement of the restrictions and covenants within the Declaration. The Association shall levy and collect adequate Assessments against members of the Association for the costs and maintenance and operation of the Stormwater Management System. The Assessments shall be used for, among other things, the maintenance and repair of the Stormwater Management System, and mitigation or preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

## **ARTICLE V POWER OF THE ASSOCIATION**

In connection with the purpose of the Association, the Association shall have the power to perform all of the obligations created by the Articles, and in addition such powers will include, but are not limited to the following:

- (i) to exercise all of the powers and privileges and to perform all duties and obligations of the Association as set forth in the Declaration, applicable to all parts of the Property (as that term is defined in the Declaration);
- (ii) to have and to exercise any and all powers, rights, privileges which a corporation organized under the Florida Not-For-Profit Corporation Act by law may now or hereafter have or exercise;
- (iii) to fix, levy, collect and enforce payment by any lawful means, all charges or Assessments pursuant to the terms of the Declaration required to pay all expenses in connection with authorized obligations and expenses of the Association and all office and other expenses incident to the operation and conduct of the business of the Association, including all licenses, taxes, or government charges levied or imposed against the personal property of the Association and the Property;
- (iv) to file suits and/or pursue such legal rights and remedies as are available to the Association;
- (v) to borrow money, and with the assent of a majority of member votes, pledge, mortgage or hypothecate any or all of the Association's real or personal property as security for money borrowed or debts incurred; and
- (vi) to participate in mergers and consolidation with other nonprofit corporations organized for the same purpose or annex additional property, if any such merger,

consolidation or annexation shall have the assent of a majority of member votes at a meeting thereof.

## **ARTICLE VI BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) directors, nor more than five (5) directors, and which shall always be an odd number. The number of members of the Board of Directors shall be determined in accordance with the Bylaws (as that term is defined herein).

The names and addresses of the initial members of the Board of Directors who have been appointed by the Incorporator (as that term is defined herein) and who shall hold office until their successors are elected or appointed or until removed in accordance with the Bylaws, are as follows:

|   |   |  |
|---|---|--|
| Dale Parsons<br>2909 Fairgreen St.<br>Orlando, FL 32803 | Kirti Shah<br>891 N. Main Street<br>N. Manchester, IA 46962 | Raju Shah<br>891 N. Main Street<br>N. Manchester, IA 46962 |
|---|---|--|

The manner in which the directors are elected and appointed shall be in the manner provided by the Bylaws. Any director may be removed, and vacancies on the Board of Directors shall be filled, in the manner provided by the Bylaws.

All of the duties and powers of the Association existing under Chapter 617 of the Florida Statutes, the Declaration, these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors or employees, subject to the approval by the members only when specifically required.

## **ARTICLE VII OFFICERS**

The officers of the Association shall include a president, vice president, treasurer, secretary and such other officers as the Board of Directors may from time to time by resolution create. The officers shall serve at the pleasure of the Board of Directors, and the Bylaws may provide for the removal from office of officers, for filling vacancies, and for duties of officers. The name of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

|                 |              |
|-----------------|--------------|
| President:      | Dale Parsons |
| Vice President: | Kirti Shah   |
| Treasurer:      | Dale Parsons |
| Secretary:      | Dale Parsons |

## **ARTICLE VIII INDEMNIFICATION**

The Association shall indemnify any person who was or is a party, or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a member of the Board of Directors, employee, officer or agent of the Association (collectively the "Protected Party"). The Association shall indemnify the Protected Party against expenses (including attorney's fees and appellate attorney's fees), judgments, fines and amounts paid in settlement, actually and reasonably incurred by the Protected Party in connection with such action, suit or proceeding if the Protected Party acted in good faith and in a manner reasonably believed to be in the best interest of the Association, and with respect to any criminal action or proceeding, if the Protected Party had no reasonable cause to believe such conduct was unlawful; or in the matter as to which such person shall have been adjudged to be liable for gross negligence or willful misfeasance or malfeasance in the performance of the Protected Party's duty to the Association, unless and only to the extent that the court in which such action or suit was brought determines, upon application, that despite the adjudication of liability, in the view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon the plea of nolo contendere or its equivalent, shall not, in and of itself, create a presumption that the Protected Party did not act in good faith and in a manner reasonably believed to be in, or not opposed to, the best interest of the Association; and with respect to any criminal action or proceeding, shall not create a presumption that the Protected Party reasonably knew such action was unlawful.

To the extent that a Protected Party is entitled to indemnification by the Association, in accordance with this Section of the Articles, the Protected Party shall be indemnified against expenses (including attorney's fees and appellate attorney's fees) actually and reasonably incurred by him in connection therein.

Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceeding; and the members of the Board of Directors, officer, employee or agent shall repay such amount if it shall ultimately be determined that he or she is not entitled to be indemnified by the Association as authorized under this Section of the Articles.

The indemnification provided by this Section of the Articles shall not be deemed exclusive or any other rights to which those seeking indemnification may be entitled under the laws of the state of Florida, any bylaw, agreement, vote of the members or otherwise. As to action taken in an official capacity while holding office, the indemnification provide by this Section of the Articles shall continue to a person who has ceased to be a member of the Board of Directors, officer, employee, or agent and shall inure to the benefit of their heirs, executors and administrators of such person.

**ARTICLE IX  
BYLAWS**

The initial bylaws of the Association (the "Bylaws") shall be adopted by the Board of Directors, and may be altered, amended or rescinded in the manner provided by the Bylaws.

**ARTICLE X  
AMENDMENTS**

Amendments to these Articles shall be governed by the Bylaws.

**ARTICLE XI  
TERM**

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Florida. The Association shall exist in perpetuity.

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System must be transferred to and accepted by an entity which complies with Rule 62-330.310 F.A.C., and Environmental Resource Permit Applicant's Handbook Volume 1 (General and Environmental), Section 12.3, as such may be amended from time to time, and such transfer must be approved by the Water Management District prior to such termination, dissolution or liquidation.

**ARTICLE XII  
INCORPORATOR**

The name and street address of the incorporator is (the "Incorporator"):

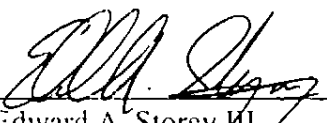
Storey Law Group, P.A.  
Attn: Edward A. Storey III  
3670 Maguire Blvd., Suite 200  
Orlando, FL 32803

**[SIGNATURES FOLLOW ON NEXT PAGE]**

**IN WITNESS WHEREOF**, for the purpose of forming a corporation under the Florida Not-For-Profit Corporation Act, the undersigned, constituting the Incorporator of the Association, has executed these Articles this 21st day of December, 2020.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.

**INCORPORATOR:**


  
\_\_\_\_\_  
Edward A. Storey III

12/21/2020  
\_\_\_\_\_  
Date

Having been named as registered agent 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 act in this capacity.

**REGISTERED AGENT:**

STOREY LAW GROUP, P.A.

By:   
\_\_\_\_\_  
Edward A. Storey III  
President

12/21/2020  
\_\_\_\_\_  
Date