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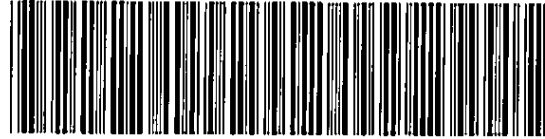
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SECRETARY OF STATE
TALLAHASSEE, FL

CAPITAL CONNECTION, INC.

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

ESPLANADE AT HACIENDA LAKES

TRANSITION CORP

Signature

Requested by: BA

06/18/21

Name

Date

Time



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_____

COVER LETTER

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

SUBJECT: ESPLANADE AT HACIENDA LAKES TRANSITION CORP

(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: LANETTE KELLER

Name (Printed or typed)

8272 LUCELLO TERRACE NORTH

Address

NAPLES, FL 34114

City, State & Zip

(239) 290-4325

Daytime Telephone number

netk4ever@gmail.com

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

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

FILED

2021 JUN 18 AM 10:11

SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
ESPLANADE AT HACIENDA LAKES TRANSITION CORP.**

Pursuant to Section 617.0202, Florida Statutes, the Articles of Incorporation of ESPLANADE AT HACIENDA LAKES TRANSITION CORP., a Florida corporation not for profit, is hereby incorporated. The Articles of Incorporation shall henceforth be as follows:

ARTICLE I

NAME: The name of the corporation is Esplanade at Hacienda Lakes Transition Corp., and its principal place of business address and mailing address is 8272 Lucello Terrace North, Naples, Florida 34114.

ARTICLE II

PURPOSE AND POWERS: The purpose for which Esplanade at Hacienda Lakes Transition Corp. is organized is to provide an entity pursuant to Florida law to address the welfare and concerns of owners of property in Esplanade at Hacienda Lakes, Naples, Florida.

Esplanade at Hacienda Lakes Transition Corp. is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earning of Esplanade at Hacienda Lakes Transition Corp. shall be distributed or inure to the private benefit of any member, Director, or officer. For the accomplishment of its purposes, Esplanade at Hacienda Lakes Transition Corp. shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida and the Bylaws; and it shall have all of the powers and duties reasonably necessary to operate, including but not limited to the following:

- (A) to make and collect contributions against members of Esplanade at Hacienda Lakes Transition Corp to defray the costs, expenses, and losses of Esplanade at Hacienda Lakes Transition Corp., and to use the funds in the exercise of its powers and duties;
- (B) to purchase directors and officer's insurance for the protection of Esplanade at Hacienda Lakes Transition Corp., its officers and directors;
- (C) to employ accountants, attorneys, engineers, and other professional personnel to perform services on behalf of Esplanade at Hacienda Lakes Transition Corp.

All funds and the title to all property acquired by Esplanade at Hacienda Lakes Transition Corp. shall be held for the benefit of the members in accordance with the provisions of these Articles of Incorporation and the Bylaws.

ARTICLE III

MEMBERSHIP:

(A) The members of Esplanade at Hacienda Lakes Transition Corp. shall be the record owners of a fee simple interest in one or more lots or units in Esplanade at Hacienda Lakes, of Naples, Florida, who choose to join and contribute financially to the requested minimum contribution to support the activities of this corporation.

(B) The funds and assets of Esplanade at Hacienda Lakes Transition Corp. cannot be assigned, except by agreement of the Officers and the Board, to transfer funds to the HOA of Esplanade at Hacienda Lakes.

(C) For matters subject to consent or action by the members, the owners of each unit or lot who are members, collectively, shall be entitled to one vote in Esplanade at Hacienda Lakes Transition Corp. matters. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE IV

TERM: The term of Esplanade at Hacienda Lakes Transition Corp. shall be for a maximum period of four (4) years, and this corporation shall be dissolved when it is determined by the Officers and the Board that the original purpose/intent of establishing this corporation has been accomplished and there is not a need for it to continue to exist.

ARTICLE V

INCORPORATOR: The name and residence of the Incorporator is as follows:

Lanette Keller
8272 Lucello Terrace North
Naples, FL 34114

The rights and interests of the incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VI

BYLAWS: The Bylaws of Esplanade at Hacienda Lakes Transition Corp. may be altered, amended or rescinded in the manner provided therein.

ARTICLE VII

DIRECTORS AND OFFICERS:

- (A) The affairs of Esplanade at Hacienda Lakes Transition Corp. shall be administered by a Board of Directors. The initial Board of Directors shall consist of five (5) Directors as set forth in Article VIII and shall thereafter be determined by the Bylaws, but shall in no event consist of less than three (3) Directors;
- (B) Directors of Esplanade at Hacienda Lakes Transition Corp. shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.
- (C) The business of Esplanade at Hacienda Lakes Transition Corp. shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the Members of Esplanade at Hacienda Lakes Transition Corp., and shall serve at the pleasure of the Board.

ARTICLE VIII

BOARD OF DIRECTORS: The persons constituting the first Board of Directors shall be the following:

Joseph R. Berezo	8305 Lucello Terrace North, Naples, FL 34114
Lanette Keller	8272 Lucello Terrace North, Naples, FL 34114
Janet E. McDonald	8487 Volaro Way, Naples, FL 34114
Donna Kase	8324 Lucello Terrace North, Naples, FL 34114
Sharon Hildebrandt	8375 Palacio Terrace South, Naples, FL 34114

ARTICLE IX

REGISTERED AGENT: The street address of the initial registered office of Esplanade at Hacienda Lakes Transition Corp. is 6609 Willow Park Drive, Second Floor, Naples, Florida 34109 and the name of the initial registered agent of Esplanade at Hacienda Lakes Transition Corp. at that address is Steven J. Adameczyk, Esq.

ARTICLE X

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

- (A) Proposal. Amendments to these Articles may be proposed by a majority of the Board.

- (B) Procedure. Upon any amendment to these Articles being proposed by said Board members, such proposed amendment shall be submitted to a vote of the Board at a duly noticed Board meeting.
- (C) Vote Required: Except as otherwise required by Florida law, a proposed amendment shall be adopted if it is approved by at least a majority of the entire Board of Directors.
- (D) Effective Date: An amendment shall become effective upon filing with the Secretary of State.

ARTICLE XI

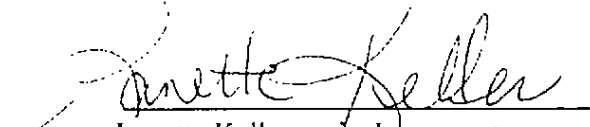
INDEMNIFICATION:

- (A) Esplanade at Hacienda Lakes Transition Corp. shall maintain acceptable insurance or other surety for the purpose of indemnifying the Board, its Directors, and such other persons as necessary subject to the limitations in this Section.
- (B) No Director shall be personally liable to Esplanade at Hacienda Lakes Transition Corp. or to any third party respecting any matter involving Esplanade at Hacienda Lakes Transition Corp. or any member thereof unless the Director's action or omission constitutes a breach of the Article XI of the Articles of Incorporation or Section 617.0834, Florida Statutes, or both.
- (C) Esplanade at Hacienda Lakes Transition Corp. shall indemnify any past or present director, officer, employee or agent of Esplanade at Hacienda Lakes Transition Corp., and any person who may have served or who serves at its request as a fiduciary, against
 - 1. any expenses and costs, including but not limited to legal and accounting fees, incurred in connection with any claim asserted against him by reason of being or having been such director, officer, employee, agent or fiduciary or in connection with any civil or criminal action, suit or proceeding which is instituted before any court or administrative body and to which he is made a party by reason of being or having been such director, officer, employee, agent or fiduciary;
 - 2. any amounts paid in settlement of any such claim or any such action, suit or proceeding; and
 - 3. any amounts paid on any judgments rendered in any action, suit or proceedings; provided that he acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of Esplanade at Hacienda Lakes Transition Corp. and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. In no event, however, shall indemnification be made for acts or omissions constituting a transaction from which the person received any personal benefit, or considered reckless as defined in subsection (B) above. The indemnification provided by this Article shall be in

addition to any other rights which those indemnified may have under any law, agreement or resolution of the Board of Directors of Esplanade at Hacienda Lakes Transition Corp.

- (D) Any indemnification under subsection (C) shall be made by Esplanade at Hacienda Lakes Transition Corp. only upon a determination that indemnification is proper in the specific circumstances because the applicable standard of conduct set forth in subsection (C) has been met, made by a majority vote of a quorum of Directors who were not parties to such action, suit or proceeding and supported by legal counsel in a written opinion.


IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 25th day of May, 2021.


Lanette Keller, as its Incorporator

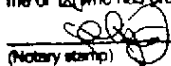
STATE OF FLORIDA
COUNTY OF COLLIER

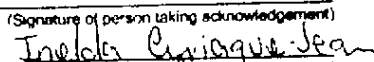
Before me the undersigned authority, appeared, by means of physical presence, **Lanette Keller**, who is ☐ personally known to me or ☒ produced his Driver's License, as identification, and who was sworn and says that the foregoing is true.

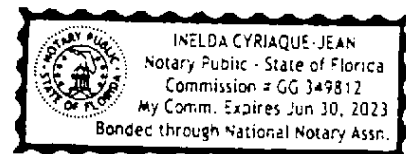
Sworn to before me on May 25th, 2021.


Notary Public, State of Florida
My Commission Expires: 6-30-2023

STATE OF FLORIDA COUNTY OF Collier
The foregoing instrument was acknowledged before me by means of
☒ physical presence or ☐ online notarization, this 25th day of May,
2021, by Lanette Keller who is ☐ personally known to
me or ☒ who has produced Florida Driver License as identification.

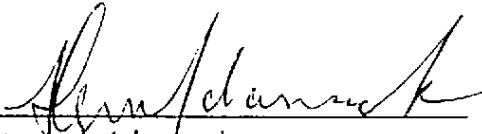

(Notary stamp)


(Signature of person taking acknowledgement)
Inelda Cyriaque-Jean
(Name typed, printed or stamped)



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for ESPLANADE OF HACIENDA LAKES TRANSITION CORP., at the place designated in these articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Steven J. Adamczyk
Date: 5-27-2021

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TALLAHASSEE, FL