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**FLORIDA PROFIT/NON PROFIT CORPORATION
FOUNTAINS WEST COMMONS PROPERTY OWNERS
ASSOCIATION, INC.**

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**ARTICLES OF INCORPORATION
OF
FOUNTAINS WEST COMMONS PROPERTY OWNERS ASSOCIATION, INC.
(A Florida Corporation Not for Profit)**

ARTICLE I. NAMES

The name of this Corporation is Fountains West Commons Property Owners Association, Inc. For convenience, the Corporation shall be referred to in this instrument as the "Association," these Articles of Incorporation as the "Articles" and the By-Laws of the Association as the "By-Laws."

ARTICLE II. PURPOSES

The purposes for which the Association is organized are as follows:

A. To take title, operate, administer, manage, lease, and maintain the assets and property of the Association as such are dedicated to, or made the responsibility of, the Association by the recorded Plat of Fountains West Commons, the Declaration, these Articles, or the By-Laws.

B. To manage the Association of owners established by the Declaration of Covenants, Conditions, Restrictions and Easements for Fountains West Commons (the "Declaration"). The Declaration was executed by **TUMMUS STORAGE I, LLC**, a Florida limited liability company (the "Declarant").

C. To enforce the Declaration and perform all duties and responsibilities imposed upon the Association by the Declaration.

D. The Association shall operate, maintain, and manage the surface water or storm water management system(s) in a manner consistent with the St. Johns River Water Management District permit no. 98925-8 requirements and applicable St. Johns River Water Management District rules, and shall assist in the enforcement of the provisions of the Declaration which relate to the surface water or storm water management system.

E. To maintain the internal roadways and Common Areas.

F. To carry out all duties placed upon it by these Articles, the By-Laws, the Declaration, and by Florida law.

ARTICLE III. POWERS

The Association shall have the following powers:

A. The Association shall have all common law and statutory powers of a corporation not for profit, not in conflict with the terms of these Articles, the By-Laws, and the Declaration.

B. The Association shall have the power to administer and to enforce the provisions of these Articles, the By-Laws, and the Declaration and all powers reasonably necessary to carry out the responsibilities and duties conferred upon it by these Articles, the By-Laws, and the Declaration, as amended and supplemented from time to time, including, but not limited to, the power to levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water and storm water management system and any conservation easement areas, as well as the internal roadways and Common Areas. Such assessments shall be used for maintenance and repair of

the surface water and storm water management systems and any conservation easement areas, including, but not limited to, work within retention areas, drainage structures, and drainage easements, as well as the internal roadways and Common Areas.

ARTICLE IV. DUTIES

The Association shall have the following duties:

A. The Association shall have all common law and statutory duties of a corporation not for profit.

B. In addition, the Association shall have all responsibilities and duties delegated to it pursuant to the provisions of these Articles, the By-Laws, and the Declaration, including, but not limited to, operating, maintaining, and managing the surface water and storm water management system and any conservation easement areas in a manner consistent with the St. Johns River Water Management District Permit requirements and applicable municipal rules, regulations, and ordinances; and further shall assist in the enforcement of the restrictions and covenants contained in the Declaration relating to said system.

ARTICLE V. MEMBERSHIP

Every person or entity who is or becomes a record owner of any "Lot" in the "Property" or is otherwise considered an "Owner", as those terms are defined in the Declaration, shall be a "Member" of the Association. Declarant shall also be a Member of the Association as long as it owns a portion of the Property. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment.

ARTICLE VI. MANAGEMENT

A. The affairs and property of the Corporation shall be managed and governed by a Board of Directors ("Board") composed of not less than three (3). The Board members shall be elected by the voting membership at the times and in the manner provided in the By-Laws. The Board members may be removed and vacancies in the Board filled in the manner provided in the By-Laws.

B. The initial Board shall consist of three (3) persons, who need not be members entitled to vote in the Association, and who shall be appointed by Declarant. The initial Board named in these Articles shall serve until the Owners, other than Declarant, are entitled to elect the Board members in the manner set forth in the By-Laws. Vacancies in the initial Board appointed by Declarant may be filled by Declarant. After the election of the Board by the Owners other than the Declarant, vacancies occurring between annual meetings of the membership shall be filled in the manner provided in the By-Laws.

C. Board members shall be elected by the membership in accordance with the By-Laws at the regular annual meeting of the membership of the Corporation to be held on the first Monday of June of each year or on such other date as may be set by the vote of a majority of the membership.

D. All officers shall be elected by the Board in accordance with the By-Laws at the annual meeting of the Board to be held immediately following the annual meeting of the membership. The Board shall elect or appoint at the time and in the manner set forth in the By-Laws a President, Vice-President,

Secretary, Treasurer, and such other officers as it may deem desirable.

ARTICLE VII. BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3). The names and street addresses of the persons who are to serve as the first Board are as follows:

Name	Address
Todd Lucas	421 South Summerlin Ave., Orlando, FL 32801
Charles Cordes	421 South Summerlin Ave., Orlando, FL 32801
Tracy Duvall	421 South Summerlin Ave., Orlando, FL 32801

The number of Board members may be increased or diminished from time to time as provided by the By-Laws, but shall never be less than three (3). All Board members shall be natural persons.

ARTICLE VIII. OFFICERS

The names of the officers who are to serve until the first election of officers by the Board are as follows:

President	Todd Lucas
Vice-President	Charles Cordes
Secretary	Tracy Duvall
Treasurer	Tracy Duvall

ARTICLE-IX-PRINCIPAL OFFICE

The initial principal office of the Association is 421 South Summerlin Ave., Orlando, FL 32801.

ARTICLE X. INCORPORATORS

The Incorporator is Charles Cordes, 421 South Summerlin Ave., Orlando, Florida 32801. The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Florida Secretary of State.

ARTICLE XI. BYLAWS

By-Laws of the Association shall be adopted by the first Board and thereafter may be altered, amended, or rescinded in the manner provided in the By-Laws. In the event of a conflict between the

provisions of these Articles and the provisions of the By-Laws, the provisions of these Articles shall control.

ARTICLE XII. EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State. The Association shall exist in perpetuity, unless dissolved pursuant to the provisions of Article XIII below.

ARTICLE XIII. DISSOLUTION AND SUCCESSOR ENTITIES

The Association may be dissolved only with the consent, in writing, by two-thirds (2/3) of the voting Members. In the event of the dissolution of the Association, or any successor entity thereto, other than incident to a merger or consolidation, any property dedicated or conveyed to the Association shall be transferred to either a successor entity or an appropriate governmental agency or public body 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 a non-profit corporation, association, trust, or other organization to be devoted to such similar purposes. In the event of termination, dissolution, or liquidation of the Association, the responsibility for the operation and maintenance of the surface water and storm water management system must be transferred to and accepted by an entity which complies with the Florida Administrative Code and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE XIV. SEVERABILITY

Invalidation of any of these Articles or portions thereof by judgment, court order, or operation of law shall in no way affect other provisions, which shall remain in full force and effect.

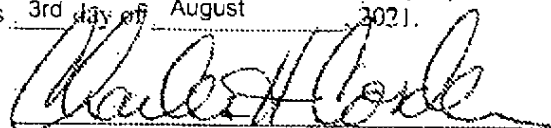
ARTICLE XV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is 421 South Summerlin Ave., Orlando, FL 32801, and the initial Registered Agent of the Association at that address shall be Charles Cordes.


ARTICLE XVI. INDEMNIFICATION

The Association shall indemnify any officer, Board member or committee member or any former officer, Board member or committee member to the full extent permitted by law.

IN WITNESS WHEREOF, I, the Incorporator of the Fountains West Commons Property Owners Association Inc. have hereunto affixed my signature this 3rd day of August, 2021.


CHARLES CORDES

The undersigned hereby accepts the designation of Registered Agent of Fountains West Commons Property Owners Association, Inc. as set forth in Article XV of these Articles.


CHARLES CORDES

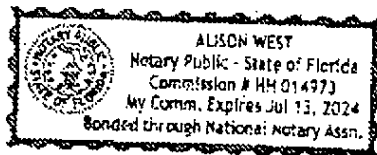
STATE OF FLORIDA)

SS:

COUNTY OF DAVAL)

I HEREBY CERTIFY that on this day, before me a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared CHARLES CORDES, by means of ☒ physical presence or ☐ online notarization, to me known to be the person described as the Incorporator and Registered Agent of the Fountains West Commons Property Owners Association, Inc. and who executed the foregoing Articles of Incorporation and has acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 3 day of August, 2021.




Notary Public

Print Name: ALISON WEST

My Commission expires: 7/13/2024

Commission No.: HH 014973