

## Florida Department of State

Division of Corporations

Electronic Filing Cover Sheet

Please print this page and use this cover sheet. Type the fax audit number (shown below) on the top left bottom of all pages of the document.

((H22000085556 3)))



H220000855563ABC0

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page.  
Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : HILL WARD HENDERSON  
Account Number : 072100000520  
Phone : (813)221-3900  
Fax Number : (813)200-5995

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: \_\_\_\_\_

### FLORIDA PROFIT/NON PROFIT CORPORATION INDEPENDENCE PARK ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	07
Estimated Charge	\$78.75

T. SCOTT

MAR - 8 2022

[Electronic Filing Menu](#)

[Corporate Filing Menu](#)

[Help](#)

((H22000085556 3)))

**ARTICLES OF INCORPORATION  
OF  
INDEPENDENCE PARK ASSOCIATION, INC.**

22 MAR -7 PM 12:43

The undersigned incorporator hereby makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation of Independence Park Association, Inc., for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida.

**I. NAME AND PRINCIPAL OFFICE**

The name of this corporation shall be INDEPENDENCE PARK ASSOCIATION, INC. (the "Association"). The principal office and mailing address of the Association shall be 3111 W. Dr. M. L. King Blvd., Suite 100, Tampa, Florida 33607, or such other address as the Association may hereinafter select.

**II. DEFINITIONS**

All capitalized terms utilized in these Articles of Incorporation and not otherwise defined herein shall have the meanings ascribed to them in the Declaration of Covenants, Conditions and Restrictions of Independence Park (the "Declaration").

**III. PURPOSES**

The general nature, objects and purposes for which the Association has been organized are as follows:

A. To provide an entity for the furtherance of the interests of the Owners as to the Property.

B. To own, lease, operate, manage, repair, maintain, reconstruct, restore, renovate, rebuild, replace, improve and alter the Common Areas, Limited Common Areas and the Improvements situated thereon, in or benefiting the Property or any portion thereof, including, without limitation, any privately-held utility systems and roadways within the Property, and to procure and maintain insurance which the Board determines is necessary or appropriate relating to such Common Areas, Limited Common Areas and Improvements and the operation of the Association, and to pay all taxes, assessments and utility charges relating thereto.

C. To provide for such services which the Association may periodically determine are necessary or desirable to further the interests of the Owners as to the Property, together with the capital improvements, regular maintenance and repair, equipment and personnel pertaining to the provision of such services.

((H22000085556 3)))

((H22000085556 3)))

D. To provide, purchase, lease, acquire, replace, improve, maintain and repair such private and public real property, buildings, structures, street lights, landscaping, paving and equipment related to the furtherance of the interests and convenience of the Owners, as the Board in its discretion determines necessary, appropriate, and convenient.

E. To perform all the functions, duties and obligations contemplated for the Association in the Declaration.

F. To operate the Association without profit for the benefit of its Members and the Property.

G. To do, perform or provide any other acts, services or matters whatsoever that are not in conflict with the Declaration, these Articles or the Bylaws, and that may be allowed by Chapter 617, Florida Statutes, or any successor statute thereto.

#### **IV. GENERAL POWERS**

The Association shall have the following general powers:

A. To hold funds for the benefit of the Members for purposes set forth in these Articles and in the Bylaws and the Declaration.

B. To promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized and to further the interests of the Owners and other Persons, including, without limitation, the promulgation and enforcement of rules and regulations limited or regulating the hours of use, the entry and exit points and the speed of all types of vehicles traveling upon the private streets, roadways and alleys within the Property, and the regulation, metering and use of the private sanitary sewer system and any other private utility systems installed or operated within the Property.

C. To establish rules, regulations, procedures and policies relating to the governance and operation of the Association, the Common Areas, the Limited Common Areas and the Improvements thereon.

D. To enter into contracts with such Persons as the Board deems necessary or appropriate to provide for the administration, operation and/or management of the Association's affairs and satisfaction of the Association's obligations.

E. To delegate powers where such is deemed in the interest of the Association.

F. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of any interest in real or personal property, except to the extent restricted hereby.

G. To own, lease, operate, manage, repair, maintain, reconstruct, restore, renovate, rebuild, replace, improve and alter the Common Areas, the Limited Common Areas and the Improvements situated thereon.

((H22000085556 3)))

((H22000085556 3)))

H. To enter into, make, perform or carry out contracts and agreements of every kind with any Person.

I. To fix regular or special dues, charges, fees and assessments to be levied upon the Owners and against their Building Sites to (i) defray the costs, fees, and capital and non-capital expenditures of the Association, (ii) to effectuate the objectives and purposes of the Association, and (iii) fix fines and other charges for the nonpayment of such dues, charges, fees or assessments or for the violation of these Articles, the Bylaws or the Declaration; and to authorize the Board, in its discretion, to enter into, perform and carry out contracts or agreements with such Persons as are selected by the Board from time to time to provide for the collection of such dues, charges, fees and assessments.

J. To commence actions, suits or proceedings to (i) restrain, prevent, terminate or enjoin any breach or threatened breach of these Articles, the Bylaws or the Declaration, (ii) enforce, by mandatory injunction or otherwise, the provisions of these Articles, the Bylaws and the Declaration, and (iii) to collect any assessments, fees, dues, fines, charges or other amounts due to the Association from any Owner or any Person or entity claiming by or through such Owner.

K. To create reserves to provide for the deferred maintenance, renovation, rebuilding, reconstruction, replacement, improvement or alteration of any portion of the Common Areas, the Limited Common Areas or the Improvements situated thereon, but without any obligation to maintain any reserves.

L. To enter upon any Building Site for the purpose of ascertaining whether the Owner thereof is in compliance with these Articles, the Bylaws and the Declaration and to undertake such actions as the Association in its discretion determines is necessary or appropriate to insure full, complete and continuing compliance with these Articles, the Bylaws and the Declaration.

M. To separately charge any Owner for services rendered by the Association to any such Owner or those claiming by or through any such Owner and to separately charge any user of Association property when such separate charge is deemed appropriate by the Board.

N. To pay taxes, assessments, utilities and other charges, if any, levied or assessed on or against property owned, leased or maintained by the Association.

O. To procure, pay for and maintain any and all insurance deemed necessary, desirable or appropriate by the Board to be procured, maintained and paid for by the Association, including, without limitation, insurance for property damage, personal injury, comprehensive liability, fidelity, errors and omissions, and any and all other types of insurance.

P. To make such dedications, whether by easement or fee conveyance, of any portion of the Common Areas and the Limited Common Areas deemed necessary, reasonable or appropriate by the Board, and as may be otherwise required or requested by any governmental entity having jurisdiction over the Property.

Q. To borrow money for the purposes of improving, repairing and replacing the Common Areas, the Limited Common Areas and the Improvements situated thereon, and

((H22000085556 3)))

((H22000085556 3)))

acquiring additional Common Area, and to encumber the Common Areas, the Limited Common Areas and Improvements situated thereon in connection with such financing, except to the extent limited by the terms of the Declaration.

R. To do any and all acts necessary or expedient for carrying on or accomplishing any and all of the purposes for which the Association has been formed and for effectuating all of the powers and objectives set forth in these Articles of Incorporation and in the Declaration which are not forbidden by the laws of the State of Florida.

S. To have, in general, all powers conferred upon a not-for-profit corporation by the laws of the State of Florida, except as prohibited herein, which are necessary or convenient to accomplish any of the objectives and purposes for which the Association is organized.

#### **V. MEMBERS; VOTING**

A. Each Owner, including the Declarant, of fee simple title to a Building Site within the Property shall automatically become a Member of the Association for so long as such ownership continues. Association membership shall be an interest which is appurtenant to fee simple title to a Building Site within the Property and shall not be divisible or transferable separate and apart from ownership of any such Building Site; provided, however, that in the event an Owner of a Building Site executes a ground lease relating to such Building Site with any other Person for an initial term of twenty (20) years or more, the Owner and such Person may, upon written notice to the Association, enter into a written agreement pursuant to which the Owner assigns to such Person all, but not part, of the rights and privileges the Owner is entitled to exercise under these Articles or under the Declaration or Bylaws, including the Owner's right to vote. Such assignment of the Owner's rights and privileges shall automatically terminate upon the termination of the lease with such Person. In no event shall the assignment of the Owner's rights and privileges relieve the Owner of any of the duties or obligations set forth herein or in the Declaration or Bylaws. The Association shall be entitled to rely upon any written notice delivered to the Association, and shall be entitled to consider such Person as the assignee of such rights and privileges until such time as the Association receives further written notice signed by the Owner and such Person.

B. If more than one (1) person owns an interest in any Building Site, there may be only the vote cast for such Building Site as set forth above. Such vote may be exercised as the Owners determine among themselves; but no split vote is permitted. Prior to any meeting at which a vote is to be taken, each co-Owner shall file the name of the voting co-Owner, with the Secretary of the Association to be entitled to vote at such meeting, unless such co-Owners have filed a general voting authority with the Secretary applicable to all votes until rescinded. The total outstanding votes available for voting purposes in determining the action of the Association is referred to herein as the "Outstanding Votes".

#### **C. Voting.**

1. Votes Per Building Site. Each Owner of a Building Site, shall be entitled to one (1) vote for each Building Site owned by such Owner within the Property.

((H22000085556 3)))

((H22000085556 3)))

D. The Bylaws may include terms and provisions which permit the Board, in its discretion, to suspend or terminate certain of the rights, interests and privileges of Members under the circumstances described therein.

E. The rights, duties, privileges and obligations of each Member of the Association shall be those set forth herein and in the Declaration and Bylaws, and all such rights, duties, privileges and obligations shall be exercised in accordance with the terms, provisions, covenants, restrictions and conditions set forth herein and in the Declaration and Bylaws of the Association.

#### **VI. BOARD OF DIRECTORS**

A. The affairs of the Association shall be managed and directed by a Board of Directors which shall include four (4) Directors. Only individuals may serve as Directors, but Directors need not be Owners. The initial Board shall consist of four (4) Directors, three (3) of which shall be appointed by the Declarant and one (1) of which shall be appointed by the Owner of the Multi-Family Parcel, and who shall thereafter be appointed and elected as provided in the Bylaws.

B. The initial Board of the Association shall be determined, appointed and elected in accordance with the Bylaws.

#### **VII. OFFICERS**

The officers of the Association shall be determined, appointed and elected in accordance with the Bylaws.

#### **VIII. REGISTERED OFFICE AND REGISTERED AGENT**

The Association's initial registered office is located at 3111 W. Dr. M. L. King Blvd., Suite 100, Tampa, Florida 33607. Dan Woodward is hereby appointed the initial registered agent of the Association. Both the Association's registered office and registered agent may be changed from time to time as provided by law. 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 agree to act in this capacity.

Agent Acceptance: 

Dan Woodward

#### **IX. CORPORATE EXISTENCE**

The Association shall have perpetual existence unless sooner dissolved in accordance with the laws of the State of Florida.

((H22000085556 3)))

((H22000085556 3)))

## **X. BYLAWS**

The Board shall adopt Bylaws consistent with these Articles. The Association reserves the right to modify, amend or rescind the Bylaws from time to time in whole or in part as provided in the Bylaws. All rights, interests and privileges conferred upon any Member of the Association by these Articles or the Bylaws shall be subject to and subordinate to such reservation.

## **XI. INTERPRETATION**

These Articles are to be interpreted, construed, and enforced together with the Bylaws and the Declaration to avoid inconsistencies or conflicting results. If a conflict necessarily results or an ambiguity exists, the provisions of the Declaration shall control anything to the contrary in these Articles or in the Bylaws, and the provisions of these Articles shall control anything to the contrary in the Bylaws.

## **XII. AMENDMENT TO ARTICLES OF INCORPORATION**

A. For so long as the Declarant has the right to appoint or elect a majority of the Board, the Declarant shall have the right without the joinder or consent of any Owner, the Association, the holder of any mortgage, lien or other encumbrance affecting any portion of the Property, or any other Person to amend these Articles: (i) to comply with any requirements of a governmental agency or any institutional lender holding a mortgage secured by any portion of the Common Areas and the Limited Common Areas; (ii) to cure any ambiguity or error or any inconsistency between these provisions and the other Governing Documents; (iii) to comply with the requirements of law or any governmental permit or approval applicable to the Property; or (iv) for any other reason deemed by the Declarant to be advisable, desirable or beneficial for the Property and the Association.

B. Amendments to these Articles, other than those authorized by Section A. above, may be proposed and adopted in the manner from time to time provided by the laws of the State of Florida, except that each such amendment must be approved by a vote of at least sixty-seven percent (67%) of the Outstanding Votes entitled to be cast by the Members (including Declarant for so long as Declarant is a Member), and the written approval of Declarant for so long as Declarant is the owner of any of the Property.

C. The rights, interests and privileges conferred upon any Member of the Association by these Articles are subject to the right of the Association to alter, amend or rescind these Articles.

## **XIII. INCORPORATOR**

The name and business address of the incorporator is:

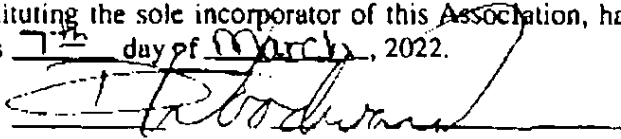
Dan Woodward

3111 W. Dr. M. L. King Blvd  
Suite 100  
Tampa, Florida 33607

((H22000085556 3)))

((H22000085556 3)))

**IN WITNESS WHEREOF**, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 7<sup>th</sup> day of March, 2022.

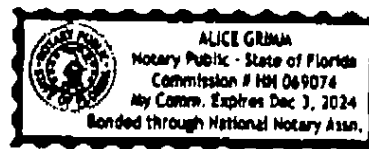
  
Dan Woodward  
Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 7<sup>th</sup> day of March, 2022 by Dan Woodward, as Incorporator. He is personally known to me ☐ or has produced a valid driver's license as identification.

  
Notary Public  
My Commission Expires: 12/03/2024  
Notary Seal:



((H22000085556 3)))