

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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

(((H22000116485 3)))



H220001164853ABC3

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 : ARSENAULT LAW OFFICES
Account Number : 075350000225
Phone : (727)584-1199
Fax Number : (727)586-1071

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

Email Address: daojenny81@gmail.comFLORIDA PROFIT/NON PROFIT CORPORATION
Gulfwater Acres H.O.A., Inc.

Certificate of Status	0
Certified Copy	0
Page Count	09
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

2022 MAR 30 PM 1:20

DIVISION OF CORPORATIONS
COMMERCIAL
REGISTRATION SERVICES

2022 MAR 30 PM 1:49

FILED

**ARTICLES OF INCORPORATION
OF
GULFWATER ACRES H.O.A., INC**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

**ARTICLE I
CORPORATE NAME**

The name of the corporation is GULFWATER ACRES H.O.A., INC., hereinafter called the "Association."

**ARTICLE II
ADDRESS**

The initial mailing address of the Association shall be 6200 49th Street North, Pinellas Park, FL 33781. The principal office of the Association shall be located at the mailing address or at such other place as may be subsequently designated by the Board of Directors of the Association.

**ARTICLE III
REGISTERED AGENT**

Kenneth G. Arsenault, Jr., Esquire, 19535 Gulf Blvd., Suite E, Indian Shores, FL 33785, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof and shall make no distributions of income to its members, directors or officers. The specific purposes for which it is formed are to provide an entity for the purpose of holding title to certain common areas appurtenant to that single-family project being developed by QT Construction, Inc., a Florida corporation, hereinafter "Declarant" known as " GULFWATER ACRES," legally described below, and to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

All of GULFWATER ACRES, according to the map or plat thereof to be recorded in the Public Records of Pinellas County, Florida

and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose.

The Association shall have the following powers:

(a) To exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida which are not in conflict with the terms of the Declaration, these Articles or the Bylaws of the Association.

(b) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions of GULFWATER ACRES, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Public Records of Pinellas County, Florida and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(c) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including but not limited to all licenses, taxes or governmental charges levied or imposed against the property of the Association or to collect adequate assessments against members of the Association for the costs of maintenance, operation and repair of the Surface Water System Management Area;

(d) To maintain, repair and operate the property of the Association as appropriate, specifically but without limitation the surface water management system in the manner described on Exhibit "C", if any, to the Declaration and incident to that to contract for services to provide operation and maintenance of the surface water management system facilities if the Association contemplates employing a maintenance company;

(e) To purchase insurance upon the property of the Association and insurance for the protection of the Association and its members as Lot Owners;

(f) To reconstruct improvements after casualty and make further improvements upon the property;

(g) To enforce by legal means the provisions of the Declaration, and the Articles of Incorporation and Bylaws of the Association, and the rules and regulations adopted pursuant thereto

(h) To employ personnel to perform the services required for proper operation of the Association.

(i) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

(j) To borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

FILED
MAR 30 PM 11:49
CLERK OF DISTRICT COURT
PINELLAS COUNTY, FLORIDA

(k) To dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(l) To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(m) To operate and maintain the Surface Water System Management Area, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas;

(n) All funds and the title to all properties acquired by the Association and their proceeds shall be held for the benefit and use of the members in accordance with the provisions of the Declaration, these Articles and the By-Laws;

(o) The Association shall make no distribution of income to its members, directors or officers, and upon dissolution, all assets of the Association shall be transferred only to another non-profit corporation or a public agency or as otherwise authorized by the Florida not for Profit Corporation Statute;

(p) To sue and be sued;

(q) To establish rules and regulations;

(r) The powers of the Association shall be subject to and shall be exercised in accordance with the provisions hereof and of the Declaration, the By-Laws and the Act, provided that in the event of conflict, the provisions of the Act shall control over those of the Declaration and By-Laws.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall

be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such lot shall be exercised as they determine pursuant to provisions for voting in the Bylaws, but in no event shall more than one vote be cast with respect to any Lot.

Class B. Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to seven (7) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) Three months after ninety percent (90%) of the Lots in the Properties and any additions thereto that will ultimately be operated by the Association have been conveyed to Members; or

(b) when the Declarant makes a decision, in its sole and absolute discretion, to give written notice to the Association of its decision to cause the turnover to occur; or

(c) as otherwise required under the Florida Statutes.

ARTICLE VII BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board consisting of (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Quynh Tran	6200 49 th Street N. Pinellas Park, FL 33781
Jenny Dao	6200 49 th Street N. Pinellas Park, FL 33781
Bich-Tram Thanh Tran	6200 49 th Street N. Pinellas Park, FL 33781

FILED
2022 MAR 30 PM 11:49
CLERK OF DISTRICT COURT
JANUARY 1, 1900
JANUARY 1, 1900

At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years.

ARTICLE VIII OFFICERS

The affairs of the Association shall be administered by a President, a Vice-President, a Secretary and a Treasurer and such other officers as may be designated by the Bylaws; provided, the

offices of Secretary and Treasurer may be held by one person. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	Quynh Tran 6200 49 th Street N. Pinellas Park, FL 33781
Vice President:	Jenny Dao 6200 49 th Street N. Pinellas Park, FL 33781
Secretary/Treasurer:	Bich-Tram Thanh Tran 6200 49 th Street N. Pinellas Park, FL 33781

RECEIVED
2022 MAR 30 PM 11:49
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
COUNTY OF PINELLAS, FLORIDA

ARTICLE IX INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or settlement of any proceeding to which he may be a party or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approve such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE X BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded, at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy.

ARTICLE XI DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency 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 any

nonprofit corporation, association, trust or organization to be devoted to such similar purposes.

ARTICLE XII TERM

The existence of the Association shall be perpetual. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Surface Water Management Systems Area must be transferred to and accepted by an entity which complies with the requirements of applicable governmental authority having jurisdiction over the Surface Water Management Systems Area prior to such termination, dissolution or liquidation.

ARTICLE XIII AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1. Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

Section 2. Vote. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than seventy-five percent (75%) of the votes of the entire membership of the Association.

Section 3. Limit on Amendments. No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members, without approval in writing by all members and the joinder of all owners of mortgages on parcels in the Gulfwater Acres project.

Section 4. Certification. A copy of each amendment shall be certified by the Secretary of State.


ARTICLE XIV SUBSCRIBERS

The name and address of the subscriber of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
KENNETH G. ARSENAULT, JR.	19535 Gulf Boulevard Suite E Indian Shores, Florida 33785

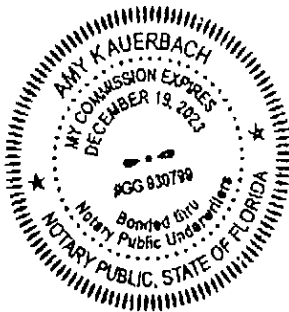
FILED
2022 MAR 30 PM 11:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

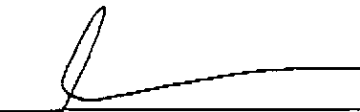
IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, the subscriber of this Association, have executed these Articles of Incorporation this 30th day of March, 2022.


KENNETH G. ARSENAULT, JR.

State of Florida
County of Pinellas

The foregoing instrument was acknowledged before me, by means of ☒ physical presence or ☐ online notarization, this 30th day of March, 2022 by Kenneth G. Arsenault, Jr., who is personally known to me.




Notary Public - State of Florida
My Commission Expires:


FILED
2022 MAR 30 PM 11:49
CLERK OF CIRCUIT COURT
PINELLAS COUNTY, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In compliance with the laws of Florida, the following is submitted:

First - that desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, in the County of Pinellas, State of Florida, the corporation named in the said articles has named Kenneth G. Arsenault, Jr. located at 19535 Gulf Blvd., Suite E, Indian Shores, FL 33785 as its statutory agent.

Having been named the statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.


REGISTERED AGENT – Kenneth G. Arsenault, Jr.

Dated this 30th day of March, 2022.

FILED
2022 MAR 30 PM 11:49
CLERK OF COURT
PINELLAS COUNTY, FLORIDA