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April 5, 2022

Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: 7<sup>TH</sup> & MORGAN HOMEOWNERS' ASSOCIATION, INC.

Ladies and Gentlemen:

Enclosed please find the Articles of Incorporation for 7<sup>TH</sup> & MORGAN HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not for profit.

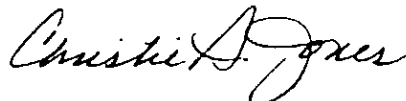
Also enclosed please find 7<sup>th</sup> and Morgan, LLC, Check Number 249 made payable to the Florida Department of State in the amount of \$78.75 for the filing fee, the registered agent designation fee, and a certified copy of the Articles of Incorporation.

The email address for future annual report notification is [rcovington@sd2inc.com](mailto:rcovington@sd2inc.com).

Please return all correspondence concerning this matter to me at the above address. If you choose to contact me via e-mail ([LargoLaw@aol.com](mailto:LargoLaw@aol.com)), please include the name of the corporation in the 'regarding' line so that your e-mail is not inadvertently deleted as 'spam'.

Very truly yours,

CHRISTIE S. JONES, P.A.



Christie S. Jones, Esquire

Enclosures

CC: Robert Covington, 7<sup>th</sup> & Morgan, LLC w/o enclosures

**ARTICLES OF INCORPORATION**  
**of**  
**7<sup>th</sup> & MORGAN HOMEOWNERS' ASSOCIATION, INC.**

The undersigned, pursuant to the provisions of Chapters 617 and 720, Florida Statutes, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit, does hereby declare as follows:

**ARTICLE I. - NAME OF CORPORATION**

The name of this corporation shall be 7<sup>th</sup> & MORGAN HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not-for-profit, hereinafter referred to as the Association.

**ARTICLE II. - GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the residential subdivision located in Hillsborough County, Florida, known as 7<sup>th</sup> & Morgan Town Homes, as more particularly described in the subdivision plat thereof recorded in the Public Records of Hillsborough County, Florida, and to perform all acts provided in the Declaration of Covenants, Conditions and Restrictions for said residential subdivision, and all exhibits thereto, as duly amended from time to time, and the provisions of Chapters 617 and 720, Florida Statutes.

**ARTICLE III. - POWERS**

The Association shall have all of the statutory powers of a corporation not-for-profit and all of the powers and duties set forth the Declaration of Covenants, Conditions and Restrictions of 7<sup>th</sup> & Morgan Town Homes and all exhibits attached thereto, as duly amended from time to time, and the powers and duties set forth in Chapters 617 and 720, Florida Statutes.

**ARTICLE IV. - MEMBERS**

All persons owning a vested present interest in the fee title to a Lot, which interest is evidenced by a duly recorded instrument in the Public Records of Hillsborough County, Florida, shall be Members 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 terminate automatically and immediately at the time a Member's vested interest in the fee title in and to his or her Lot terminates. The change of membership in the Association shall be evidenced in the Association's records by delivery to the Association of a copy of the recorded deed or other instrument of conveyance transferring fee title to the Lot. Membership shall be appurtenant to and shall not be separated from ownership of the Lot. Prior to the recording of this Declaration of Covenants, Conditions and Restrictions, the Developer shall constitute the sole Member of the Association.

## **ARTICLE V. - VOTING RIGHTS**

The Association shall have two classes of Membership:

Class "A" Members shall be entitled to one (1) vote per Lot at Membership meetings. When more than one (1) person owns a Lot in 7<sup>th</sup> & Morgan Town Homes, the one (1) vote for that Lot shall be exercised as they, among themselves, determine and advise the Secretary of the Association, in writing, prior to the time the meeting is called to order, but in no event shall more than the one (1) vote allocated to that Lot be cast, and the vote shall not be divided among the Owners of any one Lot. In the absence of any such notification to the Secretary of the Association, the vote allocated to the Lot shall be suspended if more than one (1) person seeks to exercise it. In the case of a Lot owned by a corporation, partnership, limited partnership, limited liability partnership, limited liability company or other entity, one (1) natural person shall be designated to be the primary representative of the Lot Owner for all purposes under the Declaration of Covenants, Conditions and Restrictions for 7<sup>th</sup> & Morgan Town Homes, these Articles of Incorporation, and the Bylaws of the Association. If a Lot is owned by a trustee or trustees of a trust, the trustee or trustees shall be deemed the primary representative(s) of the Lot Owner. If a Class "A" Member owns more than one (1) Lot, such Member shall have the right to cast the one (1) vote allocated to that Lot for each Lot owned.

The Class "B" Member shall be the Developer. The Class "B" Member shall have five (5) votes for each Lot which it owns; provided, however, that after transition of homeowners' association control from the Developer to the non-developer Members as provided in these Articles of Incorporation and Section 720.307, Florida Statutes, has occurred, the Developer shall not cast votes in an amount that exceeds one (1) vote per Lot.

## **ARTICLE VI. - INCOME DISTRIBUTION**

No part of the income of the Association shall be distributable to its Members, except as compensation for services rendered, and then only to the extent allowed by Chapter 720 Florida Statutes.

## **ARTICLE VII. - EXISTENCE**

The existence of the Association shall commence with the filing of these Articles of Incorporation with the Florida Secretary of State. The Association shall exist perpetually unless dissolved according to law.

## **ARTICLE VIII. - REGISTERED OFFICE, REGISTERED AGENT, PRINCIPAL PLACE OF BUSINESS**

The registered office of the Association shall be at 1001 South Fort Harrison Avenue, Suite 202, Clearwater, Florida 33756, and the registered agent at such address shall be Robert Covington until such time as another registered agent is appointed by resolution of the Board of Directors. The initial principal place of business of the Association shall be 1001 South Fort Harrison Avenue, Suite 202, Clearwater, Florida 33756.

## **ARTICLE IX. - NUMBER OF DIRECTORS**

The business of the corporation shall be conducted by a Board of Directors. Initially, there shall be three (3) Directors. The number of Directors may be increased or decreased as more particularly described in the Bylaws, provided, however, that there shall never be less than three (3) nor more than five (5) Directors. After transition of homeowners' association control from the Developer to the non-developer Members as provided in these Articles of Incorporation and Section 720.307, Florida Statutes, has occurred, all Directors must be Lot Owners. Each Director shall have one (1) vote.

## **ARTICLE X. - BOARD OF DIRECTORS AND OFFICERS**

The names and mailing addresses of the initial Board of Directors and officers are as follows:

<u>Name</u>	<u>Address</u>
ROBERT COVINGTON	1001 South Fort Harrison Avenue, Suite 202 Clearwater, Florida 33756
JASON CHOKEL	1001 South Fort Harrison Avenue, Suite 202 Clearwater, Florida 33756
DR. MOHAMED HELAL	1001 South Fort Harrison Avenue, Suite 202 Clearwater, Florida 33756

Except as expressly authorized pursuant to Chapter 720, Florida Statutes, the Directors shall not be compensated by the Association for their services as Directors.

## **ARTICLE XI. - RECALL AND REMOVAL OF DIRECTORS**

Subject to the provisions of Article XIII hereof, and the provisions of Sections 720.307 and 720.303(10) Florida Statutes, and any rules and regulations promulgated pursuant thereto, members of the Board of Directors may be recalled from office with or without cause, by the affirmative vote of a majority of the total voting interests of the Association.

## **ARTICLE XII. - INDEMNIFICATION OF OFFICERS AND DIRECTORS**

Every Director and every officer of the Association shall, to the maximum extent required and allowed by Florida law, be indemnified by the Association against all expenses and liabilities, including, but not limited to, attorney's fees reasonably incurred by or imposed upon him or her in connection with any proceedings or the settlement of any proceeding to which he or she may be a party or in which he or she may become involved by reason of being or having been a Director or officer of the Association, whether or not he or she is a Director or officer at the time such expenses are incurred, except when the Director or officer is adjudged guilty of willful misfeasance, malfeasance, or nonfeasance in the performance of his or her duties. The foregoing right of indemnification shall be in addition to and exclusive of all other rights and remedies to which such Director or officer may be entitled.

The Association may purchase and maintain insurance on behalf of all officers and Directors against any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such, and the premiums and all other costs associated with such insurance shall be a Common Expense.

### **ARTICLE XIII - RIGHTS OF DEVELOPER**

A. As more particularly set forth in Section 720.307, Florida Statutes, Members other than the Developer are entitled to elect at least a majority of the members of the Board of Directors of the Association when the earlier of the following events occurs:

1. Three (3) months after ninety percent (90%) of the Lots in 7<sup>th</sup> & Morgan Town Homes that will ultimately be operated by the Association have been conveyed to Class "A" Members;
2. Such other percentage of the Lots have been conveyed to Class "A" Members, or such other date or event has occurred, as is set forth in the governing documents in order to comply with the requirements of any governmentally chartered entity with regard to the mortgage financing of Lots;
3. Upon the Developer abandoning or deserting its responsibility to maintain and complete the amenities or infrastructure as disclosed in the governing documents. There is a rebuttable presumption that the Developer has abandoned and deserted the property if the Developer has unpaid assessments or guaranteed amounts under Section 720.308, Florida Statutes, for a period of more than two (2) years;
4. Upon the Developer filing a petition seeking protection under Chapter 7 of the federal Bankruptcy Code;
5. Upon the Developer losing title to the property through a foreclosure action or the transfer of a deed in lieu of foreclosure, unless the successor owner has accepted an assignment of Developer rights and responsibilities first arising after the date of such assignment;
6. Upon a receiver for the Developer being appointed by a circuit court and not being discharged within thirty (30) days after such appointment, unless the court determines within thirty (30) days after such appointment that transfer of control would be detrimental to the Association or its Members; or
7. Upon delivery of written notice from the Developer to the Association that the Developer intends to transfer control of the Association to the non-developer Members.

B. For the purposes of this Article, the terms "Members other than the Developer" and "Non-developer Members" shall not include builders, contractors, or others who purchase a Lot for the purpose of constructing improvements thereon for resale.

C. Members other than the Developer are entitled to elect at least one member of the Board of Directors of the Association if fifty percent (50%) of the Lots in 7<sup>th</sup> & Morgan Town Homes which will ultimately be operated by the Association have been conveyed to Class "A" Members.

D. The Developer is entitled to elect at least one (1) member of the Board of Directors of the Association as long as the Developer holds for sale in the ordinary course of business at least five percent (5%) of the Lots in 7<sup>th</sup> & Morgan Town Homes. After the Developer relinquishes control of the Association, the Developer may exercise the right to vote any Developer-owned voting interests in the same manner as any other Member, except for purposes of reacquiring control of the Association or selecting the majority members of the Board of Directors.

E. Any Director appointed by the Developer may be removed and replaced by the Developer at any time, subject only to the foregoing rights of the Class "A" Members.

F. Election of members of the Board of Directors by Members other than the Developer, and transfer of control of the Association from the Developer to Members other than the Developer, shall occur in accordance with the provisions of Section 720.307, Florida Statutes, and any rules and regulations pertaining thereto promulgated by the Division of Florida Condominiums, Timeshares and Mobile Homes.

#### **ARTICLE XIV. - BYLAWS**

The first Bylaws of the Association shall be adopted by the Board of Directors of the Association and may be altered, amended or rescinded in the manner provided in such Bylaws.

#### **ARTICLE XV. - AMENDMENT**

These Articles of Incorporation may be amended as set forth in Chapters 617 and 720, Florida Statutes; provided, however, that any such amendment shall be approved by at least seventy percent (70%) of the total voting interests of the Association. Until the election of a majority of the members of the Board of Directors by Members other than the Developer has occurred, no amendment shall be effective without the prior written consent of the Developer.

#### **ARTICLE XVI. - CHAPTER 720, FLORIDA STATUTES**

In the event of a conflict between the provisions of these Articles of Incorporation and Chapter 720, Florida Statutes, or in the event Chapter 720, Florida Statutes, sets forth mandatory provisions that are not expressly contained herein, the terms and provisions of Chapter 720, Florida Statutes, shall control (except to the extent that Chapter 720, Florida Statutes, allows these Articles of Incorporation to vary from the provisions of Chapter 720, Florida Statutes) and, to that extent, are incorporated by reference herein. Notwithstanding anything to the contrary contained herein or in the Bylaws of the Association or the Declaration of Covenants, Conditions and Restrictions of 7<sup>th</sup> & Morgan Town Homes, all as duly amended from time to time, any reference of any nature whatsoever to Chapter 720, Florida Statutes, or any Section thereof, shall for all purposes mean and refer to Chapter 720, Florida Statutes, as it exists on the date the Declaration of Covenants, Conditions and Restrictions for 7<sup>th</sup> & Morgan Town Homes is recorded in the Public Records of Hillsborough County, Florida.

**ARTICLE XVI - SUBSCRIBER**

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

Name

Address

ROBERT COVINGTON

1001 South Fort Harrison Avenue, Suite 202  
Clearwater, Florida 33756

The undersigned, being the Incorporator of this corporation, for the purpose of forming this corporation not for profit under the laws of the State of Florida, has executed these Articles of Incorporation this 10th day of March, 2022.

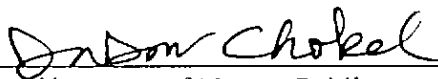
  
\_\_\_\_\_  
ROBERT COVINGTON

STATE OF FLORIDA

COUNTY OF Pinellas

The foregoing instrument was acknowledged before me, a notary public authorized to take acknowledgments in the State and County set forth above, by means of physical presence or online notarization, this 10th day of March, 2022, by ROBERT COVINGTON, who is personally known to me or has produced (Personally Known) as identification, and who (did)(did not) take an oath, and who acknowledged to and before me that said instrument was executed for the purposes therein expressed.

NOTARY PUBLIC

  
\_\_\_\_\_  
Signature of Notary Public

Jason Chokel  
\_\_\_\_\_  
Printed Name of Notary Public

Commission Number:

My Commission Expires:





**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND STREET ADDRESS FOR SERVICE OF PROCESS  
WITHIN FLORIDA**

Pursuant to Section 48.091, Florida Statutes, 7<sup>th</sup> & MORGAN HOMEOWNERS' ASSOCIATION, INC., a Florida corporation not for profit, desiring to organize under the laws of the State of Florida, hereby designates ROBERT COVINGTON, whose address is 1001 South Fort Harrison Avenue, Suite 202, Clearwater, Florida 33757, as its Registered Agent to accept service of process within the State of Florida.

**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the above named corporation, at the place designated herein, I hereby state that I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity

Dated the 10th day of March, 2022.

  
\_\_\_\_\_  
ROBERT COVINGTON