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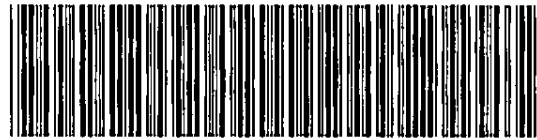
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IN THE CIRCUIT COURT OF THE FIFTH
JUDICIAL CIRCUIT IN AND FOR LAKE
COUNTY, FLORIDA.

CASE NO. 2022-CA-000008

In re
COLINA RECOVERY, INC.

Petitioner.

ORDER APPROVING PETITION

THIS CAUSE came before the Court for a hearing on April 1, 2022, upon the Petitioner, COLINA RECOVERY, INC.'s, Motion for Order Approving Petition, to convert from a Florida for-profit corporation to a Florida not-for-profit corporation. The Court has reviewed and considered the petition and the legal authority for conversion of a corporation provided by § 617.1805-1807, Fla. Stat. (2021). Having reviewed the file, heard the argument of counsel for the Petitioner and otherwise being fully advised in the premises, the Court finds and concludes as follows:

1. The petition is in good order with the required unanimous consent for conversion of the corporation as well as the proposed and approved articles of incorporation being attached thereto.
2. The proposed not-for-profit corporation has agreed to accept all of the assets and liabilities of the for profit corporation as required by the applicable Florida Statutes.

It is therefore **ORDERED** and **ADJUDGED** as follows:

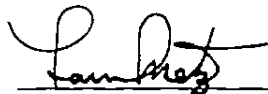
- A. The petition for conversion meets all of the criteria for conversion of the corporation.
- B. The Motion for Order Approving Petition is **GRANTED**.
- C. The articles of incorporation attached to the petition as Exhibit "C" are hereby **APPROVED** and **ENDORSED** by the Court.
- D. All of the property of the petitioning corporation shall become the property of the successor corporation not-for-profit, subject to all indebtedness and liabilities of the petitioning corporation. The articles of incorporation together with the Court's endorsement shall be sent to

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the Department of State, which shall, upon receipt thereof and upon payment of all taxes and fees due the state by the petitioning corporation, if any, issue a certificate showing the receipt of the articles of incorporation with the endorsement of approval and confirming the payment of all taxes and fees, if any, to the state.

E. Upon payment of the filing fees specified in § 617.0122, Fla. Stat. (2021), the Department of State shall file the articles of incorporation, and from thenceforth the petitioning corporation shall become a corporation not-for-profit under the name adopted in the articles of incorporation and subject to all the rights, powers, immunities, duties, and liabilities of corporations not-for-profit under state law, and its rights, powers, immunities, duties, and liabilities as a corporation for profit shall cease and determine.

DONE and ORDERED in Chambers at Tavares, Lake County, Florida, this 15th day of April 2022.



Larry Metz, Circuit Judge

Copy via E-Portal to: Kevin M. Stone, Esq., kevin@stoneandgerken.com

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**ARTICLES OF INCORPORATION
OF
COLINA RECOVERY, INC.**

ARTICLE I - NAME

The name of the corporation is **COLINA RECOVERY, INC.**

ARTICLE II - CORPORATE ADDRESS

The principal and mailing address of the corporation shall be 16836 Caravaggio Loop, Montverde, Florida 34756.

ARTICLE III - CORPORATE NATURE

This is a nonprofit corporation, organized pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes.

ARTICLE IV - DURATION

The term of existence of the corporation is perpetual.

ARTICLE V - GENERAL AND SPECIFIC PURPOSES

The specific and primary purpose for which this corporation is formed is to maintain and operate a potable water system for supplying water and fire flow to its members and to engage in any activity related thereto.

ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation shall be no less than three (3) and no more than nine (9); provided, however, that the specific number shall be provided in the Bylaws, duly adopted by a majority of the Board of Directors. The method of election of the Board of Directors shall also be provided for in the Bylaws.

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ARTICLE VII - EARNINGS & ACTIVITIES OF CORPORATION

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, Directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

(b) No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

(c) Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(12) of the Internal Revenue Code, corresponding section of any future federal tax code, corresponding provision of any future federal tax code.

(d) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII - DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of dissolution or liquidation, either voluntarily or pursuant to order of a court of competent jurisdiction, and after the payment of all outstanding liabilities, each member shall be repaid capital credits without priority on a pro rata basis to the extent assets are available to make such payments. A plan of distribution of excess capital prior to dissolution shall be set forth in the corporation's Bylaws.

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ARTICLE IX - MEMBERSHIP

The corporation shall have no capital stock and shall be composed of Members rather than shareholders. The membership of the corporation shall consist of all the owners of property located within Colina Bay, Montverde, Florida and who have a water connection from the distribution system and receive fire flow from the private hydrants maintained and operated by the corporation.

ARTICLE X - INCORPORATOR

The name and address of the Incorporator of this corporation is as follows:

NAME

ADDRESS

Colina Bay Homeowners
Association, Inc.

16734 Caravaggio Loop
Montverde, Florida 34756

ARTICLE XI - AMENDMENT OF BYLAWS

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the Bylaws.

ARTICLE XII - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to promoting its purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XIII - REGISTERED AGENT AND OFFICE

The name and Florida street address of the initial registered agent are:

NAME

ADDRESS

Tania Thollebeke

16926 Caravaggio Loop
Montverde, Florida 34756

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ARTICLE XIV - ORGANIZATION

The corporation intends to be an organization described in Section 501(c)(12) of the Internal Revenue Code of 1986, Title 26 to the United States Code.

ARTICLE XV - INDEMNIFICATION

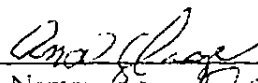
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XVI - AMENDMENT OF ARTICLES

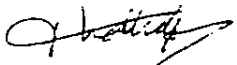
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote.

I, the undersigned, being the subscriber and incorporator of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 14th day of December, 2021.

COLINA BAY HOMEOWNERS
ASSOCIATION, INC.


Print Name: Ana Orage, as its President

ATTEST:


Print Name: TANIA THIELECKE, Secretary

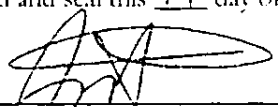
(Notary acknowledgment on following page)

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STATE OF FLORIDA
COUNTY OF LAKE

BEFORE ME, the undersigned authority, personally appeared Ana Orge as President of COLINA BAY HOMEOWNERS ASSOCIATION, INC., who produced identification and who did take an oath and who executed the foregoing Articles of Incorporation and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14 day of December, 2021.



NOTARY PUBLIC

Joshua Steele

Notary Public Printed Name

My Commission Expires: Nov. 23, 2022
Commission No.: GG270743

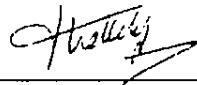


Joshua Steele
NOTARY PUBLIC
STATE OF FLORIDA
Comm# GG270743
Expires 11/23/2022

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ACCEPTANCE OF DESIGNATION OF RESIDENT AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relating to keeping open said office.



Tania Thollebeke, Registered Agent

12/14/2021
Date

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