

N22000010824

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

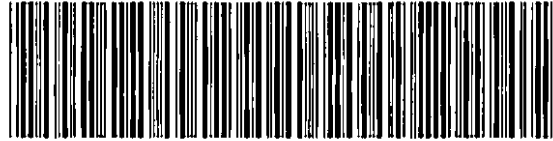
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200394126792

S. CHATHAM  
SEP 20 2022

09/20/22--01011--010 \*\*70.00

RECEIVED

2022 SEP 20 PM 12:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

22 SEP 20 PM 3:18



Gardner, Bist, Bowden, Dee, LaVia,  
Wright, Perry & Harper, P.A.  
Attorneys at Law

Michael P. Bist  
Garvin B. Bowden\*  
David S. Dee  
Charles R. Gardner  
Robert A. "Gus" Harper, III  
John T. LaVia, III  
Timothy J. Perry\*  
Robert Schettel "Schef" Wright

September 20, 2022

1300 Thomaswood Drive  
Tallahassee, Florida 32308  
Telephone 850.385.0070  
Facsimile 850.385.5416  
www.gbwlegal.com

*\*Board Certified Real Estate Lawyer  
\*Also Licensed to Practice in Alabama*

Department of State  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

**HAND DELIVERY**

SUBJECT: ***Corwin Drive Maintenance Association, Inc.***  
a Florida not-for-profit corporation

Dear Secretary of State:

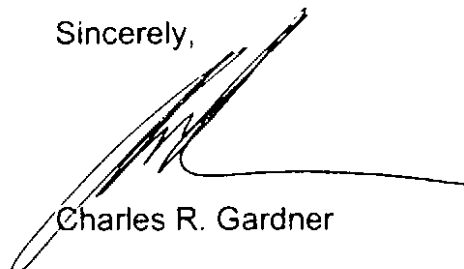
Enclosed are the following:

1. An original and one (1) copy of the *Articles of Incorporation* for the above-identified new Florida not for profit corporation; and
2. A check for \$70.00 made payable to the Florida Department of State for the filing fee.

My name and contact information for questions, comments, and copies are as follows:

Charles R. Gardner  
Gardner, Bist, Bowden, Dee,  
LaVia, Wright, Perry & Harper, P.A.  
1300 Thomaswood Drive  
Tallahassee, Florida 32308  
Telephone No.: (850) 385-0070  
Email Address: [charles@gbwlegal.com](mailto:charles@gbwlegal.com)

Sincerely,



Charles R. Gardner

22 SEP 20 PM 3:18

**ARTICLES OF INCORPORATION  
OF  
CORWIN DRIVE MAINTENANCE ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned, being a resident of the State of Florida and of full age, hereby forms a corporation not for profit in accordance with the laws of the State of Florida, and certifies as follows:

**ARTICLE I - NAME**

The name of this corporation is **CORWIN DRIVE MAINTENANCE ASSOCIATION, INC.** (this or the "Association").

**ARTICLE II - PRINCIPAL OFFICE**

The initial principal office of this Association shall be located at 1592 Marion Court, Tallahassee, Florida 32303, which office may be changed from time to time by action of the Board of Directors of the Association.

**ARTICLE III - REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent and office of the Association shall be Ely Banks, 1592 Marin Court, Tallahassee, Florida 32303, which registered agent may be changed from time to time by action of the Board of Directors of the Association.

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

This Association does not contemplate pecuniary gain or profit to its members, its officers or its directors.

The specific purpose for which the Association is formed is to own and have the right to maintain the private road located in Leon County, Florida known as *Corwin Drive*.

For the foregoing purpose, the Association is empowered to have and exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, Florida Statutes by law may now or hereafter have or exercise.

**ARTICLE V- MEMBERSHIP AND VOTING RIGHTS**

This Association shall be a voluntary membership corporation, without certificates of shares of stock. Qualification for, and admission to, membership in the Association shall be regulated by the Bylaws of the Association.

## **ARTICLE VI - BOARD OF DIRECTORS**

The affairs of the Association shall be managed and governed by a Board of Directors consisting of at least two (2) directors. Directors will be elected or appointed as set forth in the Bylaws of the Association. The number of directors may be changed by amendment of the *Bylaws* of the Association. Directors shall be members of the Association. The names and addresses of the persons, who are to act in the capacity of directors until their successors are elected and qualified, unless they sooner shall die, resign, or be removed, are:

<u>NAME</u>	<u>ADDRESS</u>
Ely Banks	1592 Marion Court Tallahassee, Florida 32303
Audrey Banks	1592 Marion Court Tallahassee, Florida 32303
Brewster Banks	1592 Marion Court Tallahassee, Florida 32303

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
22 SEP 20 PM 3:18

## **ARTICLE VII - OFFICERS**

The Association shall be administered by a president, vice president, secretary and treasurer, and such other officers as may be designated in the *Bylaws* of the Association and shall be elected at the time and in the manner prescribed in the *Bylaws*. Officers shall be members of the Association. The names and addresses of the initial officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Ely Banks	President	1592 Marion Court Tallahassee, Florida 32303
Brewster Banks	Vice-President	1592 Marion Court Tallahassee, Florida 32303
Audrey Banks	Secretary and Treasurer	1592 Marion Court Tallahassee, Florida 32303

## **ARTICLE VIII - INCORPORATOR**

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

<u>NAME</u>	<u>ADDRESS</u>
Ely Banks	1592 Marion Court Tallahassee, Florida 32303

### **ARTICLE IX - BYLAWS**

The *Bylaws* of this Association shall be initially adopted by the Board of Directors. Thereafter, the *Bylaws* may be amended, altered, or rescinded in the manner provided by the *Bylaws*.

### **ARTICLE X - INDEMNIFICATION**

Every director and every officer of the Association shall be indemnified by the Association to the fullest extent of the law against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him or her in connection with any proceeding or 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 his or her 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. 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.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the Incorporator of this Association, has executed these *Articles of Incorporation* this ~~20~~<sup>20</sup><sup>th</sup> day of September, 2022.

---

Ely Banks  
Incorporator

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
22 SEP 20 PM 3:18

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provision of Section 617.0501, Florida Statutes, the undersigned submits the following statement in designating the registered office and registered agent, in the State of Florida.

1. The name of the corporation is:

**CORWIN DRIVE MAINTENANCE ASSOCIATION, INC.**

2. The name and address of the registered agent and registered office are:

NAME

ADDRESS

Ely Banks

1592 Marion Court  
Tallahassee, Florida 32303

DATED this 20<sup>th</sup> day of September, 2022.

**CORWIN DRIVE MAINTENANCE  
ASSOCIATION, INC.**

By: \_\_\_\_\_

Ely Banks  
Its: President

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED NON-PROFIT CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

\_\_\_\_\_  
Ely Banks

Date: September 20, 2022

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
22 SEP 20 PM 3:18