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Division of Corporations

Florida Department of State

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION
VILLA PASS HOMEOWNERS ASSOCIATION INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
VILLA PASS HOMEOWNERS ASSOCIATION, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of this corporation shall be Villa Pass Homeowners Association, Inc., a Florida not for profit corporation (the "Association").

**ARTICLE II
DURATION**

Existence of the Association shall commence with the filing of these Articles of Incorporation ("Articles") with the State of Florida Department of State. The Association shall have perpetual existence. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the Stormwater Management System must be transferred to and accepted by an entity which complies with Rule 62-330.310, F.A.C., and Applicant's Handbook Volume I, Section 12.3, and be approved by the District prior to such termination, dissolution or liquidation.

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

The Association is organized for the purpose of enforcing, and fulfilling the objectives and purposes stated in the "Governing Documents" (as that term is defined in that certain Declaration of Covenants, Conditions, Easements, and Restrictions for Villa Pass, as same may from time to time be amended or supplemented (the "Declaration"), to be recorded in the Public Records of Lake County, Florida). Capitalized terms used above or herein without definition shall have the same meanings given or ascribed to such terms in the Governing Documents. The Association shall have all the powers of a not for profit corporation organized under Chapter 617 of the Florida Statutes, Florida Not For Profit Corporation Act (the "Act"), subject, however, only to such limitations upon the exercise of such powers as are expressly set forth in the Governing Documents. The Association shall have the power to do any and all lawful things which may be authorized, assigned, required, or permitted to be done by the Association pursuant to the Governing Documents and/or the Act, including, but in no way limited to: (i) ownership, operation, management, administration, maintenance, repair, replacement, and insurance of the Common Areas; (ii) the levy and collection of Assessments; and (iii) to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association as specified in the Governing Documents and/or under the Act. The Association shall operate, maintain and manage the Stormwater Management System in a manner consistent with District Permit Number 105097-2, and applicable District rules, and shall assist in the enforcement of the restrictions and covenants contained herein. The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the Stormwater Management System. The assessments shall be used for the maintenance and repair of the Stormwater Management System and mitigation of preservation areas, including but not limited to work within retention areas, drainage structures and drainage easements.

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ARTICLE IV PRINCIPAL OFFICE

The street address of the initial principal office and mailing address of the Association is 3999 W. First Street, Sanford, Florida 32771.

ARTICLE V REGISTERED OFFICE AND AGENT

Scott C. Howard, whose address is 3999 W. First Street, Sanford, Florida 32771, is hereby appointed the registered agent of the Association and the registered office shall be at said address.

ARTICLE VI MEMBERSHIP

Every person or entity which qualifies as a Member of the Association in accordance with the Declaration shall be a Member of the Association, and such membership shall carry all rights, restrictions, benefits, interests, and limitations granted pursuant to the Governing Documents, any Rules and Regulations, and the Act.

ARTICLE VII VOTING RIGHTS

A Member's right to vote in Association matters shall vest as set forth in the Declaration. All voting rights of a Member shall be exercised in accordance with and subject to the terms, conditions, restrictions, and limitations provided in the Governing Documents.

ARTICLE VIII BOARD OF DIRECTORS

The affairs of the Association shall be managed by the Board, who shall be appointed or elected pursuant to the provisions of the Bylaws. The number of Directors constituting the initial Board shall be no less than three (3). The names and addresses of the persons who are to act in the capacity of initial Directors until the election and qualification of their successors as provided in the Bylaws are:

Name	Address
Ted R. Estes	3999 W. First Street, Sanford, Florida 32771
P. Thomas Prior	3999 W. First Street, Sanford, Florida 32771
Katherine L. Peck	3999 W. First Street, Sanford, Florida 32771

ARTICLE IX AMENDMENT

These Articles may be amended, supplemented, and modified at any time and from time to time in the same manner that the Declaration may be amended, supplemented, and modified.

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ARTICLE X BYLAWS

The initial Bylaws shall be adopted by the Board and may be amended, supplemented, and modified at any time and from time to time in the same manner that the Declaration may be amended, supplemented, and modified.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator of the Association is:

Name: _____

Address:

P. Thomas Prior

3999 W. First Street, Sanford, Florida 32771

IN WITNESS WHEREOF, the undersigned Incorporator has signed these Articles this 27th day of September, 2022.

P. Thomas Prior, Incorporator

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**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

Pursuant to the provisions of Chapters 48 and 617 of the Florida Statutes, the corporation identified below hereby submits the following Certificate Designating Registered Agent for Service of Process ("Certificate") in designation of the registered office and registered agent in the State of Florida.

Villa Pass Homeowner's Association, Inc., a Florida not for profit corporation, desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at 3999 West First Street, Sanford, Florida 32771, has named Eric Sergi, located at the above-registered office, as its registered agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named as registered agent for the above-stated Corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of a registered agent under the laws of the State of Florida, accept to act as registered agent for the above-stated corporation, and agree to comply with the provisions of all laws applicable to the performance of such office.


Eric Sergi

Dated September 19, 2022

1. I, the undersigned, being the duly authorized officer of the corporation, do hereby certify that the foregoing is a true and correct copy of the Certificate Designating Registered Agent for Service of Process as the same appears in the original filed in the office of the Secretary of State, State of Florida, on this 19th day of September, 2022.

2. I, the undersigned, being the duly authorized officer of the corporation, do hereby certify that the foregoing is a true and correct copy of the Certificate Designating Registered Agent for Service of Process as the same appears in the original filed in the office of the Secretary of State, State of Florida, on this 19th day of September, 2022.

3. I, the undersigned, being the duly authorized officer of the corporation, do hereby certify that the foregoing is a true and correct copy of the Certificate Designating Registered Agent for Service of Process as the same appears in the original filed in the office of the Secretary of State, State of Florida, on this 19th day of September, 2022.

WITNESSED BY ME:

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