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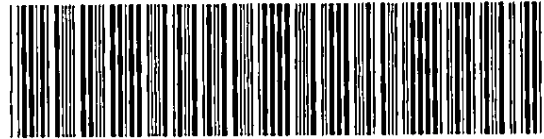
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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MIDWAY ESTATES MOBILE

HOMEOWNERS ASSOCIATION, INC.

Signature _____

Requested by: SETH

Name _____

Date _____

Time _____

Walk-In _____

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_____ Art of Inc. File _____
_____ LTD Partnership File _____
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_____ Trade/Service Mark _____
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_____ Art. of Amend. File _____
_____ RA Resignation _____
_____ Dissolution / Withdrawal _____
_____ Annual Report / Reinstatement _____
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_____ Photo Copy _____
_____ Certificate of Good Standing _____
_____ Certificate of Status _____
_____ Certificate of Fictitious Name _____
_____ Corp Record Search _____
_____ Officer Search _____
_____ Fictitious Search _____
_____ Fictitious Owner Search _____
_____ Vehicle Search _____
_____ Driving Record _____
_____ UCC 1 or 3 File _____
_____ UCC 11 Search _____
_____ UCC 11 Retrieval _____
_____ Courier _____

**ARTICLES OF INCORPORATION
OF
MIDWAY ESTATES MOBILE HOMEOWNERS ASSOCIATION, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, and in compliance with the requirements of the provisions of Chapter 617 and Chapter 723 of the Florida Statutes, do set forth the following:

ARTICLE I - Name

The name of the corporation is MIDWAY ESTATES MOBILE HOMEOWNERS ASSOCIATION, INC.

ARTICLE II - Principal Place of Address

The principal place of business and the mailing address of the corporation are: 1950 South U.S. Highway 1, Lot 26, Vero Beach, Florida 32962.

ARTICLE III - Purpose

The corporation shall be a Florida not-for-profit corporation. It is formed pursuant to Chapter 723, Florida Statutes, known as the "Florida Mobile Home Act," to provide a legal entity to represent the bona fide mobile homeowners, their successors and assigns, in the mobile home park currently known as Midway Estates and located in Indian River County, Florida (the "Park"). Further, this Corporation was formed to exercise the rights provided in Section 723.071 of the Florida Mobile Home Act.

ARTICLE IV - Non-Stock Basis

This Corporation shall be organized on a non-stock basis and shall not issue shares of stock. The term of the Corporation shall be perpetual.

ARTICLE V - Membership

The qualification of Members and the manner of their admission to the Corporation shall be regulated by the Bylaws. More than two-thirds of the mobile homeowners in the

Park have consented in writing to become Members of the Corporation.

ARTICLE VI - Registered Agent

The name and address of the initial registered agent is: Rebecca F. Emmons, Esq., 2101 Indian River Boulevard, Suite 200, Vero Beach, Florida 32960.

ARTICLE VII - Incorporator

The name and street address of the Incorporator for these articles of incorporation is: Judith Fowler, 1950 South U.S. Highway 1, Lot 26, Vero Beach, Florida 32962.

ARTICLE VIII - Powers

This Corporation does not contemplate pecuniary gain or profit to the Members hereof, and the specific and primary purposes for which this Corporation is formed are:

- A. To operate, if applicable, in such manner as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954, as amended (the "Code"), or under any corresponding provisions of any present or subsequent federal tax laws, covering the distributions to organizations as tax exempt organizations under the Code.
- B. To represent the mobile homeowners in the Park, their successors or assigns, pursuant to the Florida Mobile Home Act.
- C. The power to negotiate for, acquire, and operate the Park on behalf of the mobile homeowners.
- D. The power to covert the Park, once acquired, to a condominium, a cooperative form, or other type of ownership. Upon acquisition of the property, the Association shall be the entity that creates a cooperative, offers cooperative units for sale or lease in the ordinary course of business, or, if the homeowners choose a different form of ownership, the entity that owns the record interest in the property and that is responsible for the operation of the property.
- E. The power to purchase lots in the Park and to acquire, hold, lease, mortgage, and convey them.
- F. To contract, sue or be sued with respect to the exercise or non-exercise of its powers. For these purposes, the powers of the Association include, but are not limited to, the maintenance, management, and operation of the Park property.

G. To modify or move or create any easement of ingress and egress or for the purpose of utilities if the easement constitutes part of or crosses the Park property upon purchase of the mobile home park.

H. To conduct Bingo games, as provided in Chapter 849.0931, Florida Statutes, or its successor statute.

I. To transact all other business and to do such other things as are incidental, necessary or desirable to accomplish the foregoing.

ARTICLE IX - Directors

The affairs of the Corporation are to be managed by the Board of Directors of the Corporation. Such Directors shall be elected pursuant to the Florida Mobile Home Act and the Bylaws. The terms for Directors will be based on revolving membership so that the first Board of Directors would be comprised of three (3) Directors with two (2) year terms and two (2) directors with (1) year terms. The names and street addresses of the individuals who are to serve as the initial Directors are:

<u>Name</u>	<u>Address</u>
Judith Fowler	1950 South U.S. Highway 1, Lot 26, Vero Beach, Florida 32962
James Fiorillo	1950 South U.S. Highway 1, Lot 226, Vero Beach, Florida 32962
Darcie Alcott	1950 South U.S. Highway 1, Lot 257, Vero Beach, Florida 32962
John James	1950 South U.S. Highway 1, Lot 128, Vero Beach, Florida 32962
Nina Harnish	1950 South U.S. Highway 1, Lot 125, Vero Beach, Florida 32962

The initial Directors named herein as the first Board of Directors shall hold office under the term of office set forth below and until the annual meeting of the membership to be held in February of the year following the expiration of their term at which time an election of directors shall be held.

<u>Name</u>	<u>Term</u>
Judith Fowler	One Year Term
James Fiorillo	One Year Term
Darcie Alcott	Two Year Term
John James	Two Year Term
Nina Harnish	Two Year Term

ARTICLE X - Officers

The administrative affairs of the Corporation are to be managed by a President, Vice

President, Secretary and Treasurer. Such officers shall be appointed annually by the Directors pursuant to the Florida Mobile Home Act and the Bylaws. The names of the individuals who are to serve as Officers until the next appointment are:

<u>Name</u>	<u>Title</u>
Judith Fowler	President
Nina Harnish	Vice President
Darcie Alcott	Secretary
Nina Harnish	Treasurer

ARTICLE XI - Bylaws

The Bylaws of the Corporation shall be adopted by the Board of Directors at the first meeting of the Board of Directors or as soon thereafter as is practically possible. The Bylaws may be amended or repealed, in whole or in part, in the manner provided therein. Any amendments to the Bylaws shall be binding on all Members.

ARTICLE XII - Amendment to Articles

Amendment to these Articles of Incorporation shall be proposed by a resolution adopted by a majority vote of the Board of Directors at any duly noticed regular or special meeting of the Board and presented to a quorum of the Members of their vote in the manner set forth in the Bylaws.

ARTICLE XIII - Miscellaneous

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 of the corporation.

No officer or director of the corporation shall be personally liable to the corporation for monetary damages for or arising out of a breach of fiduciary duty as an officer or director notwithstanding any provision of law imposing such liability; provided, however, that the foregoing shall not eliminate or limit the liability of an officer or director to the extent that such liability is imposed by applicable law (i) for a breach of the director's duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve

intentional misconduct or a knowing violation of the law, or (iii) for any transaction from which the officer or director derived an improper personal benefit.

The corporation may, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer or director of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by the corporation.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of an officer or director entitled to indemnification hereunder. The right of indemnification under this provision shall be in addition to and not exclusive of all other rights to which any person may be entitled.

This provision constitutes a contract between the corporation and the indemnified officers and directors. No amendment or repeal of this provision which adversely affects the right of an indemnified officer or director shall apply to such officer or director with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

The undersigned incorporator has executed these Articles of Incorporation this 20th day of December, 2022.

INCORPORATOR:

Judith Fowler
Judith Fowler

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Rebecca F. Emons The foregoing instrument was acknowledged in person before me this 20th day of December, 2022, by Judith Fowler, as the Incorporator of Midway Estates Mobile Homeowners Association, Inc., who is personally known to me or who has produced _____ as identification.

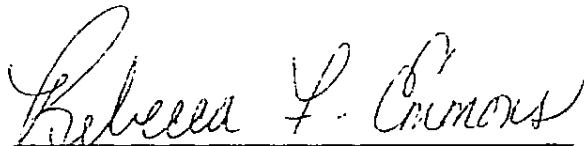
Rebecca F. Emons
Notary Public



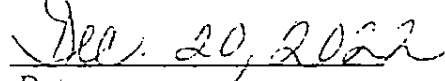
**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION**

Rebecca F. Emmons, Esq. is an individual residing in this state having a business office identical with the registered office of the company named below and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation.

Rebecca F. Emmons, Esq. is familiar with and accepts the obligations of the position of Registered Agent under Florida Statutes.



Rebecca F. Emmons, Esq.



Date

