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FLORIDA PROFIT/NON PROFIT CORPORATION
ANGLER'S PARADISE STORMWATER ASSOCIATION, INC.

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ARTICLES OF INCORPORATIONOFANGLER'S PARADISE STORMWATER ASSOCIATION, INC.

Pursuant to Section 617.02011, Florida Statutes, the undersigned hereby executes these Articles of Incorporation for the purpose of forming a Corporation under the Florida Not For Profit Corporation Act.

ARTICLE I

NAME: The name of the corporation is Angler's Paradise Stormwater Association, Inc., (hereinafter called the "Stormwater Association") and the street address of the initial principal office of the Stormwater Association is 3895 Stoneridge Lane, Dublin, Ohio 43017. The principal office may be changed from time to time by the Board of Directors.

ARTICLE II

DEFINITIONS: The definitions set forth in the "Declaration" (as hereinafter defined), and Chapter 617, Florida Statutes, Florida Not For Profit Corporation Act.

ARTICLE III

PURPOSE AND POWERS: The purpose for which the Stormwater Association is organized is to provide an entity pursuant to the Florida Not For Profit Corporation Act for the operation of Angler's Paradise (the "Subdivision") located in the City of Bonita Springs, Florida. The Stormwater Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Stormwater Association shall be distributed or inure to the private benefit of any Member, Director or officer. For the accomplishment of its purposes, the Stormwater Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, including, without limitation all the powers set forth in Section 617.0302, F.S., and it shall have all of the powers and duties reasonably necessary to operate the Community pursuant to these Articles, the Declaration of Covenants (the "Declaration"), Bylaws and any Rules and Regulations (these Articles, the Declaration, Bylaws and any Rules and Regulations shall be collectively referred to herein as the "Governing Documents"), as they may hereafter be amended, including but not limited to the following:

A. To make and collect assessments against Members of the Stormwater Association to defray the costs, expenses and losses of the Stormwater Association, and to use the funds in the exercise of its powers and duties, including the duty to operate, maintain, and replace the Surface Water Management System.

B. To protect, maintain, repair, replace and operate the Stormwater Association property and all Common Areas, including without limitation, the Surface Water Management System in accordance with the Permits (as defined in the Declaration), pursuant to the responsibilities for such maintenance as such responsibility is prescribed to the Stormwater Association by the Declaration.

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C. To purchase insurance for the protection of the Stormwater Association and its Members.

D. To repair and reconstruct improvements after casualty, and to make further improvements of the Common Areas and Stormwater Association property.

E. To make, amend and enforce reasonable rules and regulations as set forth in the Declaration.

F. To enforce the provisions of the laws of the State of Florida that are applicable to the Community, and the Governing Documents.

G. To contract for the operation, management and maintenance of the Subdivision, the Stormwater Association property and all Common Areas (including, without limitation, tracts, easements and the Surface Water Management System) and any corresponding infrastructure, and to delegate any powers and duties of the Stormwater Association in connection therewith except such as are specifically required by law or by the Declaration to be exercised by the Board of Directors or the membership of the Stormwater Association.

H. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Subdivision.

I. To borrow money as necessary to perform its other functions hereunder and to pledge personal property of the Stormwater Association in accordance therewith.

J. To grant, modify or move any easement.

K. To sue and to be sued.

L. To own, acquire and convey property, and to grant and acquire easements subject to any limitations contained in the Declaration.

All the powers of the Stormwater Association, including those specifically listed above, shall be exercised by the Board alone, unless the Governing Documents or the Act expressly require approval by the Members for a specific action. All funds and the title to all property acquired by the Stormwater Association shall be held for the benefit of the Members in accordance with the provisions of the Governing Documents.

ARTICLE IV

MEMBERSHIP:

A. The Members of the Stormwater Association shall be the record Owners of a fee simple interest in one or more Parcels. In the event a Parcel is submitted to the Condominium form of ownership or similar residential subdivision, then the governing condominium association or property owners association for the Parcel shall be deemed the Member.

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B. The share of a Member in the funds and assets of the Stormwater Association cannot be assigned or transferred in any manner except as an appurtenance to his Parcel.

C. The Owners of each Parcel, collectively, shall be entitled to one vote in Stormwater Association matters. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE V

TERM: The term of the Stormwater Association shall be perpetual.

ARTICLE VI

BYLAWS: The Bylaws of the Stormwater Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VII

DIRECTORS AND OFFICERS:

A. The affairs of the Stormwater Association shall be administered by a Board of Directors consisting of not less than three (3) Directors, and in the absence of such determination shall consist of three (3) Directors.

B. Directors of the Stormwater Association shall initially be appointed by and shall serve at the pleasure of the Declarant, and at and following the Turnover Date shall be elected by the Members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

C. The business of the Stormwater Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the Members of the Stormwater Association, and they shall serve at the pleasure of the Board.

The initial Directors are as follows:

P. Ronald Sabatino
Ronald J. Sabatino
Tamra L Potts

The initial Officers are as follows:

P. Ronald Sabatino - President
Ronald J. Sabatino - Vice President
Tamra L. Potts - Secretary/Treasurer

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ARTICLE VIII

AMENDMENTS: Amendments to these Articles shall be proposed and adopted in the following manner:

A. Vote Required. Prior to transition of control of the Board of Directors from the Developer, amendments shall be adopted by the Board of Directors. Subsequent to transition of control of the Board of Directors, a proposed amendment shall be adopted if it is approved by at least two thirds of the Voting Interests in the Stormwater Association.

B. Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a Certificate of Amendment in the Public Records of Lee County, Florida, with the formalities required for the execution of a deed.

ARTICLE IX

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Stormwater Association shall indemnify and hold harmless every Director and every officer of the Stormwater Association against all expenses and liabilities, including attorney fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Stormwater Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

A. Willful misconduct or a conscious disregard for the best interests of the Stormwater Association, in a proceeding by or in the right of the Stormwater Association to procure a judgment in its favor.

B. A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

C. A transaction from which the Director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Stormwater Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

ARTICLE X

On dissolution the assets (including dedicated property and corresponding infrastructure) of the Stormwater Association shall be conveyed or dedicated to a local government determined acceptable by SFWMD, or if said local government declines to accept the conveyance, by a similar non-profit corporation, association, trust or other organization determined to be acceptable by SFWMD, organized and operated to assure the continued maintenance and operation of the Common Areas and Surface Water Management System, and other duties of the Stormwater Association.

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ARTICLE XI

INCORPORATOR: The name and address of the Incorporator is as follows:

Sean M. Ellis, Esquire
Roetzel & Andress LPA
2320 First Street, Suite 1000
Fort Myers, FL 33901

ARTICLE XII

REGISTERED OFFICE AND REGISTERED AGENT The name and address of the Registered Agent and the address of the Registered Office is:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a Corporation to do business with the State of Florida, under the law of Florida, makes and files these Articles of Incorporation, hereby declares and certifies the facts herein stated are true and hereunto set my hand this 6th day of June, 2023.

INCORPORATOR:



Sean M. Ellis

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the initial registered agent, hereby accepts the appointment as the Registered Agent for the Corporation.

CT CORPORATION SYSTEM

By: Laura R Broderick
Print Name: Laura R Broderick
Title: Assistant Secretary

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