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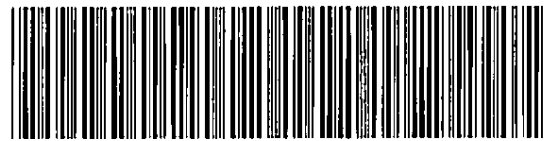
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TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SHOPS AT HARRISON RANCH MASTER

ASSOCIATION, INC.

Please Debit 120000000257 For: 70

Thank you Seth Neeley



Signature

Requested by: BA

Name

Date

Time

Walk-In

Will Pick Up

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ Photo Copy _____
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- _____ 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
SHOPS AT HARRISON RANCH EAST MASTER ASSOCIATION, INC.
(A Not-For-Profit Corporation)

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a not-for-profit corporation under Chapter 617 Florida Statutes:

ARTICLE I
NAME

The name of the corporation shall be SHOPS AT HARRISON RANCH EAST MASTER ASSOCIATION, INC. (hereinafter referred to as the "Master Association"). Its principal office shall be at 35100 State Road 64 E, Myakka City, Florida 34251 or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II
NOT-FOR-PROFIT CORPORATION

The Master Association is a not-for-profit corporation.

ARTICLE III
DURATION

The period of duration of the Master Association is perpetual. Existence of the Master Association shall commence with the filing of these Articles with the Secretary of State. However, if the Master Association is dissolved, the control or right of access to the property containing the Common Property, as defined in that certain Master Declaration of Easements, Covenants and Restrictions for Shops at Harrison Ranch East, as thereafter amended (the "Declaration"), shall be conveyed or dedicated to an appropriate governmental unit or public utility and if not accepted, the Master Association's right and obligations pertaining to the Common Property shall be conveyed to a non-profit corporation similar to the Master Association.

ARTICLE IV
PURPOSE

The powers of the Master Association shall include and be governed by the following provisions:

Section 1. Common Law and Statutory Powers. The Master Association shall have all of the common law and statutory powers granted to it under Florida law, as the same may be amended or supplemented, which are not in conflict with the terms of these Articles and the Declaration.

Section 2. Necessary Powers. The Master Association shall have all of the powers reasonably necessary to exercise its rights and powers and implement its purpose, including, without limitation, the following:

A. The power to adopt budgets and fix, levy, collect, and enforce by any lawful procedure all charges or assessments established by, or pursuant to, the Declaration, including, without limitation, adequate assessment of fees for the costs of operation and maintenance of the Surface Water Management System (if applicable) and assessments for services or materials for the benefit of Owners or the Property for which the Master Association has contracted with third party providers.

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B. The power to expend monies assessed and collected for the purpose of paying the expenses of the Master Association, including without limitation costs and expenses of management, maintenance, monitoring, operation, repair and replacement of the Common Property.

C. The power to purchase supplies, materials and lease equipment required for the maintenance, monitoring, repair, replacement, operation and management of the Common Property.

D. The power to employ the personnel required for the operation and management of the Master Association.

E. The power to establish and maintain a reserve fund for capital improvements, repairs and replacements as set forth in the Declaration.

F. Subject to applicable laws, ordinances and governmental regulation, the power to adopt rules and regulations and to control and regulate the use of the Areas.

G. The power to enforce by any legal means the provisions of these Articles, the Bylaws and the Declaration.

H. The power to borrow money and to select depositories for the Master Association's funds, and to determine the manner of receiving, depositing, and disbursing those funds and the form of checks and the person or persons by whom the same shall be signed, when not signed as otherwise provided in the Bylaws.

I. The power to enter into a contract with any person, firm, corporation, or management agent of any nature or kind to provide for the management, maintenance, operation, repair, replacement and monitoring of the Common Property or the operation of the Master Association. The contract may provide that the total operation of the managing agent, firm or corporation shall be at the cost of the Master Association. The contract may further provide that the managing agent shall be paid from time to time a reasonable fee. The power to delegate to the management agent, all of the powers and duties of the Master Association, except those matters which must be specifically approved by Members or the Board of Directors, as provided by the Declaration, these Articles of Incorporation, the Bylaws or applicable law.

J. The power to appoint committees as the Board of Directors may deem appropriate.

K. The power to collect delinquent assessments and fines by suit or otherwise, to abate nuisances and to fine, enjoin or seek damages from Owners, Members and other Persons in violation of the provisions of the Declaration, these Articles of Incorporation and the Bylaws.

L. Subject to the terms of the Declaration, the power to bring suit and to litigate on behalf of the Master Association.

M. The power to adopt, alter and amend or repeal the Bylaws of the Master Association as may be desirable or necessary for the proper management of the Master Association.

N. The power to contract for all necessary insurance policies in favor of the Master Association.

O. The power to own, purchase, take, receive, lease, devise or bequest, or otherwise deal in and with real or personal property, or any interest therein.

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P. Sell, convey, mortgage, pledge, lease, transfer, or otherwise dispose of all or any part of its property and assets.

Q. The power to acquire, operate and maintain Common Property, specifically including, but not limited to, roads, parks, trails, recreation areas or facilities, inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

R. Subject to the terms of the Declaration, the power to require all Owners, as defined in the Declaration, to be members of the Master Association.

S. The power to possess, employ and exercise all powers necessary to implement, enforce and carry into effect the powers above described.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers that may now or hereafter be allowed or permitted by law, subject to such limitations as may be set forth in these Articles, the Declaration or the Bylaws. The Master Association's powers may be exercised by its Board of Directors, unless indicated otherwise by these Articles, the Declaration or the Bylaws.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Master Association and the proceeds thereof shall be held in the name of the Master Association for the benefit of the Members in accordance with the provisions of the Declaration. No part of the income, if any, of the Master Association shall be distributed to the Members, directors, or officers of the Master Association. Nothing herein shall prohibit the Master Association from reimbursing its directors, officers and committee members for all expenses reasonably incurred in performing service rendered to the Master Association.

Section 4. Limitations. The powers of the Master Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

ARTICLE VI QUALIFICATIONS OF MEMBERSHIP

The qualifications for membership and the manner of admission shall be as provided by Declaration and the Bylaws of the Master Association.

ARTICLE VII VOTING RIGHTS

The Members shall have the right to vote on Master Association matters as provided the Declaration and Bylaws.

ARTICLE VIII LIABILITY FOR DEBTS

Neither the Members nor the officers or directors of the Master Association shall be liable for the debts of the Master Association.

ARTICLE IX

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BOARD OF DIRECTORS

Section 1. The number of directors constituting the initial Board of Directors of the Master Association is three (3) and the names and addresses of the persons who will serve as the initial Board of Directors of the Master Association are:

Name	Address
Stephen J. Cerven	35100 State Road 64 E, Myakka City, FL 34251
Scott A. Falkner	35100 State Road 64 E, Myakka City, FL 34251
A. John Falkner	35100 State Road 64 E, Myakka City, FL 34251

Section 2. The Board of Directors shall be the persons who will manage the corporate affairs of the Master Association and are vested with the management authority thereof. The Board of Directors will be responsible for the administration of the Master Association and will have the authority to control the affairs of the Master Association, as are more fully set forth in the Declaration and the Bylaws of the Master Association.

Section 3. The method of election or appointment and terms of office, removal and filling of vacancies shall be as set forth in the Bylaws of the Master Association.

ARTICLE X BYLAWS

The Bylaws of the Master Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation or the Declaration.

ARTICLE XI CONSTRUCTION

These Articles of Incorporation and the Bylaws of the Master Association shall be construed, in case of any ambiguity or lack of clarity, to be consistent with the provisions of the Declaration. In the event of any conflict between the terms of the Declaration, these Articles of Incorporation or the Bylaws, the following order of priority shall apply: the Declaration, the Articles of Incorporation and the Bylaws. Reference is made to the terms and provisions of the Declaration where necessary to interpret, construe, and clarify the provisions of these Articles, and the rules of interpretation set forth in the Declaration apply to the interpretation, construction, application, and enforcement of these Articles. By subscribing and filing these Articles, the Incorporator intends their provisions to be consistent with the provisions of the Declaration and to be interpreted, construed, applied, and enforced with those of the Declaration to avoid inconsistencies or conflicting results.

ARTICLE XII SOLE INCORPORATOR

The name and address of the sole incorporator is as follows:

Stephen J. Cerven
35100 State Road 64 E
Myakka City, FL 34251
ARTICLE XIII

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OFFICERS

The affairs of the Master Association shall be managed by a President, a Vice-President, a Secretary and a Treasurer, and if elected by the Board of Directors, any such other officers and assistant officers as may be designated by the Board of Directors, as more fully described in the Bylaws. The names and addresses of the initial officers are as follows:

President, Secretary & Treasurer:	Stephen J. Cerven
Vice President	Scott A. Falkner

ARTICLE XIV AMENDMENT

For so long as Declarant has the right to appoint or elect a majority of the Board of Directors, these Articles may be amended by Declarant without a vote of the membership and without the joinder or consent of the holder of any mortgage, lien or other encumbrance affecting any portion of the Property or any other Person. Thereafter, these Articles may be amended only upon a resolution duly adopted by the Board of Directors, with the affirmative vote or written consent of Members representing at least two-thirds (2/3) of the total votes of the Master Association, and the written consent of Declarant for so long as Declarant owns and holds any Parcel or portion of the Property for sale in the ordinary course of business.

ARTICLE XV REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be Blalock Walters, P.A., and the street address of the registered office of the Master Association shall be 802 11th Street West, Bradenton, Florida 34205. The Master Association shall have the right to change and designate a new registered agent, at any time, without amending these Articles of Incorporation.

ARTICLE XVI INDEMNIFICATION

Every director and every officer of the Master Association shall be indemnified by the Master Association against all expenses and liabilities; including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or in which he may become involved by reason of his being or having been a director or officer of the Master Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Master Association. 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, the undersigned incorporator has executed these Articles of

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Incorporation this 25th day of June, 2023.



Stephen J. Cerven

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SECRETARY OF STATE
TALLAHASSEE, FL

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority personally appeared Stephen J. Cerven, known to me and known by me to be the person described in and who executed the foregoing and who acknowledged before me that he executed the same for the uses and purposes therein expressed. He is personally known to me.

WITNESS my hand and official seal in the County and State last aforesaid, this 25th day of

June, 2023.



PATRICIA JONES WILSON
Notary Public
State of Florida
Comm# HH187418
Expires 1/29/2026

Patricia Jones Wilson
(Print Name of Notary Public) Patricia Jones Wilson
Notary Public - State of Florida
My Commission Expires: 1/29/2026
My Commission Number: HH187418

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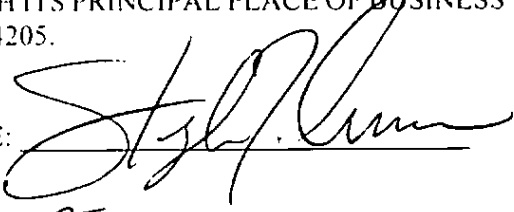
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA.
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED.

FIRST--THAT SHOPS AT HARRISON RANCH EAST MASTER ASSOCIATION, INC.,
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT 35100 STATE ROAD 64 E, MYAKKA CITY, FLORIDA
34251.

SECOND--BLALOCK WALTERS, P.A., A FLORIDA CORPORATION, AS ITS AGENT TO
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS
AT 802 11TH STREET WEST, BRADENTON, FLORIDA 34205.

SIGNATURE:



DATE: June 25, 2023.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO
ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE:



DATE: June 25, 2023.

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