

N2400000 1319

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

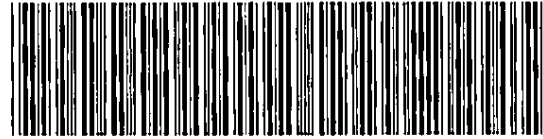
(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800422983418

2024 JAN 33 PM 1:05

RECEIVED
2024 JAN 33 PM 1:05
TALLAHASSEE, FLORIDA

FILED
2024 FEB -2 PM 1:15

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Hyland Trail Homeowners Association, Inc.

Name of Foreign Not For Profit Corporation

Dear Sir or Madam:

The enclosed Foreign Not for Profit Name Registration, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Patricia Nolan, Esq.

Name of Person

GreenPointe Holdings, LLC

Firm/Company

7807 Baymeadows Road East, Suite 205

Address

Jacksonville, Florida 32256

City/State and Zip Code

pnolan@greenpointelle.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Patricia Nolan

904 996-2485
at (_____) _____

Name of Person

Area Code & Daytime Telephone Number

Mailing Address:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Enclosed is a check for the following amount:

☐ \$87.50 Filing Fee

☐ \$96.25 Filing Fee & Certified Copy

**ARTICLES OF INCORPORATION OF
HYLAND TRAIL HOMEOWNERS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation not for profit under Chapters 617 and 720, Florida Statutes, adopts the following Articles of Incorporation ("Articles") for the corporation:

ARTICLE I
NAME

The name of this corporation is "Hyland Trail Homeowners Association, Inc.", a Florida not for profit corporation, which shall be referred to as the "**Association**" in these Articles.

ARTICLE II
PRINCIPAL OFFICE

The Association's initial principal office and mailing address is 7807 Baymeadows Road East, Suite 205, Jacksonville, Florida 32256.

ARTICLE III
INTERPRETATION

All capitalized terms used herein that are not defined shall have the meaning set forth in the Declaration of Covenants, Conditions and Restrictions for Hyland Trail, to be recorded by Creekview GP, LLC, a Delaware limited liability company ("**Declarant**"), in the public records of Clay County, Florida, as such declaration may be amended from time to time ("**Declaration**"). In the case of any conflict between the Declaration, these Articles and the Bylaws of the Association ("**Bylaws**"), the Declaration governs over the Articles and Bylaws, and the Articles govern over the Bylaws, unless otherwise provided by law.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The Association does not contemplate pecuniary gain or benefit, direct or indirect, to its Members. The purposes for which the Association is formed are to: (a) promote the health, safety, and general welfare of the residents within all or any portion of that tract of land located in Clay County, Florida, which is described in and made subject to the provisions of the Declaration, and any additions to such lands as hereafter may be brought within the Association's jurisdiction in the manner provided in the Declaration (collectively, the "**Property**"); and (b) perform all obligations and duties and to exercise all rights and powers of the Association as specified in the Declaration and the other Governing Documents described therein, and as provided by law.

In furtherance of its purposes, the Association is empowered to, without limitation:

- (a) exercise all powers authorized by Chapters 617 and 720, Florida Statutes:

FILED
2024 FEB -2 PM 1:15
CLAY COUNTY, FLORIDA

(b) exercise all powers necessary or desirable to perform the obligations and duties and to exercise the rights, powers, and privileges of the Association from time to time set forth in these Articles, the Declaration, and the Bylaws, including, without limitation, the right to enforce all of the provisions of these Articles, the Declaration, and the Bylaws pertaining to the Association in its own name, including, without limitation, enforcement of the provisions relating to the operation and maintenance of the Surface Water Management System;

(c) in any lawful manner, acquire, own, hold, improve, operate, maintain, repair, replace, convey, sell, lease, transfer, assign and otherwise dispose of property of any nature whatsoever, real, personal, or mixed, tangible or intangible, in connection with the Association's affairs;

(d) 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 or any portion thereof for which the Association is responsible for the operation and/or maintenance, and assessments for services or materials for the benefit of Owners or the Property for which the Association has contracted with third-party providers;

(e) pay all costs, expenses, and obligations lawfully incurred in connection with the Association's affairs including, without limitation, all licenses, taxes, or other governmental charges levied or imposed against the Association's property;

(f) maintain, control, manage, repair, replace, improve, and operate all the Common Areas and Common Maintenance Areas, including but not limited to the Surface Water Management System and all associated facilities (to the extent owned, operated and/or maintained by the Association) in a manner consistent with any applicable permits issued by the St. Johns River Water Management District ("SJRWMD"), applicable SJRWMD rules, and other governmental permits, if any, and assist in the enforcement of the provisions of the Declaration that relate to the maintenance of the Surface Water Management System;

(g) borrow money for any lawful purpose and mortgage or otherwise encumber, exchange, pledge, deed in trust, hypothecate, assign, grant security interests in, or otherwise transfer any or all of its property as security for money borrowed, debts incurred, or any of its other obligations;

(h) participate in mergers and consolidations with other nonprofit corporations organized for similar purposes, subject to such limitations as may be set forth in these Articles, the Declaration or the Bylaws;

(i) from time to time adopt, amend, rescind, and enforce reasonable rules and regulations regarding the use of the Property and/or the Common Areas consistent with the rights and duties established by the Declaration;

(j) contract with others for performance of the Association's management and maintenance responsibilities under the Declaration, for the provision of services by the Association to others to the

extent beneficial for the Owners or the Property, and for the furnishing of services or materials for the benefit of the Owners or the Property consistent with the provisions of the Declaration, including, without limitation, contracting for utility, telecommunications, internet, and security services;

(k) sue and be sued and appear and defend in all actions and proceedings;

(l) adopt, alter, and amend or repeal such Bylaws as may be necessary or desirable for the proper management of the Association's affairs, subject to such limitations as may be set forth in these Articles, the Declaration or the Bylaws; provided that such Bylaws may not be inconsistent with or contrary to any provisions of the Declaration; and

(m) have and exercise all rights, powers, and privileges that a corporation not for profit may now or hereafter have or exercise under the laws of the State of Florida, together with all other rights, powers, and privileges reasonably to be implied from the existence of any right, power, or privilege so granted, or granted by the Declaration, or these Articles, or reasonably necessary, convenient, or desirable to exercise any right, power, or privilege so granted.

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 Association's powers may be exercised by its Board of Directors, unless indicated otherwise by these Articles, the Declaration or the Bylaws.

ARTICLE V MEMBERSHIP; VOTING REQUIREMENTS

The Association shall be a membership corporation without certificates or shares of stock. The Owner of each Lot that is subject to the Declaration is a "**Member**" of the Association, including contract sellers, but excluding all persons who hold any interest in any Lot merely as security for the performance of an obligation. An Owner of more than one Lot is entitled to one membership for each Lot owned. Membership is appurtenant to, and may not be separated from, ownership of at least one Lot that is subject to the provisions of the Declaration, or transferred except by transfer of record title to such Lot. There shall be two (2) classes of Membership as provided in the Declaration, which shall have such voting rights as set forth in the Declaration. Notwithstanding the foregoing, Builders and any Land Bank Investor shall not be Members until after expiration of the Class B Membership, at which time the Declarant, Builders and any Land Bank Investor shall be Class A Members for each Lot owned.

ARTICLE VI BOARD OF DIRECTORS

The number, manner of election, authority and indemnification of the Board of Directors, meetings and quorum requirements shall be as provided for in the Bylaws of the Association, as amended from time to time in accordance therewith.

ARTICLE VII
EXISTENCE AND DURATION

Existence of the Association shall commence with the filing of these Articles with the Secretary of State of the State of Florida. The Association exists perpetually. In the event of termination, dissolution or liquidation of the Association: (a) the assets of the Association shall be conveyed to an appropriate governmental unit or public entity, or, if not accepted by a governmental unit or public entity, conveyed to a non-profit corporation similar in nature to the Association, which shall assume the Association's responsibilities; and (b) the control or right of access to the land containing any portion of the Surface Water Management System owned by the Association shall be conveyed or dedicated to an appropriate governmental unit or public utility or, if not accepted by a governmental unit or public utility, conveyed to a not for profit corporation similar in nature to the Association, which shall assume the Association's responsibilities with respect to the Surface Water Management System.

ARTICLE VIII
AMENDMENTS

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 at least two-thirds (2/3) of the total voting interests of the Association, and the written consent of Declarant for so long as Declarant owns and holds any Lot for sale in the ordinary course of business. Notwithstanding anything contained herein to the contrary, no amendment to these Articles may remove, revoke or modify any right or privilege of a Builder without the written consent of such Builder.

ARTICLE IX
INITIAL DIRECTORS

The initial Officers and Directors of the Association shall be:

Gregg Kern 7807 Baymeadows Road East Suite 205 Jacksonville, FL 32256	President and Director
--	------------------------

Michael Taylor 7807 Baymeadows Road East Suite 205 Jacksonville, FL 32256	Vice President and Director
--	-----------------------------

Joe Cornelison 7807 Baymeadows Road East Suite 205 Jacksonville, FL 32256	Secretary, Treasurer and Director
--	-----------------------------------

FILED
2024 FEB -2 PM 1:15

ARTICLE IX
INCORPORATOR

The name and address of the incorporator of this corporation is:

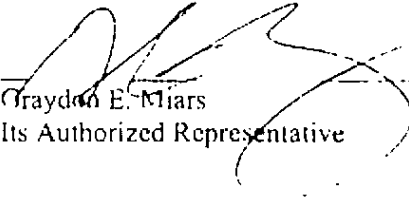
Creekview GP, LLC
7807 Baymeadows Road East, Suite 205
Jacksonville, FL 32256

ARTICLE X
REGISTERED AGENT AND OFFICE

The initial registered office of the Association is 7807 Baymeadows Road East, Suite 205, Jacksonville, Florida 32256, and the initial registered agent of the Association at such address is Patricia Nolan, Esq.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of the Association, has executed these Articles of Incorporation this 31st day of January, 2024.

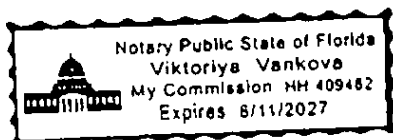
CREEKVIEW GP, LLC,
a Delaware limited liability company

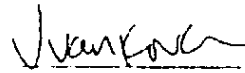


Graydon E. Miars
Its Authorized Representative

STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization this 31st day of January, 2024, by Graydon E. Miars as Authorized Representative of Creekview GP, LLC, on behalf of the company. He ☒ is personally known to me or ☐ produced _____ as identification.





Notary Public
Print Name: Viktoriya Vankova
My Commission Expires: 8/11/27

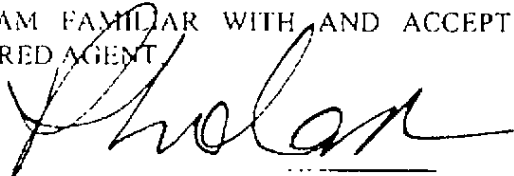
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Hyland Trail Homeowners Association, Inc.
2. The name and address of the initial registered agent and office is:

Patricia Nolan, Esq.
7807 Baymeadows Road East
Suite 205
Jacksonville, Florida 32256

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.


Patricia Nolan, Esq.