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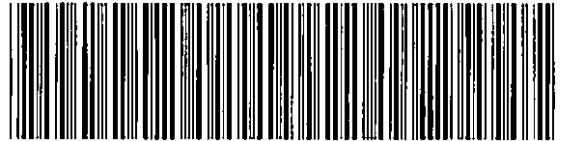
(Document Number)

Certified Copies _____ Certificates of Status _____

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W24000109529

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08/28/24--01027--001 **25.25

08/28/24--01027--001 **43.75

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202 S. Rome Ave.
Suite 125
Tampa, Florida 33606

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FRAZIER & BOWLES

ATTORNEYS AT LAW

Nathan A. Frazier, Esq.
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Brian M. Bowles, Esq.
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J. Clarke Brannon, Esq.
cbrannon@frazierbowles.com

Florida Department of State
Division of Corporations
Attention: Articles of Incorporation Section
P.O. Box 6327
Tallahassee, FL 32314

Subject: Response to Correspondence for DEER VALLEY PROPERTY OWNER'S ASSOCIATION, INC.

Ref. No. W24000109529

Letter No. 024A00017100

Dear Division of Corporations,

I am writing in response to your recent correspondence regarding the Articles of Incorporation I submitted for the formation of a non-profit homeowners' association (HOA) under Florida law, specifically referenced under Ref. No. W24000109529 and named DEER VALLEY PROPERTY OWNER'S ASSOCIATION, INC.

While I appreciate the provision of the standard form for basic articles available on your website, I would like to clarify that the Articles of Incorporation I originally submitted fully comply with all the statutory requirements set forth by the State of Florida.

In particular, the Articles meet the requirements under Florida Statutes Chapter 617, which governs not-for-profit corporations in Florida, including the formation of non-profit HOAs. As provided by Fla. Stat. § 617.0202, the articles of incorporation must set forth certain mandatory provisions. I have ensured that my submitted Articles include all of these provisions, including:

1. The name of the corporation.
2. The street address of the principal office and, if different, the mailing address of the corporation.
3. The specific purpose of the corporation.
4. The manner in which the directors are to be elected or appointed, as required by Fla. Stat. § 617.0206.
5. The names and addresses of the incorporators.
6. The street address of the corporation's initial registered office and the name of its initial registered agent at that address, together with a written acceptance of appointment as a registered agent, as required by Fla. Stat. § 617.0501.

Moreover, Fla. Stat. § 617.0203 allows for the inclusion of other provisions in the articles of incorporation as deemed necessary by the incorporators, as long as these provisions are not

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inconsistent with the law. The submitted articles contain additional provisions that are essential to the proper governance and operation of the HOA, which are well within the legal framework provided by Florida law.

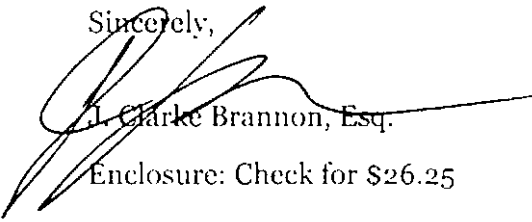
While the standard form provided by Sunbiz is a helpful guide, it is not a mandatory template, nor does it restrict incorporators from drafting custom articles that meet their specific needs, provided that all statutory requirements are satisfied.

I have enclosed a check for the amount of \$26.25 as requested to cover the additional processing fees.

I respectfully request that you proceed with the review and approval of the Articles of Incorporation as originally submitted. If there are any specific statutory deficiencies that you believe need to be addressed, please provide detailed feedback with reference to the specific statutory provisions, and I will make the necessary revisions.

Thank you for your prompt attention to this matter. I look forward to your confirmation that my submission is in compliance and that the processing can move forward without further delay.

Sincerely,



J. Clarke Brannon, Esq.

Enclosure: Check for \$26.25

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 1, 2024

J. CLARK BRANNON, ESQ.
202 SOUTH ROME AVENUE
SUITE 125
TAMPA, FL 33606 US

SUBJECT: DEER VALLEY PROPERTY OWNER'S ASSOCIATION, INC.
Ref. Number: W24000109529

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RECEIVED

We have received your document for DEER VALLEY PROPERTY OWNER'S ASSOCIATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The incorrect form and an insufficient payment of \$43.75 was received to create a nonprofit corporation. You may submit an additional \$26.25 to cover the filing fee. You may also complete the attached form to create a Florida nonprofit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Monique K Anderson
Regulatory Specialist II

Letter Number: 024A00017100

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
DEER VALLEY COMMUNITY ASSOCIATION, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

**ARTICLE I
NAME**

The name of this corporation shall be DEER VALLEY COMMUNITY ASSOCIATION, INC. ("Association").

**ARTICLE II
DURATION**

Existence of the Association shall commence with the filing of these Articles of Incorporation ("Articles") with the Florida Department of State Division of Corporations. The Association shall have perpetual existence.

**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 Montague Townhomes, as same may from time to time be amended or supplemented (the "**Declaration**"), to be recorded in the Public Records of Hillsborough 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, subject, however, only to such limitations upon the exercise of such powers as are expressly set forth in the Governing Documents or the Association Act. 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 Association Act, including, but in no way limited to: (i) ownership, operation, management, administration, maintenance, repair, replacement, and insurance of the Common Areas, including but not limited to the Surface Water Management System and respective Common Area Tracts that shall be owned by the Association; (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 Association Act, including but not limited to the adoption of Rules and Regulations.

**ARTICLE IV
PRINCIPAL OFFICE**

The initial principal place of business and mailing address of the Association shall be
TAMPA MONTAGUE SPE1, LLC, 1810 Kennedy Blvd., Tampa, FL 33606.

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ARTICLE V
REGISTERED OFFICE AND AGENT

Frazier and Bowles, Attorneys at Law whose address is 202 S. Rome Ave., Ste 125, Tampa, FL 33606, is hereby appointed the registered agent of the Association and the registered office shall be at said address.

ARTICLE VI
DISSOLUTION OF THE ASSOCIATION

Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner and order:

- 6.1 As required by Florida law.
- 6.2 As set forth in the Declaration.

6.3 Any portion of the Property then owned by Declarant and that has not been theretofore conveyed or dedicated to the Association shall be automatically deemed withdrawn by Declarant, with Declarant thereafter authorized to further evidence the withdrawal of said Property by execution of a Supplemental Declaration describing the real property withdrawn, which Declarant may then record in the Public Records.

6.4 Except as otherwise set forth in the Declaration, conveyance to a not for profit corporation homeowners' association similar to the Association or conveyance or dedication to any applicable Governmental Authority determined by the Board to be appropriate for such conveyance or dedication, which Governmental Authority is willing to accept such conveyance or dedication, of any property, duties, and responsibilities of the Association, which association or Governmental Authority shall then be responsible for the operation and maintenance thereof. With respect to the Association's responsibility for the operation and maintenance of the Surface Water Management System and Conservation Easement Areas, such obligation must be transferred to and be accepted by an entity which satisfies the requirements of Rule 62-330.310 of the Florida Administrative Code, and Applicant's Handbook Volume 1, Section 12.3 and be approved by the District prior to such dissolution. If no other association or Governmental Authority will accept such property, duties, and responsibilities, then it will be conveyed to a trustee appointed by the Circuit Court of Hillsborough County, Florida, which trustee shall sell such property free and clear of the limitations imposed by the Governing Documents upon terms established by the Circuit Court of Hillsborough County, Florida. That portion of the Property consisting of the Surface Water Management System and Conservation Areas cannot be altered, changed or sold separate from the lands associated therewith. The proceeds of such a sale shall first be used for the payment of any debts or obligations constituting a lien on such property, then for the payment of any obligations incurred by the trustee in the operation, maintenance, repair and upkeep of such property. The excess proceeds, if any, from the property shall be distributed among Members in a proportion that is equal to the proportionate share of such Members in the Common Expenses of the Association.

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ARTICLE VII
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 Association Act.

ARTICLE VIII
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 IX
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 Declaration and the Bylaws. The number of Directors constituting the initial Board shall be 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 Declaration and the Bylaws are:

<u>Name:</u>	<u>Address:</u>
Lori Jones	1810 W Kennedy Blvd Tampa, Fl 33606
Shane Gorry	1810 W Kennedy Blvd Tampa, Fl 33606
Josh Owen	1810 W Kennedy Blvd Tampa, Fl 33606

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TALLAHASSEE, FLORIDA

ARTICLE X
OFFICERS

The affairs of the Association shall be administered by the Officers designated in the Declaration and the Bylaws. The names and addresses of the persons who are to act in the capacity of Officers until the appointment/election and qualification of their successors are:

<u>Name/Office:</u>	<u>Address:</u>
Lori Jones – President	1810 W Kennedy Blvd Tampa, Fl 33606
Shane Gorry – Vice President	1810 W Kennedy Blvd Tampa, Fl 33606
Josh Owen- Secretary/Treasurer	1810 W Kennedy Blvd Tampa, Fl 33606

ARTICLE XI
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.

ARTICLE XII
INDEMNIFICATION

12.1 Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' and other professionals' fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he may be a party or in which he may become involved by reason of his being or having been a Director or Officer of the Association, or having served at the Association's request as a director or officer of any other corporation, whether or not he so serves the Association at the time such expenses are incurred, regardless of by whom the proceeding is brought, except in relation to matters as to which any such Director or Officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Directors of the Association approves such settlement and reimbursement as being for the best interest of the 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.

12.2 Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by a majority of the Directors upon receipt of an undertaking by or on behalf of the Director or Officer to repay such amount if it shall ultimately

be determined that he is not to be indemnified by the Association as authorized by these Articles of Incorporation.

12.3 The Association shall have the power to purchase at its expense and maintain insurance on behalf of any person who is or was a Director or Officer of the Association, or is or was serving at the request of the Association as a director or officer of another corporation, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of these Articles.

ARTICLE XIII **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 XIV **INCORPORATOR**

The name and address of the Incorporator of the Association are: Name: Michael Bednarski, Esq. Address: 1810 W Kennedy Blvd Tampa, Fl 33606

ARTICLE XV **NON-STOCK CORPORATION**

The Association is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Association; provided, however, that membership in the Association may be evidenced by a certificate of membership which shall contain a statement that the Association is a corporation not for profit.

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IN WITNESS WHEREOF, the undersigned has signed these Articles this 28 day of June, 2024.

INCORPORATOR:

Michael Bednarski
Print: Michael Bednarski

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TALLAHASSEE, FLORIDA

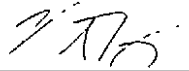
**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

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.

DEER VALLEY COMMUNITY ASSOCIATION, INC., desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at 202 S. ROME AVE. STE 125, TAMPA, FL 33606 has named Frazier and Bowles, Attorneys at Law whose address is 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.



Nathan A. Frazier, Esq.

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