

# N95000001781

WILLIAM J. ROBERTS (MAGGIE)  
(Requestor's Name)  
217 South Adams Street  
(Address)  
Tallahassee, FL 32301 224-5169  
(City, State, Zip) (Phone #)

OFFICE USE ONLY

000001456880  
-04/14/95--01060--013  
\*\*\*\*245.00 \*\*\*\*122.50

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. FOUNDATION PARK PROPERTY OWNERS ASSOCIATION, INC.  
(Corporation Name) (Document #)
2. FLORIDA SCIENCE INSTITUTE, INC.  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 12:00 (Noon)  
4/14/95 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
	Profit
XX	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

W. Roberts HAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Den's Name  
DATE 4-14-95  
DOC. EXAM RE

BE 4/14

Examiner's Initials

RECEIVED  
FEB 11 1963  
FBI - TAMPA

ARTICLES OF INCORPORATION

WHEREAS, the Florida Education and Research Foundation, Inc. is coordinating the development of Foundation Park as an adjunct to the Palm Bay campus of Brevard Community College; and

WHEREAS, it is the desire of the Florida Education and Research Foundation to perpetuate and enhance the campus atmosphere of Foundation Park; and

WHEREAS, it is the desire of the Florida Education and Research Foundation to be responsible for the maintenance of the common areas, as well as the individual grounds of each resident of Foundation Park,

NOW THEREFORE, the Foundation Park Property Owners Association, Inc., a corporation not-for-profit created under provisions of Chapter 617, Florida Statutes is hereby created.

The Foundation Park Property Owners Association, Inc. shall be a wholly owned subsidiary of the Florida Education and Research Foundation, Inc.

ARTICLE I

Name

The name of the corporation shall be: FOUNDATION PARK PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II

Corporate Location & Registered Agent

The street address of the initial principal office of this corporation is:

250 Grassland Road S.E.  
Palm Bay, FL 32909

and the name of the initial registered agent of this corporation is:

William J. Roberts  
217 South Adams Street  
Tallahassee, FL 32301

**ARTICLE III**  
Purposes, Objects and Powers

The purposes for which the corporation is formed are as follows:

1. To maintain the common areas of Foundation Park.
2. To maintain the environmental, wetland, water storage and conservation areas of Foundation Park.
3. To maintain the grounds of each resident of Foundation Park.
4. To install and maintain all irrigation systems within Foundation Park.
5. To design, implement and install a master landscaping plan, including irrigation for the Common Areas and individual lots together with appropriate disposition of stormwater and to continually refurbish all landscaping in Foundation Park.
6. To employ the necessary personnel to insure that the foregoing is adequately accomplished.
7. To perform any act necessary to accomplish these purposes.
8. To this end, Foundation Park Owners Association, Inc. shall charge fees to the residents of Foundation Park to accomplish these goals.

**ARTICLE IV**  
Term of Existence

This corporation shall have perpetual existence.

**ARTICLE V**  
Subscribers

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

Tom Adams  
11550 S.R. 507  
Fellsmere, FL 32948

Jerome G. Carstens  
2103 Harrison Street  
Titusville, FL 32780

**ARTICLE VI**  
**Officers**

The corporation shall have a President, a Secretary-Treasurer; there shall be such additional vice presidencies and assistant officerships as the Board of Directors shall, in its discretion, determine. The offices of President and Secretary-Treasurer may not be filled by the same individual; otherwise, individuals may hold dual offices. The President, Vice President and Secretary-Treasurer shall manage the affairs of the corporation.

Each of the following named individuals shall serve in the office set opposite their names below, until the first annual meeting of the Board of Directors.

<u>Name</u>	<u>Office</u>
Tom B. Adams	President
Jerome G. Carstens	Vice President Secretary-Treasurer

The duties, qualifications, manner and time of elections, and terms of office of all officers of this corporation shall be as prescribed in the Bylaws of the corporation.

**ARTICLE VII**  
**Membership**

Corporate members shall be the officers and board of directors of the corporation. The board of directors may also establish public honorary memberships in the corporation, which memberships shall not entitle the owners to vote at the meetings of the membership.

**ARTICLE VIII**  
**Board of Directors**

The corporate powers of the corporation shall be vested in a Board of Directors, consisting of not less than 3 and not more than 7 members, as shall be provided in the Bylaws. Where not inconsistent with the express provisions of these Articles, the Board of Directors shall have the rights, powers and privileges prescribed by law for directors of non-profit corporations.

Within the standards and limitations prescribed herein, the qualifications and terms of office, manner of selection of members of the Board of Directors, and the time, place and manner of calling meetings, giving notice of and conducting the meetings of the Board of Directors, and the number of Directors which shall constitute a quorum at the meetings of the Board of Directors shall be prescribed by the Bylaws of the corporation.

The Board of Directors may appoint an individual to serve as Executive Vice President of the corporation, and shall prescribe the manner of appointment, the term of office, duties and compensation of the Executive Vice President. The Executive Vice President shall be an ex officio member of the Board of Directors and shall attend its meetings. The Executive Vice President may be removed only by concurrence of a majority of the members of the Board of Directors.

The first Board of Directors shall consist of the following individuals who shall serve until the first annual meeting of the corporation, which shall be on the 15th day of June, 1995.

NAME

ADDRESS

Tom B. Adams

11550 S.R. 507  
Fellsmere, FL 32940

Jerome G. Carstens

2103 Harrison Street  
Titusville, FL 32780

William J. Felt

2103 Harrison Street, Titusville, FL 32780

The Board of Directors, by majority vote at any properly constituted meeting, shall fill such vacancies as may occur on the Board, and may remove members of the Board in accordance with the Bylaws of the corporation. The Board of Directors, by majority vote of those present at any properly constituted meeting, may appoint advisory committees for such purposes as the Board shall deem necessary.

ARTICLE IX

Indemnification

The corporation shall indemnify and save harmless any and all persons who shall serve, or shall have served at any time as directors, members of the Executive Committee of officers, their respective heirs, administrators successors, and assigns from and against any and all expenses, claims or losses of any description, including amounts paid upon judgements, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reason of their being or having been directors, members of the Executive Committee, or officers, except in relation to matters as to which any such trustee, member of the Executive Committee or officer or person shall be adjudged in any action, suit, or proceeding to be liable for his own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any Bylaws, agreements or otherwise.

**ARTICLE X**  
**Amendments**

The Articles of Incorporation may be amended by a concurrence of two-thirds of those present at any regular or special meeting of the Board of Directors, provided a quorum is present and ratified by the membership and its next regular meeting, and provided, also, in the case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

**ARTICLE XI**  
**Bylaws**

Bylaws of the corporation shall be approved, altered, rescinded, or amended by concurrence of two-thirds of those present at any regular or special meeting of the Board of Directors, provided a quorum is present, and ratified by two-thirds of the membership at its next regular meeting, and provided, also, in the case of a special meeting, that said meeting shall have been called for the purpose of such amendment.

**ARTICLE XII**  
**Dissolution**

Upon dissolution of this organization, all of its assets remain after payment of all costs and expenses of such dissolution shall be distributed to organizations which shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, for public purpose, and none of the assets will be distributed to any member, officer, or director of the corporation.

**ARTICLE XIII**  
**Non-Stock Basis**

The corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act and shall not have a power to issue shares of any type or class.

IN WITNESS WHEREOF, the undersigned have affixed their signatures hereto this 31st day of March, 1995.

Signed, sealed and delivered  
in the presence of:


Jodie H. Thompson  
Signature of Witness

Allen B. Smith  
Signature of Witness

  
SUBSCRIBER-TOM B. ADAMS

Jodie H. Thompson  
Signature of Witness

Allen B. Smith  
Signature of Witness

  
SUBSCRIBER-JEROME G. CARSTENS

STATE OF FLORIDA                    )  
  ) SS  
COUNTY OF BREVARD                )

The foregoing instrument was acknowledged before me this  
31st day of March, 1995, by TOM B. ADAMS who is  
personally known to me.

Jodie H. Thompson  
SIGNATURE OF NOTARY PUBLIC

Jodie H. Thompson  
Typed Name of Notary  
Address: 4505 1/2 Lk. Waterford Way  
Melbourne, Florida 32901

My commission expires: March 3, 1998  
Commission No.: CC 395934



STATE OF FLORIDA                    )  
  ) SS  
COUNTY OF BREVARD                )

The foregoing instrument was acknowledged before me this  
31st day of March, 1995, by JEROME G. CARSTENS who is  
personally known to me.

Jodie H. Thompson  
SIGNATURE OF NOTARY PUBLIC

Jodie H. Thompson  
Typed Name of Notary  
Address: 4505 1/2 Lk. Waterford Way  
Melbourne, Florida 32901

My commission expires: March 3, 1998  
Commission No.: CC 395934



ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept in this capacity, and agree to comply with the provision of Section 48.091, Florida Statutes relative to keeping open said office for service of process.

William J. Roberts  
WILLIAM J. ROBERTS  
RESIDENT AGENT

STATE OF FLORIDA                   )  
  ) ss  
COUNTY OF LEON                   )

The foregoing instrument was acknowledged before me this 3<sup>rd</sup> day of April, 1998, by WILLIAM J. ROBERTS, who is personally known to me or who has produced personally known to me as identification and she did not take an oath.

Jean B. Dozier  
JEAN B. DOZIER, Notary  
HC 02, Box 8285  
Tallahassee, FL 32310  
Commission No. CC317431  
My commission expires: 10/24/97



55 APR 14 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA