

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of WATERMILL HOMEOWNERS' ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on January 4, 1985, as shown by the records of this office.

The charter number of this corporation is N06972.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
7th day of January, 1985.

George Firestone
Secretary of State

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ARTICLES OF INCORPORATION

OF

WATERMILL HOMEOWNERS' ASSOCIATION, INC.

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, all of whom are residents of Florida and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

NAME OF CORPORATION

The name of the corporation is WATERMILL HOMEOWNERS' ASSOCIATION, INC., hereinafter called the "Corporation."

ARTICLE II

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation is 4457 Watermill Avenue, Orlando, Florida 32817 and the name of the initial registered agent at that address is Larry Carlson.

ARTICLE III

PURPOSE AND POWER OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are as follows:

(A) To promote sound growth, progressive civic improvement, beautification and healthy residential and recreational development of the area included in, surrounding, and contiguous to WATERMILL Subdivision ("WATERMILL"), according to the plats of the various sections thereof which have been or should be from time to time recorded among the Public Records of Orange County, Florida.

(B) To acquire, construct, manage, maintain and care for the common areas located within WATERMILL and any improvements located thereon, upon and after the conveyance thereof by the developer of WATERMILL to the Corporation, as well as any other real property and interests therein hereafter owned by the Corporation.

(C) To take such actions as may be necessary or helpful to enforce any and all covenants and restrictions of public record which have been imposed upon the real property located in

WATERMILL or any portion thereof, and to pursue such legal rights and remedies available to it for the enforcement of such covenants and restrictions.

(D) To carry on any and all activities permitted to a corporation not for profit under the laws of the State of Florida as may be helpful or appropriate for the achievement of the foregoing goals and purposes.

ARTICLE IV

QUALIFICATIONS OF MEMBERS AND MANNER OF ADMISSION

Membership in the Corporation shall be open to owners of record of lots located in WATERMILL. Members shall be admitted to the Corporation upon application to the Board of Directors in the manner prescribed in the Bylaws.

ARTICLE V

BOARD OF DIRECTORS

The Corporation shall have seven (7) Directors initially. The number of directors may be either increased or diminished from time to time as provided in the Bylaws, but shall never be less than three (3). The authority of the directors of the Corporation shall include, but not be limited to, the power to cause the Corporation to make the annual election with respect to the Corporation's federal income tax treatment under Section 528 of the Internal Revenue Code of 1954, as amended from time to time. The names and residence addresses of the initial directors of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Larry Carlson ³	4457 Watermill Avenue Orlando, Florida 32817
Lorra L. Dorr ⁴	4712 Gorham Avenue Orlando, Florida 32817
Barbara Hollis ⁵	4445 Bridgewater Drive Orlando, Florida 32817
Douglas R. Thompson ⁶	9314 Dorset Drive Orlando, Florida 32817
Thomas K. Krapf ⁷	4413 Bridgewater Drive Orlando, Florida 32817
Bill Jones	4441 Watermill Avenue Orlando, Florida 32817

Robert E. Mandell

3812 Lake Sarah Drive
Orlando, Florida 32804

ARTICLE VI

INITIAL OFFICERS

The affairs of the Corporation shall be managed by a President, Vice-President, Secretary, Treasurer and Assistant Treasurer, and such other officers as permitted in the Bylaws. The names and addresses of those persons who are to act as the officers of the Corporation until the election of their successors are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Larry Carlson,	President	4457 Watermill Avenue Orlando, Florida 32817
Lorra L. Dorr,	Vice President	4712 Gorham Avenue Orlando, Florida 32817
Barbara Hollis,	Secretary	4445 Bridgewater Drive Orlando, Florida 32817
Douglas R. Thompson,	Treasurer	9314 Dorset Drive Orlando, Florida 32817
Thomas K. Krapf,	Asst. Treasurer	4413 Bridgewater Drive Orlando, Florida 32817

The above-named officers are to serve until the first and organizational meeting of the Board of Directors of the Corporation to be held as soon after incorporation as practicable. The officers shall be elected by the Directors at the first meeting of the Board of Directors and shall hold office for a one (1) year period from the date of their election.

ARTICLE VII

DURATION

The Corporation shall exist perpetually.

ARTICLE VIII

NONPROFIT STATUS

No part of the net earnings of the Corporation shall inure to the benefit of any of its Members or any other individual. This Corporation shall not carry on any activity for the profit of its Members, or distribute any gain, profits or dividends to any of its Members, or engage, except to an insubstantial degree, in any activities which are not in furtherance of the specific

purposes set forth herein. The Corporation may, however, provide a rebate of excess membership dues, fees or assessments to its Members, but in determining whether any rebate should be made and the amount of any such rebate, no earnings of the Corporation shall be taken into account in any manner.

ARTICLE IX

AMENDMENTS

Amendments to these Articles may be proposed by the Board of Directors and shall become effective upon the affirmative vote of three-fifths (3/5) of the Members present and entitled to vote at any regular or special meeting of the Corporation.

ARTICLE X

BYLAWS

The Bylaws of this Corporation shall be adopted by the Members of the Corporation and may not be altered, amended or rescinded except in the manner prescribed in the Bylaws.

ARTICLE XI

SUBSCRIBERS

The names and residence addresses of the persons signing these Articles are as follows:

<u>Name</u>	<u>Residence Address</u>
Larry Carlson, President	4457 Watermill Avenue Orlando, Florida 32817
Lorra L. Dorr, Vice President	4712 Gorham Avenue Orlando, Florida 32817
Barbara Hollis, Secretary	4445 Bridgewater Drive Orlando, Florida 32817

FILED
JAN 11 1985
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation on this 27 day of OCTOBER, 1984.

Larry Carlson
Larry Carlson

Lorra L. Dorr
Lorra L. Dorr

~~Barbara Hollis~~
Barbara Hollis

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27th
day of October, 1984 by LARRY CARLSON.

Shirley Davis
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me this 27th
day of October, 1984 by LORRA L. DORR.

Shirley Davis
Notary Public
My Commission Expires:

STATE OF FLORIDA
COUNTY OF

The foregoing instrument was acknowledged before me this 27th
day of October, 1984 by BARBARA HOLLIS.

Shirley Davis
Notary Public
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of WATERMILL HOMEOWNERS' ASSOCIATION, INC.

Lawrence M. [Signature]
Larry Carlson

NOTARY PUBLIC
STATE OF FLORIDA
36 PM '85