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FLORIDA NON-PROFIT CORPORATION

Turnberry Reserve Homeowners Association, Inc.

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ARTICLES OF INCORPORATION OF TURNBERRY RESERVE HOMEOWNERS ASSOCIATION, INC.
(A Corporation Not For Profit)

The undersigned incorporator hereby files the Articles of Incorporation of TURNBERRY RESERVE HOMEOWNERS ASSOCIATION, INC., pursuant to Chapter 617, Florida Statutes.

ARTICLE I

The name of the Corporation shall be TURNBERRY RESERVE HOMEOWNERS ASSOCIATION, INC., and the address of the initial principal office of the corporation is 1330 Palmetto Avenue, Winter Park, Florida 32789.

ARTICLE II

The purpose for which the Corporation is organized is to establish, maintain and operate the common areas and recreational facilities, if any, not for profit but solely for the mutual advantages of the members, to present a unified effort to the members in protecting the value of the property of the members in TURNBERRY RESERVE, according to the Plat thereof recorded or to be recorded in the Public Records of Osceola County, Florida, and any additional lands which may be annexed thereto, to engage in such other activities as may be to the mutual benefit of the owners of such property and to carry out and fulfill the purposes set forth in that certain Declaration of Restrictions on Real Estate (hereinafter called the "Declaration") applicable to the property, recorded or to be recorded in the Office of the Clerk of Court, Osceola County, Florida, as the same may be amended from time to time, the Declaration being incorporated herein as if set forth at length. The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the South Florida Water Management District Permit No. 49-01331-P requirements and applicable District rules, and shall assist in the enforcement of the provisions of the Declaration which relate to the surface water or stormwater management system. The Corporation shall have the power to:

(1) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;

(2) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses in connection therewith, and all office and other expenses incident to the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

(3) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(4) Borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(5) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(6) Participate in mergers and consolidations with other non-profit organizations organized for the same purposes or annex additional residential property and Common Area, provided that such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, and shall be approved by the Veteran's Administration or the Federal Housing Administration where such approval is required by the Declaration;

(7) Have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes, the Non-Profit Corporation Law of the State of Florida, by law may now or hereafter have or exercise;

(8) The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management system.

(9) It shall be the Association's responsibility to successfully complete all South Florida Water Management District permit conditions associated with wetland mitigation, maintenance and monitoring, in accordance with the mitigation, maintenance and monitoring plan approved by the South Florida Water Management District, in connection the conservation tracts described in the Conservation Easement to be recorded in the Public Records of Osceola County, Florida.

ARTICLE III

The members of the Corporation shall be limited to owners of lots in TURNBERRY RESERVE, according to the Plat thereof recorded or to be recorded in the Public Records of Osceola County, Florida, and owners of any subsequent lots which may be annexed to the Declaration. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

The Corporation shall have two classes of voting membership:

Class A. Class A shall be all Owners, with the exception of the Developer (as the term "Developer" is used in the Declaration) and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be Members. The vote for such lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any lot.

Class B. The Class B Member shall be the Developer (as the term "Developer" is used in the Declaration) and shall be entitled to three (3) votes for each lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

A. When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or

B. On January 1, 2008.

ARTICLE IV

The date of corporate existence shall be the date of filing with the Department of State. The Association shall exist in perpetuity.

ARTICLE V

The name and street address of the initial registered office and the initial registered agent are as follows:

LARRY GODWIN
1330 Palmetto Avenue
Winter Park, Florida 32789

ARTICLE VI

The affairs of the Corporation shall be managed by a Board of Directors of not less than three (3) nor more than seven (7). The Board of Directors shall be elected by the members of the Corporation and, unless otherwise provided for in the By-Laws, shall be elected annually. The Board of Directors shall elect or appoint a President, Vice-President, Secretary, and Treasurer at the first meeting of the Board of Directors following each annual meeting of the members. The duties of the officers shall be prescribed by the By-Laws of the Corporation.

ARTICLE VII

The By-Laws of the Association shall be adopted by the Board of Directors. Thereafter, the By-Laws may be amended, at a regular or special meeting of the members or by the Board of Directors, by a vote of a majority of a quorum of members present in person or by proxy, or by the vote of a majority of a quorum of the Board of Directors.

ARTICLE VIII

The names of the persons constituting the first Board of Directors and who will serve until the first election are:

LARRY GODWIN 1330 Palmetto Avenue Winter Park, FL 32789	ROBERT H. GODWIN 1330 Palmetto Avenue Winter Park, FL 32789	MELISSA MELOON 1330 Palmetto Avenue Winter Park, FL 32789

ARTICLE IX

The name and street address of the incorporator of these Articles of Incorporation are LARRY GODWIN, 1330 Palmetto Avenue, Winter Park, Florida 32789.

ARTICLE X

Amendments to the Articles of Incorporation require the approval of at least two-thirds (2/3) vote of the lot owners.

ARTICLE XI

The Association may be dissolved as provided by law. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association (including the surface water management system, the property containing the surface water management system and water management portions of Common Area) shall be conveyed to an appropriate agency of local government determined to be acceptable by the South Florida Water Management District. If such conveyance shall not be accepted, then the surface water management system, the property containing the surface water management system and water management portions of Common Area shall be dedicated to a similar non-profit corporation. In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code, and be approved by the South Florida Water Management District prior to such termination, dissolution or liquidation. The dissolution procedures described in this Article XI shall be subject to Court approval pursuant to the provisions of The Florida Not For Profit Corporation Act.

ARTICLE XII

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication or conveyance of Common Area, dissolution and amendment of these Articles.

ARTICLE XIII

The assessments shall be used, among other uses, for the maintenance and repair of the surface water or stormwater management systems, including but not limited to, work within retention areas, drainage structures and drainage easements.

IN WITNESS WHEREOF, the undersigned has subscribed his name to the Articles of Incorporation of TURNBERRY RESERVE HOMEOWNERS ASSOCIATION, INC., a corporation not for profit, on this 26th day of April, 2004.

LARRY GODWIN, Incorporator
1330 Palmetto Avenue
Winter Park, Florida 32789

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 26th day of April, 2004, by LARRY GODWIN, who ☒ is personally known to me or ☐ produced N/A, or ☐ Driver's License, as identification.

NOTARY PUBLIC

Melissa Meloon
Commission # CC 997272
Expires Feb. 1, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

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ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 617.0503, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

DATED this 4th day of April, 2004.

LARRY GODWIN, Registered Agent

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