

N05000008665

(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



400058177274

08/22/05--01025--015 **78.75

FILED

AUG 22 PM 2:13

SECRETARY OF STATE
TALLAHASSEE, FL

RECEIVED

AUG 22 AM 11:23

OFFICE OF THE
CLERK OF THE
SUPREME COURT
TALLAHASSEE, FLORIDA

J. Shivers AUG 23 2005

GRAY | ROBINSON
ATTORNEYS AT LAW

SUITE 600
301 SOUTH BRONOUGH ST. (32301)
POST OFFICE BOX 11189
TALLAHASSEE, FL 32302-3189
TEL 850-222-7717
TEL 850-577-9090
FAX 850-222-3494
FAX 850-577-3311
gray-robinson.com

CLERMONT
KEY WEST
LAKE LAND
MELBOURNE
NAPLES
ORLANDO
TALLAHASSEE
TAMPA

kjusevitch@gray-robinson.com

August 22, 2005

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32301

Via Hand Delivery

PLEASE FILE AND PROCESS THIS REQUEST FIRST

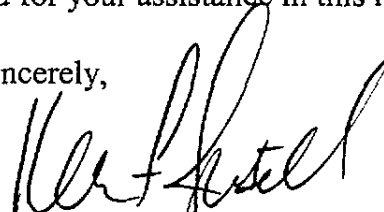
To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF INCORPORATION**, along with a check in the amount of **\$78.75** for the applicable filing fees and for a **CERTIFIED COPY** for the following entity:

**ESTATES AT CHERRY LAKE MASTER HOMEOWNER'S
ASSOCIATION, INC.**

Upon receipt, please "date stamp" the copy of this letter provided, and call me at 577-9090, when the document is ready. Thank you for your assistance in this matter.

Sincerely,



Karen F. Jusevitch, Paralegal

KFJ/hs
Enclosures

FILED
05 AUG 22 PM 2:12
CLERK OF DISTRICT COURT
TALLAHASSEE, FL

ARTICLES OF INCORPORATION
OF
ESTATES AT CHERRY LAKE MASTER HOMEOWNER'S ASSOCIATION, INC.,
a Florida not for profit corporation

The undersigned incorporators, all of whom are above the age of eighteen (18) years and competent to contract, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes (2004), and do hereby agree and certify as follows:

ARTICLE I

NAME

The name of this Association shall be **ESTATES AT CHERRY LAKE MASTER HOMEOWNER'S ASSOCIATION, INC.**, a Florida not for profit corporation, hereinafter referred to as the "Association" or "Corporation."

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of the Association shall be located initially at 455 Douglas Avenue, Suite 1755, Altamonte Springs, Florida 32714, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Association shall be located at 455 Douglas Avenue, Suite 1755, Altamonte Springs, Florida 32714, and the initial registered agent of the Association at that address shall be Dawn Kleinsmith. The Association may change its registered agent or the location of its registered office, or both, from time to time without amendment of these Articles of Incorporation. The registered agent for the Association shall maintain copies of all permits issued by St. Johns River Water Management District for the benefit of the Association, if any, so long as such copies are provided to the registered agent by the Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of those certain tracts of land located in Lake County, Florida, as more particularly described on Exhibit "A" attached hereto and incorporated herein (the "Property") known as the "Estates at Cherry Lake Community."

The Property is encumbered by the terms, covenants, restrictions and conditions contained in the Declaration of Master Covenants, Conditions and Restrictions for Estates at Cherry Lake Master Homeowner's Association, which will be recorded in the Public Records of Lake County, Florida, as the same may be amended from time to time (hereinafter the "Declaration"). The defined terms set forth in Article I of the Declaration shall have the same meaning in this document as in the Declaration.

SECRETARY OF STATE
RECEIVED
TALLAHASSEE, FLORIDA

05 AUG 22 PM 2:12

FILED

The Association is being formed to promote the health, safety and welfare of the residents within the above-described Property and any additions to the Property as may hereafter be brought within the jurisdiction of the Association and shall have the power to:

(a) exercise all of the powers, enforcement rights and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration, as the same may be amended from time to time as therein provided;

(b) 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 incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) 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;

(d) borrow money, and with the assent of the representatives 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;

(e) 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, sale or transfer shall be effective unless an instrument has been signed by the representatives of two-thirds (2/3) of each class of Members, agreeing to such dedication, sale or transfer. However, there shall be no requirement of participation by or agreement of the Members in the event the dedication, sale or transfer is incidental to a replatting of any portion of the Common Property.

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area;

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

ARTICLE V

MEMBERSHIP

The Declarant, who is America's First Home, LLP, a Florida limited liability partnership, and every person or entity who is a record Owner of a fee or undivided fee interest in any Property which is subject to the Declaration, shall be a Member of the Association. 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 Residential Unit, Lot, Unit, Residential Property, Commercial Property, or other property which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have four (4) classes of voting membership:

Class A. Class A members shall be all Owners of improved Residential Units that have been conveyed to such Owners by a builder or developer of Residential Property. Class A members shall be allocated one vote for each improved Residential Unit in which they hold the interest required for membership by Article III, Section 1, of the Declaration.

Class B. Class B members shall be Owners of unplatted Residential Property other than the Declarant. Class B members shall be allocated one vote for each Residential Unit allowable to the Residential Property under the Master Plan owned by the Class B member (and which has not been developed by plat, declaration of condominium or otherwise) plus the actual number of Residential Units owned by the Class B member (including rental units owned) and shown on a recorded subdivision plan, approved site plan, declaration of condominium or cooperative.

Class C. Class C members shall be Owners of commercial and/or other nonresidential property other than the Declarant or Class D members. Class C members shall be entitled to one vote per one thousand (1,000) square feet of improvements under roof or other enclosure, or portion thereof.

The number of square feet of improvements under roof or other enclosure on each lot shall be certified by the Owner's architect and shall be provided by the Owner to the Declarant upon completion of the improvements. The Declarant shall then have the right to accept, reject or modify such calculations. The determination of such square footage by the Declarant shall be final, and shall be deemed an agreement by Owner, successors, and assigns as to same.

Class D. The Class D member shall be the Declarant, or its specifically designated successor, which successor must be designated in writing and in accordance with the provisions and limitations of Article XI, Section 2, of the Declaration. The Class D member shall be allocated a number of votes equal to three (3) times the total number of Class A, Class B, and Class C votes at any time; provided, that the Class D membership shall cease and become converted to Class A, B or C membership, as determined by the type of land owned by the Declarant, upon Turnover of the Association as set forth in Article X of the Declaration.

Upon the recording of a Declaration of Condominium converting a Rental Apartment Building to a condominium, the Class B membership interest of the owner of said Rental Apartment Building shall be converted to Class A membership interests for each Unit in said condominium.

When any property entitling the Owner to membership in the Association is owned of record in the name of two or more persons or entities, whether fiduciaries, joint tenants, tenants in common, tenants in partnership, time-share or interval ownership, or in any other manner of joint or common ownership, or if two or more persons or entities have the same fiduciary relationship respecting the same property, then unless the instrument or order appointing them or creating the tenancy otherwise directs and it or a copy thereof is filed with the Secretary of the Association (and in all events for time share or interval ownership), such Owner shall select one official representative to qualify for voting in the Association and shall notify in writing the Secretary of the Association of the name of such individual. The vote of each official representative shall be considered to represent the will of all the Owners of that property. In the circumstance of such common ownership if the Owners fail to designate their official representative, then the Association may accept the person asserting the right to vote as the voting Owner until notified to the contrary by the other Owner(s). Upon such notification the Owner may not vote until the Owner(s) appoint their official representative pursuant to this paragraph.

The voting rights of any Owner may be assigned (for the duration of the lease only) by an Owner to its tenant, if the tenant has entered into a lease with a term of two (2) years or more; provided, however, that the Owner may not assign to such tenant any vote or votes not attributable to the property actually leased by such tenant. No such assignment shall be effective until written notice thereof has been received by the Association.

When the Village in which a Class A member owns a Residential Unit has a duly appointed or elected Village Representative, the Village Representative shall have the exclusive right to exercise the voting rights of such Class A member.

When Class C owners form a Sub-Association, such Sub-Association shall have a duly appointed or elected Sub-Association Representative. The Sub-Association Representative shall have the exclusive right to exercise the voting rights of such Class C members.

For purposes of determining voting rights hereunder, the membership roster shall be set as of sixty (60) days prior to the commencement of the Association's fiscal year.

Change of Membership. Change of membership in the Association shall be established by recording in the Public Records of Lake County, Florida, a deed or other instrument conveying record fee title to any Residential Unit or Residential Property, and by the delivery to the Association of a copy of such recorded instrument. The Owner designated by such instrument shall, by acceptance of such instrument, become a Member of the Association, and the membership of the prior Owner shall be terminated. In the event that a copy of said instrument is not delivered to the Association, said Owner shall become a Member, but shall not be entitled to voting privileges enjoyed by its predecessor in interest until delivery of a copy of the conveyance instrument to the Association. The foregoing shall not, however, limit the Association's powers or privileges and the new Owner shall be liable for accrued and unpaid fees and assessments attributable to the Residential Unit acquired; provided, however, that if an Owner constructs Residential Units that the Owner intends to rent to tenants, the Owner shall become liable for and shall pay all fees and assessments attributable to such Residential Units on the date of receipt of the certificate of occupancy therefor.

The interest, if any, of a Member in the funds and assets of the Association shall not be assigned, hypothecated or transferred in any manner except as an appurtenance to the Owner's real property. Membership in the Association by all Owners shall be compulsory and shall continue, as to each Owner, until such time as such Owner of record transfers or conveys his interest in the real property upon which his membership is based or until said interest is transferred or conveyed by operation of law, at which time the membership shall automatically be conferred upon the transferee. Membership shall be appurtenant to, run with, and shall not be separated from the real property interest upon which membership is based.

Declarant's Right to Appoint Directors. The Declarant shall be entitled to appoint one (1) member of the Board for as long as the Declarant holds for sale in the ordinary course of business at least five percent (5%) of the Residential Units, Lots, Units or at least five percent (5%) of the Commercial Property (based on allowable square footage) of all parcels in the Estates at Cherry Lake Community.

Turnover. The Turnover of the Association by the Declarant shall occur at the Turnover meeting, which meeting shall take place within three (3) months of the occurrence of the following events, whichever occurs earliest:

- (a) January 31, 2020.
- (b) Upon voluntary conversion to Class A, Class B, or Class C membership by the Declarant.
- (c) When 90% of the maximum number of Residential Units and 90% of the maximum allowable square footage of Commercial Properties as set forth in the PD Ordinance, as amended (as defined below) have been conveyed to Members of the Association other than to the Declarant, builders, contractors or others who purchase a Residential Unit, Lot, Unit or Commercial Property for the purpose of constructing improvements thereon for resale.

Re-allocation of Voting Chart. The voting allocations are more particularly described in Exhibit "B" attached hereto and incorporated herein. It is contemplated by the Declarant and the Landowners that some or all of the parcels may be developed in such a manner so that the parcels contain fewer or more Units or square footage than as shown on Exhibit "B". In the event that a parcel is developed with a number of Units or square footage that differs from those shown in Exhibit "B", the number of votes allocated to such parcel will be revised in accordance with the actual scheme of development. For example, Parcel E is currently planned for 123 Residential Units, and correspondingly 123 votes. However, if the developer platted Parcel E with only 120 Lots, then the number of votes allocated to Parcel B would be 120. Upon revision to the development plans for Estates at Cherry Lake Community Exhibit "B" will be revised accordingly, and a revised version of Exhibit "B" will be made available to all Voting Members of the Association.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of at least three (3) and not more than seven (7) directors, who need not be Members of the Association. In addition, the number of directors may be either increased or diminished from time to time as provided in the By-Laws. Initially, there will be three (3) directors of the Association. The name and street address of the initial directors of this Association are:

- (a) Ronald E. Wilson
455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714
- (b) Terry Day
455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714
- (c) Rachael Allison
455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714

Directors may be removed with or without cause. The initial members of the Board shall serve for a period of one year. Thereafter, the members of the Board shall be appointed or elected, as the case may be, for one (1) year terms. Initially, directors shall be appointed by the Declarant. Thereafter, the members of the Board of Directors shall be elected as provided in the Bylaws of the Association, which provide for election of directors at the annual meeting of the Members.

ARTICLE VIII

OFFICERS

The Board of Directors shall elect a President, Vice President and Secretary and Treasurer and as many additional Vice Presidents and Assistant Secretaries and Assistant Treasurers as the Board shall determine. The President shall be elected from among the membership of the Board of Directors but no other officer needs to be a director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of the President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Treasurer or Assistant Secretary or Treasurer be held by the same person.

The affairs of the Association shall be administered by the officers designated in the By-laws of this Association. Said officers will be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and, with the approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation and management of the Common Areas and the affairs of the Association, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or a Director of the Association.

The names and addresses of the officers who will serve until their successors are designated are as follows:

<u>Office:</u>	<u>Name:</u>	<u>Address:</u>
President	Terry Day	455 Douglas Avenue, Suite 1755 Altamonte Springs, Florida 32714
Vice President	Ronald E. Wilson	455 Douglas Avenue, Suite 1755 Altamonte Springs, Florida 32714
Secretary/Treasurer	Rachael Allison	455 Douglas Avenue, Suite 1755 Altamonte Springs, Florida 32714

ARTICLE IX

DISSOLUTION

The Association shall exist in perpetuity. Provided, however, if the Association is dissolved all Common Property owned by the Association at such time shall be transferred to another association or appropriate public agency having similar purposes. If no other association or agency will accept such property then it will be conveyed to a Trustee appointed by the Circuit Court of Lake County, Florida, which Trustee shall sell the Common Property free and clear of the limitations imposed hereby upon terms established by the Circuit Court of Lake County, Florida. That portion of the Open Space or Common Property consisting of the Surface Water Management System cannot be altered, changed or sold separate from the lands it serves. The proceeds of such a sale shall first be used for the payment of any debts or obligations constituting a lien on the Common Property, then for the payment of any obligations incurred by the Trustee in the operation, maintenance, repair and upkeep of the Common Property. The excess of proceeds, if any, from Common Property shall be distributed among Owners in a proportion which is equal to the proportionate share of such Owners in Common Expenses. In any event, the Association may only be dissolved with the assent given in writing and signed by not less than the representatives of two-thirds (2/3rds) of each class of Members.

ARTICLE X

COMMENCEMENT AND DURATION OF CORPORATE EXISTENCE

This Association shall commence corporate existence on the date of filing these Articles with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law. 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 systems must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code ("F.A.C."), and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation. Any other assets will be dedicated to a public body, or conveyed to a non-profit organization of similar purposes.

ARTICLE XI

AMENDMENT

The Board of Directors shall have the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. Such amendment shall require the assent of a majority of such Directors.

ARTICLE XII

INCORPORATORS

The name and street address of the persons signing these Articles as Incorporators are:

Terry Day 455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714

Ronald E. Wilson 455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714

Rachael Allison 455 Douglas Avenue, Suite 1755
Altamonte Springs, Florida 32714

ARTICLE XIII

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE XIV

INDEMNIFICATION

In addition to any rights and duties under applicable law, this Association shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorneys' fees and costs, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such except for willful misconduct or gross negligence.

The Association shall have the power to purchase 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 or her and incurred by him or her in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him or her against such liability under the provisions of these Articles of Incorporation.

ARTICLE XV

FHA/VA APPROVAL

If required by law as long as there is a Class D membership, the following actions will require the prior approval of the Department of Housing and Urban Development, Federal Housing Administration or Veteran's Administration (as applicable): annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

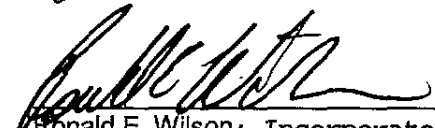
ARTICLE XVI

DEFINITIONS

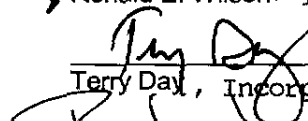
Capitalized terms contained herein shall have the definitions and meaning set forth in the Declaration.

[Signatures follow on the next page.]

IN WITNESS WHEREOF, the undersigned do hereby make and file these Articles of Incorporation declaring and certifying that the facts stated herein are true, and hereby subscribe thereto and hereunto set their hand and seal this 15th day of August, 2005.



Ronald E. Wilson, Incorporator (SEAL)



Terry Day, Incorporator (SEAL)



Rachael Allison, Incorporator (SEAL)

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 15th day of August, 2005, by Ronald E. Wilson.

NOTARY PUBLIC-STATE OF FLORIDA
 Catherine Mori
Commission #DD362941
Expires: OCT. 14, 2008
Bonded Thru Atlantic Bonding Co., Inc.
AFFIX NOTARY STAMP



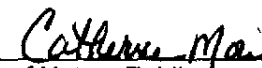
Signature of Notary Public
Catherine Mori

(Print Notary Name)
My Commission Expires: 10-14-08
Commission No.: DD362941
☒ Personally known, or
☐ Produced Identification
Type of Identification Produced

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 15th day of August, 2005, by Terry Day.

NOTARY PUBLIC-STATE OF FLORIDA
 Catherine Mori
Commission #DD362941
Expires: OCT. 14, 2008
Bonded Thru Atlantic Bonding Co., Inc.
AFFIX NOTARY STAMP



Signature of Notary Public
Catherine Mori

(Print Notary Name)
My Commission Expires: 10-14-08
Commission No.: DD362941
☒ Personally known, or
☐ Produced Identification
Type of Identification Produced

STATE OF FLORIDA
COUNTY OF Seminole

The foregoing instrument was acknowledged before me this 16th day of August, 2005,
by Rachael Allison.

NOTARY PUBLIC-STATE OF FLORIDA
 Catherine Mori
Commission #DD362941
Expires: OCT. 14, 2008
Bonded Thru Atlantic Bonding Co., Inc.

AFFIX NOTARY STAMP

Catherine Mori
Signature of Notary Public
Catherine Mori
(Print Notary Name)
My Commission Expires: 10-14-08
Commission No.: DD362941
☒ Personally known, or
☐ Produced Identification
Type of Identification Produced

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND
REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

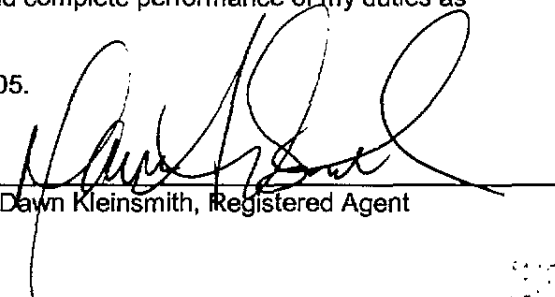
In compliance with Section 48.091, Florida Statutes, the following is submitted:

ESTATES AT CHERRY LAKE MASTER HOMEOWNER'S ASSOCIATION, INC. desiring to organize as a corporation under the laws of the State of Florida with its registered office and principal place of business at 455 Douglas Avenue, Suite 1755, Altamonte Springs, Florida 32714, has named and designated Dawn Kleinsmith as its Registered Agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

HAVING BEEN NAMED to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties as Registered Agent.

Dated this 16th day of August, 2005.


Dawn Kleinsmith, Registered Agent

05 AUG 22 PM 2:13
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

EXHIBIT "A"

LEGAL DESCRIPTION OF PROPERTY

ALL OF THE FOLLOWING PROPERTY LOCATED IN LAKE COUNTY, FLORIDA:

PARCEL 1

The Southeast Quarter of the Southeast Quarter of Section 33, Township 21 South, Range 25 East, Lake County, Florida.

PARCEL 2

The Southwest Quarter of the Southwest Quarter of Section 34, Township 21 South, Range 25 East, Lake County, Florida.

PARCEL 3

Tracts 33 and 48 according to the Plat of GROVELAND FARMS, Plat Book 2, Page 10, of Section 2, Township 22 South, Range 25 East, Lake County, Florida, being otherwise described as the West Half of the Northwest Quarter of the Southwest Quarter of said Section 2, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 4

The West 350 feet of the Northwest Quarter of the Southwest Quarter of the Southwest Quarter of Section 2, Township 22 South, Range 25 East, otherwise described as the West 350 feet of the North Half of the South Half of Government Lot 5, in said Section 2, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 5

The East Half of the Northeast Quarter, otherwise described as Government Lot 1, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 6

The West Half of the Northeast Quarter, otherwise described as Government Lot 2, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 7

The East Half of the Northwest Quarter, otherwise described as Government Lot 3, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 8

The Northwest Quarter of the Northwest Quarter, otherwise described as the North Half of Government Lot 4, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 9

That portion of Government Lot 6, in Section 3, Township 22 South, Range 25 East, Lake County, Florida, lying North of County Road.

PARCEL 10

The Northwest Quarter of the Southeast Quarter, otherwise described as the North Half of Government Lot 7, Section 3, Township 22 South, Range 25 East, Lake County, Florida, also described as Tracts 39, 40, 41 and 42, Groveland Farms.

PARCEL 11

The North Half of the Southeast Quarter of the Southeast Quarter of the Southeast Quarter, otherwise described as the Northeast Quarter of the South Half of the South Half of Government Lot 8, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 12

The North Three-Quarters of the East Half of the Southeast Quarter, otherwise described as the North Three-Quarters of Government Lot 8, all in Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 13

The North Half of the Southwest Quarter of the Southeast Quarter, otherwise described as the North Half of the South Half of Government Lot 7, in Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 14

The South Half of the Southwest Quarter of the Southeast Quarter, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 15

The South Half of the Southeast Quarter of the South Half of Government Lot 8, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 16

The Southwest Quarter of the South Half of Government Lot 8, Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 17

The North 990 feet of the West Half of the East Half of the Northeast Quarter of Section 4, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 18

The Southwest Quarter of the Northwest Quarter of Section 3, Township 22 South, Range 25 East, also known as Tracts 17, 18, 31 and 32, according to the Plat of GROVELAND FARMS, of said Section 3, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 19

The East 660 feet of Government Lot 1, Section 4, Township 22 South, Range 25 East, also described as the East 660 feet of the East Half of the Northeast Quarter of said Section 4, Township 22 South, Range 25 East, Lake County, Florida.

PARCEL 20

North Half of the Southwest Quarter of the Southwest Quarter of Section 2, Township 22 South, Range 25 East, Lake County, Florida, and LESS AND EXCEPT the West 350 feet of the Northwest Quarter of

the Southwest Quarter of the Southwest Quarter of Section 2, Township 22 South, Range 25 East, otherwise described as the West 350 feet of the North Half of the South Half of Government Lot 5, in said Section 2, Township 22 South, Range 25 East, Lake County, Florida.

LESS AND EXCEPT from Parcel 1 through 19: Right of Way for Cherry Lake Road per occupation and Lake County Maintenance Map.

PARCELS 4 AND 20 COMBINED BEING ALSO DESCRIBED AS FOLLOWS:

The North 1/2 of the Southwest 1/4 of the Southwest 1/4, Section 2, Township 22 South, Range 25 East, Lake County, Florida, also known as: The North 1/2 of the South 1/2 of Government Lot 5, Section 2, Township 22 South, Range 25 East, Lake County, Florida.

LESS AND EXCEPT THE FOLLOWING DESCRIBED PROPERTY (which has been conveyed to Lake County):

(CHERRY LAKE ADDITIONAL RIGHT OF WAY - NORTH)

THAT PORTION OF SECTION 3, TOWNSHIP 22 SOUTH, RANGE 25 EAST, LAKE COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:

COMMENCE AT THE EAST 1/4 CORNER OF SAID SECTION 3; THENCE SOUTH 00°35'22" WEST ALONG THE EAST LINE OF THE SOUTHEAST 1/4 OF SECTION 3 FOR 2128.42 FEET TO THE TO A POINT LYING 15.00 FEET NORTHERLY OF (WHEN MEASURED AT RIGHT ANGLE TO) THE NORTHERLY RIGHT OF WAY LINE OF CHERRY LAKE ROAD AS SHOWN IN MAP BOOK 4, PAGES 76 THROUGH 79 OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA AND TO THE POINT OF BEGINNING THENCE CONTINUE SOUTH 00°35'22" WEST ALONG SAID EAST LINE FOR 15.00 FEET TO SAID NORTHERLY RIGHT-OF-WAY LINE OF CHERRY LAKE ROAD; THENCE ALONG SAID NORTHERLY RIGHT OF WAY LINE THE FOLLOWING COURSES: RUN NORTH 87°58'34" WEST FOR 206.12 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 676.68 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 19°24'34" FOR 229.23 FEET TO THE POINT OF TANGENCY; THENCE NORTH 68°34'00" WEST FOR 521.47 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1,279.64 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 31°10'28" FOR 696.25 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 80°15'32" WEST FOR 599.43 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 918.65 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 28°25'52" FOR 455.85 FEET; THENCE DEPARTING AFORESAID NORTHERLY RIGHT OF WAY LINE OF CHERRY LAKE ROAD RUN NORTH 18°41'24" EAST ALONG A RADIAL LINE FOR 15.00 FEET TO AN INTERSECTION WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND A RADIUS OF 903.65 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 16°21'15" FOR 257.93 FEET; THENCE NORTH 80°15'32" EAST FOR 410.90 FEET; THENCE NORTH 76°46'13" EAST FOR 164.33 FEET; THENCE NORTH 80°15'32" EAST FOR 213.57 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1,324.64 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 14°25'46" FOR 333.60 FEET; THENCE SOUTH 04°41'18" WEST ALONG A RADIAL LINE FOR 30.00 FEET TO AN INTERSECTION WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND A RADIUS OF 1,294.64 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 16°44'42" FOR 378.37 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 68°34'00" EAST FOR 521.47 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 661.68 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 19°24'34" FOR 224.15 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 87°58'34" EAST FOR 205.75 FEET TO THE POINT OF BEGINNING.

CONTAINING 1.56 ACRES, MORE OR LESS.

(Portion of Parcel Numbers 03-22-25-0004-000-00900, 03-22-25-0001-000-01000 and 03-22-25-0003-000-00300)

(WILSON LAKE PARKWAY)

THAT PORTION OF SECTION 3, TOWNSHIP 22 SOUTH, RANGE 25 EAST, LAKE COUNTY, FLORIDA AND COMPRISING A PORTION OF THE PLAT OF 'GROVELAND FARMS', AS RECORDED IN PLAT BOOK 2, PAGE 10, PUBLIC RECORDS OF LAKE COUNTY, FLORIDA, DESCRIBED AS FOLLOWS:

COMMENCE AT THE EAST 1/4 CORNER OF SAID SECTION 3; THENCE SOUTH 00° 35'22" WEST ALONG THE EAST LINE OF THE SOUTHEAST 1/4 OF SAID SECTION 3 FOR 2143.42 FEET TO THE NORTHERLY RIGHT-OF-WAY LINE OF CHERRY LAKE ROAD AS SHOWN IN MAP BOOK 4, PAGES 76 THROUGH 79 OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA; THENCE ALONG SAID NORTHERLY RIGHT-OF-WAY LINE THE FOLLOWING COURSES: RUN NORTH 87° 58'34" WEST FOR 206.12 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 676.68 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 19° 24'34" FOR 229.23 FEET TO THE POINT OF TANGENCY; THENCE NORTH 68° 34'00" WEST FOR 521.47 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1,279.64 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 31° 10'28" FOR 696.25 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 80° 15'32" WEST FOR 213.57 FEET; THENCE DEPARTING AFORESAID NORTHERLY RIGHT-OF-WAY LINE OF CHERRY LAKE ROAD RUN NORTH 09° 44'28" WEST FOR 45.00 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 76° 46'13" WEST FOR 164.33 FEET; THENCE NORTH 35° 19'42" EAST FOR 42.48 FEET; THENCE NORTH 09° 36'08" WEST FOR 109.65 FEET; THENCE NORTH 07° 57'59" WEST FOR 245.19 FEET; THENCE NORTH 09° 36'08" WEST FOR 656.13 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE EASTERLY AND HAVING A RADIUS OF 1,050.00 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 11° 21'18" FOR 208.09 FEET; THENCE SOUTH 88° 14'50" EAST ALONG A RADIAL LINE FOR 10.00 FEET TO AN INTERSECTION WITH A CIRCULAR CURVE EASTERLY, HAVING A RADIUS OF 1,040.00 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 33° 58'18" FOR 616.63 FEET TO THE POINT OF TANGENCY; THENCE NORTH 35° 43'28" EAST FOR 1,955.29 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE WESTERLY AND HAVING A RADIUS OF 1410.00 FEET; THENCE NORTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 35° 43'28" FOR 879.15 FEET TO THE POINT OF TANGENCY; THENCE NORTH 00° 00'00" EAST FOR 6.88 FEET TO THE NORTH LINE OF THE NORTHEAST 1/4 OF AFORESAID SECTION 3; THENCE SOUTH 89° 45'42" EAST ALONG SAID NORTH LINE FOR 80.00 FEET; THENCE SOUTH 00° 00'00" WEST FOR 6.55 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE WESTERLY AND HAVING A RADIUS OF 1490.00 FEET; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 35° 43'28" FOR 929.03 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 35° 43'28" WEST FOR 1,955.29 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHEASTERLY AND HAVING A RADIUS OF 960.00 FEET; THENCE SOUTHWESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 10° 11'12" FOR 170.68 FEET; THENCE SOUTH 64° 27'43" EAST ALONG A RADIAL LINE FOR 10.00 FEET TO AN INTERSECTION WITH A CIRCULAR CURVE EASTERLY, HAVING A RADIUS OF 950.00 FEET; THENCE SOUTHERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 35° 08'25" FOR 582.65 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 09° 36'08" EAST FOR 656.31 FEET; THENCE SOUTH 11° 14'22" EAST FOR 245.01 FEET; THENCE SOUTH 09° 36'08" EAST FOR 109.37 FEET; THENCE SOUTH 54° 40'18" EAST FOR 28.25 FEET TO THE POINT OF BEGINNING.

CONTAINING 9.37 ACRES, MORE OR LESS.

(Portion of Parcel Number 03-22-25-0001-000-01000)

(CHERRY LAKE ADDITIONAL RIGHT OF WAY)

THAT PORTION OF SECTION 3, TOWNSHIP 22 SOUTH, RANGE 25 EAST, LAKE COUNTY,

FLORIDA, DESCRIBED AS FOLLOWS:

COMMENCE AT THE EAST 1/4 CORNER OF SAID SECTION 3; THENCE SOUTH 00°35'22" WEST ALONG THE EAST LINE OF THE SOUTHEAST 1/4 OF SECTION 3 FOR 2193.44 FEET TO THE TO THE SOUTHERLY RIGHT-OF-WAY LINE OF CHERRY LAKE ROAD AS SHOWN IN MAP BOOK 4, PAGES 76 THROUGH 79 OF THE PUBLIC RECORDS OF LAKE COUNTY, FLORIDA AND POINT OF BEGINNING; THENCE CONTINUE SOUTH 00°35'22" WEST ALONG SAID EAST LINE, FOR 15.00 FEET; THENCE NORTH 87°58'34" WEST FOR 207.75 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 741.68 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 19°24'34" FOR 251.25 FEET TO A POINT OF TANGENCY; THENCE NORTH 68°34'00" WEST FOR 521.47 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1,214.64 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 31°10'28" FOR 660.88 FEET TO A POINT OF TANGENCY; THENCE SOUTH 80°15'32" WEST FOR 599.43 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 983.65 FEET; THENCE WESTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 28°08'45" FOR 483.20 FEET TO THE WEST LINE OF GOVERNMENT LOT 7 OF SAID SECTION 3; THENCE NORTH 00°35'14" EAST ALONG SAID WEST LINE FOR 15.77 FEET TO AFORESAID SOUTHERLY RIGHT-OF-WAY LINE OF CHERRY LAKE ROAD AND TO AN INTERSECTION WITH A CIRCULAR CURVE CONCAVE NORTHERLY, HAVING A CHORD BEARING OF SOUTH 85°31'32" EAST AND A RADIUS OF 968.65 FEET; THENCE ALONG SAID SOUTHERLY RIGHT OF WAY LINE THE FOLLOWING COURSES: RUN EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 28°25'52" FOR 480.66 FEET TO THE POINT OF TANGENCY; THENCE NORTH 80°15'32" EAST FOR 599.43 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE SOUTHERLY AND HAVING A RADIUS OF 1,229.64 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 31°10'28" FOR 669.04 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 68°34'00" EAST FOR 521.47 FEET TO A POINT OF CURVATURE WITH A CIRCULAR CURVE CONCAVE NORTHERLY AND HAVING A RADIUS OF 726.68 FEET; THENCE EASTERLY ALONG THE ARC OF SAID CURVE THROUGH A CENTRAL ANGLE OF 19°24'34" FOR 246.17 FEET TO THE POINT OF TANGENCY; THENCE SOUTH 87°58'34" EAST FOR 207.37 FEET TO THE POINT OF BEGINNING.

CONTAINING 0.94 ACRES, MORE OR LESS.

(Portion of Parcel Numbers: 03-22-25-0001-000-00100; 03-22-25-0004-000-00402; and 03-22-25-0004-000-00900)

EXHIBIT "B"

VOTING ALLOCATIONS

Voting rights under the Declaration shall be allocated by Parcel, in accordance with the following calculations: 1 vote per Unit allocated to each Parcel, as shown below. Unless otherwise indicated below, the number of Units assigned to each Parcel is based on the number of Residential Units planned for that particular Parcel, as indicated on the Master Plan, which shall initially be as follows:

Voting Class	Parcel Designation	Owner or Entity	Total Units (or square footage)	Units (or square footage) Built	Units (or square footage) Unbuilt	Number of Votes
A	A (Cherryridge)	AFH	165	0	165	165
B	B (Crestridge)	ECL	130	0	130	130
B	C (Windward Hill)	ECL	93	0	93	93
B	D (Vistapointe)	ECL	93	0	93	93
B	E (Southernridge)	AFH	123	0	123	123
B	F (Waterside)	ECL	101	0	101	101
B	G (Westridge)	ECL	152	0	152	152
B	H (Highpointe)	ECL	118	0	118	118
C	Commercial Properties (See Note 2)	ECL	225,000		225,000	225
None	School Parcel	ECL	0	0	0	0
None	Common Area, Parks, Lakes	Association	0	0	0	0
SUB-TOTAL			1200	0	1200	1200
D	Declarant Votes	Declarant - See Note 1				3600
TOTAL						4800

This Voting Allocation Chart is subject to modification in accordance with the provisions set forth in Article III of the Declaration.

Notes:

1. Declarant has 3 times total of all votes combined.
2. Commercial Properties get 1 vote for each 1,000 square feet of improvements.

Legend:

AFH = America's First Home, LLP
 Declarant = America's First Home, LLP
 ECL = Estates at Cherry Lake, LLP
 Association = Estates at Cherry Lake Master Homeowner's Association, Inc.