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03 SEP 16 AM 10:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**Reed Financial Services, Inc.**

7655 Sparta Road  
Sebring, Florida 33875  
863-382-2036

September 11, 2003

Florida Dept. of State  
Division of Corporations  
New Filing Section  
P.O. Box 6327  
Tallahassee, Florida 32314

Subject: *WCR Property Owners Association, Inc.*

Division of Corporations,

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 covering the filing fee and Certified Copy.

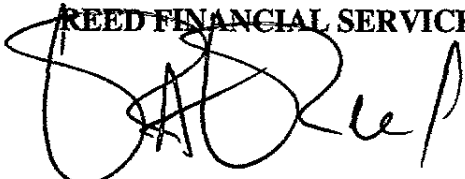
This is from:

Rob Reed  
7655 Sparta Road  
Sebring, Florida 33875  
863-382-2036

Thank you for your help in this matter.

Best regards,

**REED FINANCIAL SERVICES, INC.**

A handwritten signature in black ink, appearing to read 'Rob Reed', is written over the printed name 'REED FINANCIAL SERVICES, INC.'.

Rob Reed, Incorporator

ARTICLES OF INCORPORATION OF  
WCR PROPERTY OWNERS ASSOCIATION, INC.

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The undersigned, for the purpose of creating a corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be WCR PROPERTY OWNERS ASSOCIATION, INC., a Florida corporation not-for-profit, hereinafter, the "ASSOCIATION". This corporation shall exist perpetually.

ARTICLE II - INITIAL REGISTERED OFFICE AND AGENT

The initial office of the ASSOCIATION is located at 7655 Sparta Road, Sebring, Florida 33875. The initial registered agent at said office is Robin A. Reed.

ARTICLE III - PURPOSE 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 operation, maintenance, preservation and architectural control of the roads, lots and common areas, and improvements thereon, within that certain real property (and any additions thereto) described in the "Declaration of Protective Covenants and Restrictions for Wolf Creek Ranch" to which these Articles of Incorporation are attached as Exhibit "A", as recorded in the Public Records of Highlands County, Florida, (hereinafter referred to as the "Declaration"), and to promote the health, safety and welfare of the members of the ASSOCIATION.

ARTICLE IV - POWERS OF THE ASSOCIATION

The ASSOCIATION shall have all the powers and duties reasonably necessary to operate and maintain the ASSOCIATION, including, but not limited to, the following:

- a) To 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 as recorded in the Public Records of Highlands County, Florida;
- b) To operate and maintain common property, specifically including, but not limited to, the surface water management system including any mitigation areas as permitted by the Southwest Florida Water Management District including all lakes, retention areas, culverts and related appurtenances;
- c) To sue and be sued;
- d) To contract for services to provide for operation and maintenance;
- e) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration or Bylaws of the ASSOCIATION, 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;
- f) To acquire (by gift, purchase or otherwise), own, hold improve, build upon, operate, maintain, convey, sell, lease, transfer or otherwise dispose of real or personal property in connection with the affairs of the ASSOCIATION;
- g) To borrow money, and with the assent of two-thirds (2/3rds) of each class of members at a duly called meeting of the ASSOCIATION, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- h) To 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 (2/3rds) of each class of members to such dedication, sale, or transfer;

- i) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of each class of members, except as otherwise provided in the Declaration;
- j) To promulgate or enforce rules, regulations, bylaws, covenants, restrictions or agreements to effectuate all of the purposes for which the ASSOCIATION is organized;
- k) To take any other action necessary for the purposes for which the ASSOCIATION is organized, and
- l) To have and to exercise any and all powers, rights and privileges which a corporation not-for-profit organized under the laws of the State of Florida may now or hereafter have or exercise.

#### ARTICLE V - MEMBERSHIP

The owner(s) of every parcel included in the Declaration shall be a member of the ASSOCIATION. Membership shall be appurtenant to and may not be separated from ownership of any parcel.

#### ARTICLE VI - VOTING RIGHTS

The ASSOCIATION shall have two (2) classes of voting membership:

Class A. Class A members shall be all parcel owners and shall be entitled to one (1) vote for each parcel owned. When more than one (1) person holds an interest in any parcel, all such persons shall be members, and the vote for such parcel shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any parcel.

Class B. The Class B member shall be the Developer, and shall be entitled to five (5) votes for each lot or unplatted acre owned by the Developer which the Developer submits to the jurisdiction of the Declaration. When more than one (1) Developer holds an interest in any lot or unplatted acre subject to the Declaration, the vote for each lot or unplatted acre shall be exercised as they determine, but in no event shall more than five (5) votes be cast with respect to any such lot or unplatted acre. The Class B membership shall cease and be converted to Class A membership on the happening of any of the following events, whichever occurs earliest:

- a) When the total votes outstanding in Class A membership equals the total votes in Class B membership; or
- b) On December 31, 2010; or
- c) At such earlier date as Developer may determine.

#### ARTICLE VII - BOARD OF DIRECTORS

The affairs of this ASSOCIATION shall be managed by a Board of Directors consisting of not less than three (3) nor more than five (5) persons who need not be members of the ASSOCIATION. The first Board shall consist of three (3) members. Thereafter the number of Directors may be increased to a maximum of five (5) by a majority vote of the members.

At the first annual meeting, the members shall elect three (3) Directors, one (1) for a term of one (1) year, one (1) for a term of two (2) years, and one (1) for a term of three (3) years. If the number of Directors is increased by the members as provided above, then the members shall also determine the term for each new directorship so created. At each annual meeting thereafter a number of Directors equal to that of those whose terms have expired shall be elected for the term of three (3) years. At the expiration of any term of three (3) years, a Director may be re-elected.

The Directors named in these Articles shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining Directors. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Mr. Robin A. Reed  
2745 Treasure Cay Lane  
Sebring, Florida 33875

Mr. Jeffrey E. Futch  
1233 Edgewater Point Drive  
Sebring, Florida 33870

Ms. Kimberly B. Reed  
2745 Treasure Cay Lane  
Sebring, Florida 33875

#### ARTICLE VIII - DISSOLUTION

In the event of the dissolution of the ASSOCIATION, other than incident to a merger or consolidation, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government and the other assets of the ASSOCIATION shall be dedicated to those for which this ASSOCIATION was created. In the event the conveyance of the surface water management system is not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation. In the event that the dedication of any other asset is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE IX - AMENDMENTS

Amendment of these Articles shall require the assent of 75 percent (75%) of the entire membership.

#### ARTICLE X - SUBSCRIBERS

The name and address of the Incorporator of these Articles of Incorporation is Robin A. Reed, 2745 Treasure Cay Lane, Sebring, Florida 33875.

#### ARTICLE XI - OFFICERS

The Board of Directors shall elect the President and Secretary-Treasurer and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall, from time to time, determine.

The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:  
Mr. Robin A. Reed  
2745 Treasure Cay Lane  
Sebring, Florida 33875

Secretary/Treasurer:  
Mr. Jeffrey E. Futch  
1233 Edgewater Point Drive  
Sebring, Florida 33870

#### ARTICLE XII - BYLAWS

The original Bylaws of the ASSOCIATION shall be adopted by a majority vote of the Directors. Thereafter, the Bylaws of the ASSOCIATION may be amended, altered or rescinded at a regular or special meeting of the members by a vote of a majority of a quorum of members present in person or by proxy.

#### ARTICLE XIII - INDEMNIFICATION OF OFFICERS AND DIRECTORS

The ASSOCIATION shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, costs and expenses reasonably incurred in connection with any action, suit, or proceeding to which he may be made a party by reason of his being or having been a Director or Officer of the ASSOCIATION, including reasonable counsel fees, except as to matter wherein he shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officer may be entitled.

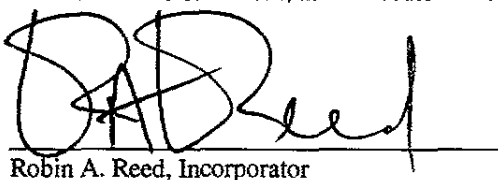
#### ARTICLE XIV - CERTAIN TRANSACTIONS

No contract or transaction between the ASSOCIATION and one (1) or more of its Directors or Officers, or between the ASSOCIATION and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are Officers or Directors of this ASSOCIATION shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or Committee thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purposes. No Director or Officer of the ASSOCIATION shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction. Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a Committee which authorized the contract or transaction.

#### ARTICLE XV: DEFINITIONS

Words and phrases used herein shall have the meanings prescribed in Section 617.301, Florida Statutes.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, I, the undersigned, constituting the incorporator of this ASSOCIATION, have executed these Articles of Incorporation this 11<sup>th</sup> day of September, 2003.

  
Robin A. Reed, Incorporator

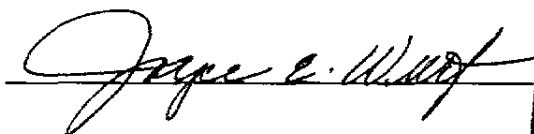
STATE OF FLORIDA  
COUNTY OF HIGHLANDS

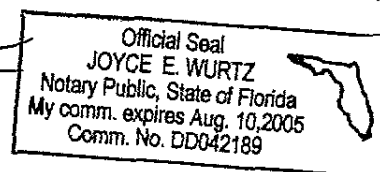
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Jeffrey E. Futch. Such person

☒ is personally known to me.  
☐ produced a current driver license.  
☐ produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 11<sup>th</sup> day of September, 2003.

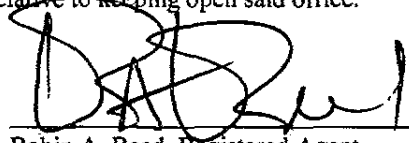
(NOTARY PUBLIC SEAL)





**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby state that I am familiar with, and agree to accept, the obligations of that position, including, but not limited to the provisions of Florida Statutes relative to keeping open said office.

  
\_\_\_\_\_  
Robin A. Reed, Registered Agent

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA