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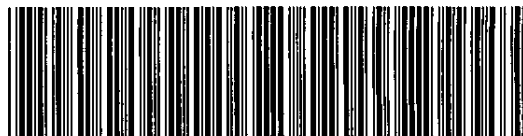
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T. SCOTT



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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 13, 2015

R BOWEN GILLESPIE
33 S.E. 5TH STREET, SUITE 100
BOCA RATON, FL 33432

RECEIVED JUL 28 2015

SUBJECT: THE RESERVE AT CORAL SPRINGS MASTER HOMEOWNER'S
ASSOCIATION, INC.
Ref. Number: W15000045959

We have received your document for THE RESERVE AT CORAL SPRINGS
MASTER HOMEOWNER'S ASSOCIATION, INC. and your check(s) totaling
\$70.00. However, the enclosed document has not been filed and is being
returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are
elected or appointed be contained in the articles of incorporation or a statement
that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of your document, along with a
copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call
(850) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 615A00014229

THE REQUESTED
CHECK IS AT THE
END OF PARAGRAPH
VI A ON PAGE 3
ANY QUESTIONS YOU
CAN GIVE ME A
CALL
561-368-5758

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: The Reserve at Coral Springs Master Homeowner's Association, Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: R. Bowen Gillespie

Name (Printed or typed)

33 S.E. 5th Street, Suite 100

Address

Boca Raton

City, State & Zip

(561) 368-5758

Daytime Telephone number

bo@gillespieallison.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION
OF
THE RESERVE AT CORAL SPRINGS
MASTER HOMEOWNER'S ASSOCIATION, INC.
(A Florida Corporation Not For Profit)**

**ARTICLE I.
NAME**

The name of this corporation shall be THE RESERVE AT CORAL SPRINGS MASTER HOMEOWNER'S ASSOCIATION, INC. (hereinafter referred to as the "Corporation").

**ARTICLE II.
DEFINITIONS**

A. All terms which are defined in the Declaration of Covenants, Restrictions and Easements for THE RESERVE AT CORAL SPRINGS shall be used herein with the same meanings as defined in said Declaration. The principal place of business is 105 Foulk Road, Wilmington, Delaware 19803.

B. "Corporation" as used herein shall mean the corporation not for profit, the corporation formed by these Articles, its successors or assigns.

**ARTICLE III.
PURPOSES**

The purposes for which this Corporation is organized are to promote the recreation, health, safety, aesthetic enjoyment and social welfare of the owners and occupants of the committed property, and to operate and maintain, and own the Corporation common areas in accordance with and pursuant to the Declaration or any Supplement thereto, and to fulfill its obligations in accordance with and pursuant to the Declaration. The Corporation is not a Condominium Association under Chapter 718, Florida Statutes.

ASSOCIATION, INC.

**ARTICLE IV.
GENERAL POWERS**

The general powers that the Corporation shall have are as follows:

A. This Corporation shall have all of the common law and statutory powers of a Florida corporation not for profit, except as herein entitled.

B. This Corporation shall have all of the powers reasonably necessary to implement its purposes, including those set forth herein.

C. To do all of the acts required to be performed by it in accordance with the Declaration.

D. To hold funds solely and exclusively for the benefit of the members for purposes set forth in these Articles.

E. To promulgate and enforce rules, regulations, Bylaws, and agreements to effectuate the purposes for which the Corporation is organized and to make, establish and enforce rules and regulations governing the use of the Corporation common areas consistent with the Declaration.

F. To delegate power or powers where such is deemed in the interest of the Corporation.

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G. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of, real or personal property, except to the extent restricted hereby; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation, association or other entity; to do any and all of the activities and pursue any and of the objects and purposes set forth in these Articles and not forbidden by the laws of the State of Florida.

H. To make, levy and collect assessments for the purpose of obtaining funds from its members to pay for the operational expenses of this Corporation (Operating Expenses) and costs of collection and to use and expend the proceeds of assessments in the exercise of its powers and duties hereunder.

I. To charge recipients for services rendered by the Corporation and users for use of Corporation property when such is deemed appropriate by the Board of Governors.

J. To pay taxes and other charges, if any, on or against property owned or leased by the Corporation.

K. To maintain, repair, replace and operate the Corporation common areas (including, but not limited to, any corporation common area to be maintained in a natural state, utilized for recreation purposes or utilized for drainage purposes) in accordance with those governmental regulations which are applicable, the Declaration, or any Supplements thereto.

L. To enforce by legal means the obligations of the members of this Corporation, the provisions of the Declaration and the provisions of any Supplement thereto.

M. To contract for professional management (the "Manager" which may be an individual, corporation, partnership, or other entity) and to delegate to such Manager certain powers and duties of this Corporation.

N. To contract for bulk cable, maintenance, security, administration and other functions to be carried out by the Corporation.

O. To contract with governmental or quasi-governmental entities and Neighborhood Associations regarding maintenance and administration.

P. Notwithstanding anything contained herein to the contrary, this Corporation shall not have the power to, and shall not engage in or carry on propaganda or otherwise attempt to influence legislation, or participate or intervene, directly or indirectly, in any political campaign on behalf of, or in opposition to, any candidate for office, whether public, quasi-public or private, or otherwise engage in or carry on any political action, including the publishing or distribution of statements, nor shall members perform any such activities in the name of the Corporation.

ARTICLE V.

MEMBERS

The qualifications of members, the manner of their admission to membership, the termination of such membership, and voting by members shall be as follows:

A. The members of the Corporation shall be comprised of The Reserve Townhome Association, The Reserve Apartment Association and Declarant.

B. The Reserve Townhome Association shall have Eighty membership votes and The Reserve Apartment Association shall have one hundred and eighty membership votes.

C. Membership shall be effective immediately upon a member becoming an owner of property within The Reserve at Coral Springs.

D. Notwithstanding anything herein contained, Declarant shall have the right to appoint all of the five (5) governors of the Board of Governors until the "Turnover Date", which date shall be ninety (90) days after the Declarant no longer owns fee simple title to any Property in The Reserve at Coral Springs, or at any time upon a voluntary election of Declarant, whichever is the earliest to occur. Until such turnover date, Governors of the Corporation named by

Declarant shall serve, and in the event of vacancies, such vacancies shall be filled by Declarant. The fact that the members have not elected or refuse to elect Governors shall not interfere with the right of Governors designated by Declarant to resign.

E. Each and every member shall be entitled to the benefits of membership, and shall be bound to abide by the provisions of the governing documents.

ARTICLE VI. BOARD OF GOVERNORS

A. The affairs of the Corporation shall be managed by a Board of Governors consisting of five (5) Governors. Until the Turnover Date, Governors need not be residents of the committed property. Thereafter, Governors shall be members of the Corporation and residents of the committed property and of the State of Florida. After the turnover date two Governors shall be appointed by the members of The Reserve Townhome Association and three Governors shall be appointed by the members of The Reserve Apartment Association. The appointed Governors shall each serve a two year term. In no event can a Governor appointed by Declarant be removed, except by action of Declarant. Any Governor appointed by Declarant shall serve at the pleasure of the Declarant, and may be removed from office, and a successor Governor may be appointed at any time by the Declarant. The manner in which Governors are appointed is stated in the By-laws.

B. The names and addresses of the members of the first Board of Governors who shall hold office and until their successors are appointed and have qualified, are as follows:

1. STEPHEN COHEN
2. BILL KRAPP
3. BO BRITT
4. ANN MCDONALD
5. CHRISTIE HAUPT

ARTICLE VII. OFFICERS

A. The officers of the Corporation shall be a president, a vice president, secretary and a treasurer, and such other officers as the Board may from time to time deem necessary. Any two (2) or more offices may be held by the same person, except that the offices of president and secretary may not be held by the same person. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the Bylaws.

B. The names of the officers who are to manage the affairs of the Corporation until the annual meeting of the Board of Governors to be held in the year 2016 and until their successors are duly elected and qualified are:

STEPHEN COHEN, President
BILL KRAPP, Vice-President/Treasurer
BO BRITT, Secretary

ARTICLE VIII. CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE IX. BYLAWS

The Board shall, from time to time, adopt, alter, amend, or rescind Bylaws not inconsistent with these Articles and the Declaration. However, the provisions of these Articles shall prevail in any conflict between the provisions of these Articles and the provisions of the Bylaws.

ARTICLE X.
AMENDMENT TO ARTICLES OF INCORPORATION

A. Prior to the recording of the Declaration amongst the Public Records of Broward County, Florida, these Articles may be amended only by an instrument, in writing, signed by all of the Governors and filed in the office of the Secretary of State of the State of Florida. The instrument amending these Articles shall identify the particular Article or Articles being amended and give the exact language of such amendment, and a certified copy of each such amendment shall always be attached to any certified copy of these Articles and shall be an exhibit to the Declaration upon the recording of the Declaration.

B. After the recording of the Declaration amongst the Public Records of Broward County, Florida, these Articles may be amended in the following manner:

1. The Board, by majority vote, shall adopt a resolution setting forth the proposed amendment and direct that it be submitted to vote at a meeting of the members;

2. Notice of the subject matter of the proposed amendment shall be included in the notice of any meeting (regular or annual) at which such proposed amendment is to be considered by the members;

3. After the Turnover Date, such proposed amendment must be submitted to and approved by the members. Any number of amendments may be submitted to the members and voted upon at one meeting. Approval by the members must be by a vote of sixty percent (60%) of the votes of all members entitled to vote thereon. Such vote by the members must be taken at a meeting of the membership;

4. Notwithstanding the foregoing, an amendment to these Articles may be made by a written statement signed by all members and Governors eligible to vote.

C. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

D. A copy of each amendment shall be certified by the Secretary of State of the State of Florida.

E. Notwithstanding the foregoing provisions of this Article X, there shall be no amendment to these Articles which (1) shall abridge, amend or alter the rights of Declarant, including the right of Declarant to designate and select the Governors as provided in Article VI hereof, or the provisions of this Article X without the prior written consent therefor by Declarant; or (2) make any changes in the qualifications for membership or the voting rights of the members, or make any change that would terminate the Corporation without approval, in writing, of the members affected.

F. In the event of any conflict between the provisions of these Articles and the provisions of the Declaration, the provisions of the Declaration shall prevail.

ARTICLE XI.
SUBSCRIBERS

The names and addresses of the subscribers are as follows:

1. STEPHEN COHEN, 303 East Woolbright Road, H181, Boynton Beach, Florida 33435
2. BILL KRAPP, 105 Foulk Road, Wilmington, Delaware 19803
3. BO BRITT, 2650 71ST Circle #103, Vero Beach, Florida 32966

ARTICLE XII.
INDEMNIFICATION OF OFFICERS AND GOVERNORS

Every Governor and every officer of the Corporation (and the Governors and/or officers as a group) shall be indemnified by the Corporation against all expenses and liabilities, including attorneys' fees (at all trial and appellate levels) reasonably incurred by or imposed upon such person or persons in connection with any claims, proceeding, litigation or settlement in which they may become involved by reason of being or having been a Governor or officer of the Corporation. The foregoing provisions for indemnification shall apply whether or not such person is a Governor or officer at the time such expenses are incurred. Notwithstanding the above, in instances where a Governor or officer admits or is adjudged guilty by a court of competent jurisdiction of willful misfeasance or malfeasance in the performance of such person's duties, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all right of indemnification to which a Governor or officer may be entitled, whether by statute or common law. No amendment to this Article which reduces or restricts the indemnity created herein may be adopted without the prior consent of each and every officer and Governor (whether current or former) affected by such amendment.

ARTICLE XIII.
TRANSACTION IN WHICH GOVERNORS OR OFFICERS ARE INTERESTED

A. No contract or transaction between the Corporation and one or more of its Governors or officers, or between the Corporation and any other corporation, partnership, association, or other organization in which one or more of its Governors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Governor or officer is present at or participates in the meeting of the Board or a committee thereof, which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No Governor or officer of the Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

B. Interested Governors may be counted in determining the presence of a quorum at a meeting of the Board of Governors or of a committee which authorized the contract or transaction.

ARTICLE XIV.
DISSOLUTION OF THE CORPORATION

A. Upon dissolution of the Corporation, all of its assets remaining after provision for creditors and payment of all costs and expenses of such dissolution shall be distributed in the following manner and order:

1. Real property contributed to the Corporation without the receipt of other than nominal consideration by the Declarant (or its successor in interest) shall be returned to the Declarant (whether or not a member at the time of such dissolution), unless it refuses to accept the conveyance (in whole or in part);
2. Dedication to applicable municipal or other governmental authority of such property (whether real, personal or mixed) as determined by the Board of Governors of the Corporation to be appropriate for dedication and which the authority is willing to accept; and

3. The remaining assets shall be distributed among the members, subject to the limitations set forth below, as tenants in common, each member's share of the assets to be determined in accordance with his voting rights.

B. The Corporation may be dissolved upon a resolution to that effect being approved by three-fourths (3/4) of the members of the Board of Governors, three-fourths (3/4) of the members, and the issuance thereafter of a decree of dissolution by a Circuit Judge as provided for in Sections 617.1430 and 617.1431, Florida Statutes, as amended.

**ARTICLE XV.
GENDER**

Wherever the male pronoun is used herein, it shall be understood to be the female pronoun if the context or sex of the party referred to so requires.

**ARTICLE XVI.
DECLARATION**

In the event of any conflict between the provisions of these Articles and the provisions of the Declaration, the provisions of the Declaration shall prevail.

**ARTICLE XVII.
DESIGNATION OF REGISTERED AGENT**

R. Bowen Gillespie, III is hereby designated as the Corporation's registered agent for service of process within the State of Florida, at Gillespie & Allison, P.A., 33 S.E. 5th Street, Suite 100, Boca Raton, Florida 33432.

20 IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this day of May, 2015.


STEPHEN COHEN


BILL KRAPF

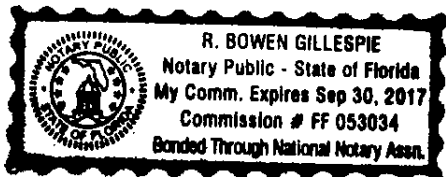

BO BRITT

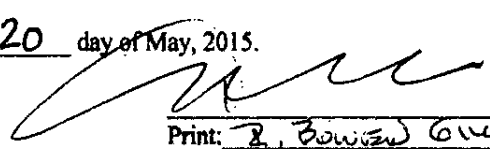
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by STEPHEN COHEN, who are personally known to me and who did take an oath.

Witness my hand and official seal this 20 day of May, 2015.



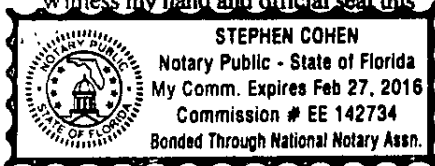

Print: R. Bowen Gillespie
Notary Public, State of
Florida at Large
My Commission expires:

~~STATE OF DELAWARE~~

COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me by BILL KRAPP, who are personally known to me and who did take an oath.

STATE OF ~~DELAWARE~~
Witness my hand and official seal this 20 day of May, 2015.



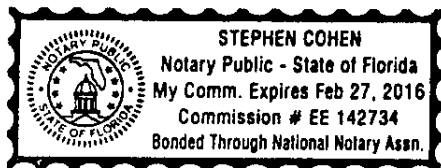

Print: Stephen Cohen
Notary Public, State of
Florida at Large


STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me by BO BRITT, who are personally known to me and who did take an oath.

Witness my hand and official seal this 20 day of May, 2015.




Print: Stephen Cohen
Notary Public, State of
Florida at Large

CONSENT OF REGISTERED AGENT

R. Bowen Gillespie, III, of Gillespie & Allison, P.A., 33 S.E. 5th Street, Suite 100, Boca Raton, Palm Beach County, Florida 33432, hereby consents to the designation as registered agent in the foregoing Articles of Incorporation.



R. BOWEN GILLESPIE, III

Zandra\red\sample road