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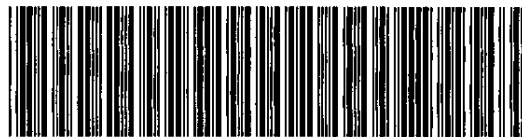
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## COVER LETTER

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

SUBJECT: Royal Vista Townhomes 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: Martin S. Friedman, Friedman & Friedman, P.A.

Name (Printed or typed)

766 N. Sun Drive, Suite 4030

Address

Lake Mary, FL 32746

City, State & Zip

407-83-6331

Daytime Telephone number

mfriedman@ff-attorneys.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

FOR

ROYAL VISTA TOWNHOMES ASSOCIATION, INC.

In compliance with the requirement of Chapter 617, Florida Statutes, the undersigned has this day voluntarily executed for the purpose of forming a corporation not for profit and does hereby certify:

ARTICLE I  
NAME

The name of the corporation is Royal Vista Townhomes Association, Inc. ("the Association").

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and mailing address of the Association shall be: 9220 Kilgore Road, Orlando, Florida 32836.

ARTICLE III  
REGISTERED AGENT

The street address of the initial registered office of the Association is 766 North Sun Drive, Suite 4030, Lake Mary, Florida 32746 and the name of its initial registered agent at such address is Martin S. Friedman.

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 and preservation of the lots and common areas within the residential development known as Royal Vista Townhomes as same becomes subject to the Declaration of Covenants, Conditions and Restrictions to be recorded in the Public Records of Orange County, Florida, and to promote the welfare of the owners within the properties (as that term is defined in the Declaration) and to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and

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Restrictions hereinafter called the "Declaration", applicable to the property to be recorded in the Public Records of Orange County, Florida, and 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 or 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) To sue or be sued;

(d) To enforce covenants, conditions or restrictions affecting any property to the extent authorized under the Declaration of Covenants, Conditions, Restrictions or Bylaws of the Royal Vista Townhomes Association, Inc. as the same may be amended.

(e) To acquire by mortgage, pledge, deed, lease, transfer, dedicate for public use of otherwise dispose of real or personal property in connection with the affairs of the Association;

(f) Borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(g) Dedicate, sell or transfer all or any part of the Common Area between any public agency, authority, or utility for such purposes;

(h) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, according to the terms of the Declaration

(i) To indemnify any officer or director or former director or officer of the Association, any person who may have served at its request as a director or officer of another corporation, whether for profit or not for profit, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be

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adjudged in such action, suit or proceeding to be liable for negligence of misconduct in the performance of a duty; but such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under any Bylaws, agreement, vote of Board of Directors of members or otherwise;

(j) To have and to exercise any and all powers, rights and privileges which a corporation organized under the laws of the State of Florida by law may now or hereafter have or exercise.

#### ARTICLE V MEMBERSHIP

CLASS A. Class A members shall be all Homeowners except Declarant, and shall be entitled to one vote for each Lot owned. When more than one person owns an interest in a given Lot, all such persons shall be members and the vote for such Lot shall be exercised as they may determine among themselves. In no event shall more than one vote be cast with respect to any Lot owned by Class A members. *If the owners of a Lot cannot agree as to how their vote shall be exercised, their vote shall not be counted.*

CLASS B. The Class B member shall be Declarant, who shall be entitled to exercise ten votes for each Lot owned by Declarant. Class B membership shall cease, and be converted to Class A membership when the total votes outstanding in Class A membership equal the *total votes outstanding in Class B membership, or upon voluntary cancellation by Declarant.* So long as there is Class B membership the following actions require prior approval of FHA/VA: Annexation of additional properties, dedication of common areas, and amendment to this Declaration.

#### ARTICLE VI TERM

The existence of the corporation shall be perpetual unless the Association is terminated pursuant to the provisions of the Declaration of Covenants, Conditions and Restrictions.

ARTICLE VII  
BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE VIII  
BOARD OF DIRECTORS

A. The affairs of this Association shall be managed by a Board of Directors of not less than three Directors. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

|             |   |
|-------------|---|
| <u>Name</u> | <u>Address</u>                              |
| Grace Shih  | 9220 Kilgore Road<br>Orlando, Florida 32836 |
| <u>Name</u> | <u>Address</u>                              |
| Paul Shih   | 9220 Kilgore Road<br>Orlando, Florida 32836 |
| <u>Name</u> | <u>Address</u>                              |
| Andrew Shim | 9220 Kilgore Road<br>Orlando, Florida 32836 |

B. To the fullest extent that the Florida Not for Profit corporation Act, as it exists on the date hereof or as it may hereafter be amended, permits the limitation or elimination of the liability of directors, no director of the Association shall be personally liable to the Association or its Members for monetary damages for breach of duty care or other duty as a director. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any director of the Association for or with respect to any acts or omissions of such director occurring prior to such amendment or repeal.

C. The method of election and the term of office, removal, and filing of vacancy shall be set forth in the Bylaws.

ARTICLE IX  
OFFICERS

The names and addresses of the persons who are to serve as officers until the selection of their successors are:

| <u>Name</u>           | <u>Address</u>                              |
|-----------------------|---|
| Grace Shih, President | 9220 Kilgore Road<br>Orlando, Florida 32836 |

| <u>Name</u>               | <u>Address</u>                              |
|---------------------------|---|
| Paul Shih, Vice-President | 9220 Kilgore Road<br>Orlando, Florida 32836 |

| <u>Name</u>                      | <u>Address</u>                              |
|----------------------------------|---|
| Andrew Shim, Secretary/Treasurer | 9220 Kilgore Road<br>Orlando, Florida 32836 |

ARTICLE X

The name and address of the incorporator is:

| <u>Name</u>        | <u>Address</u>  |
|--------------------|---|
| Martin S. Friedman | 766 North Sun Drive, Suite 4030<br>Lake Mary, Florida 32746 |

ARTICLE XI  
DISSOLUTION

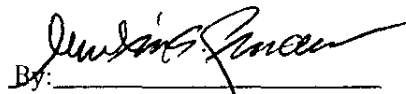
The Association may be dissolved with assent given in writing and signed by not less than seventy-five (75%) percent of the membership of the Association (of each class of members of the Association). Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to the appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of Florida, the undersigned, constituting the sole incorporator of this Association, affirms that the facts stated herein are true. The undersigned is aware that false information submitted in a document to

the Department of State constitutes a third degree felony as provided for in §817.155, F.S. The undersigned further understands the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Dated this 12th day of October, 2015

Royal Vista Townhomes Association, Inc.

By:   
Martin S. Friedman  
Its Incorporator

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10/13/2015 2:43 PM



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

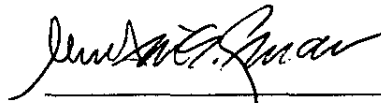
Royal Vista Townhomes Association, Inc.

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That the Royal Vista Townhomes Association, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, has named Martin S. Friedman, whose address is 766 North Sun Drive, Suite 4030, Lake Mary, Florida 32746 as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of all statutes relating to the complete performance of my duties including keeping open the registered office.

  
\_\_\_\_\_  
Martin S. Friedman

15 OCT 13 PM 2:43  
CLERK OF COURT  
CLERK OF COURT