

6/28/2018

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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Heron Bayou Homeowner's Association, Inc.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

**OF**

**HERON BAYOU HOMEOWNER'S ASSOCIATION, INC.**

**A NONPROFIT CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA**

Whereas, Articles of Incorporation for Heron Bayou Homeowner's Association, Inc. were previously filed on June 8, 2006 to serve as the Association for Heron Bayou subdivision under the Declaration of Covenants, Conditions and Restrictions for Heron Bayou recorded in Official Record Book 5902, Page 1538 of the public records of Escambia County, Florida (the "Declaration");

Whereas, the Declarant in the Declaration, Heron Bayou, LLC, was subsequently foreclosed, and its interest in Heron Bayou was acquired by American Fidelity Insurance Company, and subsequently sold to Forrest Homes & Steel Construction, Inc., the successor Declarant under the Declaration;

Whereas, following the sale to Forrest Homes & Steel Construction, Inc., the Articles of Incorporation for Heron Bayou Homeowner's Association, Inc. that were previously filed on June 8, 2006 were inadvertently dissolved, and more than 120 days have passed;

Whereas, these Articles are being filed to re-establish the Association for Heron Bayou subdivision under the Declaration;

**NOW THEREFORE, BE IT KNOWN** that the undersigned, acting as incorporator of a nonprofit corporation under the laws of the State of Florida, does hereby adopt the following Articles of Incorporation for such nonprofit corporation (these "Articles");

**ARTICLE I  
NAME**

The name of the corporation shall be: Heron Bayou Homeowner's Association, Inc., a Florida corporation not for profit, its successors and assigns.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be:

10901 Lillian Hwy.  
Pensacola, FL 32506

**ARTICLE III  
PURPOSE**

The purpose for which the corporation is organized is:

To serve as the Association for the maintenance, preservation and architectural control of the Lots, Common Areas, and Properties of Heron Bayou (as defined in the Declaration), and to serve

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such other functions as set forth in the Declaration, *as amended*, the Bylaws recorded in recorded in Official Record Book 5902, Page 1558 of the public records of Escambia County, Florida, and applicable Florida law governing homeowners associations.

**ARTICLE IV  
MANNER OF ELECTION**

Election to the Board of Directors shall be by secret written ballot. At such election the members or their proxies may cast, in respect to each vacancy, as many votes as they are entitled to exercise under the provisions of the Declaration. The persons receiving the largest number of votes shall be elected.

**ARTICLE V  
INITIAL DIRECTORS AND OFFICERS**

At any time, there shall not be less than 3 directors or more than 6 directors. The names and addresses of the initial four (4) Directors of the Association are as follows:

F. B. Edgar – Director / Vice-President  
c/o 10901 Lillian Hwy.  
Pensacola, FL 32506

Cindy Edgar – Director / President  
c/o 10901 Lillian Hwy.  
Pensacola, FL 32506

April Blackwell – Director / Secretary  
c/o 10901 Lillian Hwy.  
Pensacola, FL 32506

Melanie Edgar – Director / Treasurer  
c/o 10901 Lillian Hwy.  
Pensacola, FL 32506

**ARTICLE VI  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

Cindy Edgar  
10901 Lillian Hwy.  
Pensacola, FL 32506

**ARTICLE VII  
INCORPORATOR**

The name and address of the Incorporator (as successor Declarant under the Declaration) is:

Forrest Homes & Steel Construction, Inc.  
10901 Lillian Hwy.  
Pensacola, FL 32506

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IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation, by and through its duly authorized representative, on this the 27th day of June, 2018.

FORREST HOMES & STEEL  
CONSTRUCTION, INC.,  
a Florida corporation

By: Cindy Edgar  
Cindy Edgar  
Its: Vice-President

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named as the Registered Agent of this Corporation, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Incorporation, and accepts the appointment as Registered Agent and agree to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position as Registered Agent.

Cindy Edgar  
Cindy Edgar

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## FLORIDA LIMITED LIABILITY CO. TRES FROMAGE, LLC

Certificate of Status	0
Certified Copy	1
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ARTICLES OF ORGANIZATION  
OF  
TRES FROMAGE, LLC

The undersigned, pursuant to the provisions of Chapter 605 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida, does set forth the following:

ARTICLE I - NAME

The name of the Company is TRES FROMAGE, LLC.

ARTICLE II - DURATION

The duration of the Company is perpetual.

ARTICLE III - ADDRESS AND PLACE OF BUSINESS

The street address of the principal place of the principal office of the Company in Florida and the mailing address of the Company are 5591 Cannes Circle, Unit #205, Sarasota, Florida 34231.

ARTICLE IV - PURPOSE

The purposes of the Company shall be any lawful business purpose or activity permitted by the Florida Revised Limited Liability Company Act (the "Act") and to do all other things necessary or appropriate to carry out the foregoing purposes.

ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Company is as follows:

Carlos G. Vera  
5591 Cannes Circle, Unit #205  
Sarasota, FL 34231

ARTICLE VI - MEMBERS

The Company shall have such Members as may be admitted from time to time in accordance with these Articles of Organization and the Operating Agreement of the Company.

Prepared by: David M. Silberstein, Esq.  
Silberstein Law Firm, PLLC  
P.O. Box 2342  
Sarasota, Florida 34230  
(941) 953-4400  
Atty Bar #0436879

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ARTICLE VII - MANAGEMENT

The Company is to be manager-managed as provided in the Operating Agreement. The names and addresses of the initial managers, who will serve as managers until the first annual meeting of Members or until their successor or successors are elected and qualified, is as follows:

Carlos G. Vera	5591 Cannes Circle, Unit #205 Sarasota, Florida 34231
Sharon A. Edbrooke	5591 Cannes Circle, Unit #205, Sarasota, Florida 34231
Timothy Edbrooke	17161 SW 84th Ave Miami, FL 33157

ARTICLE VIII - INDEMNIFICATION

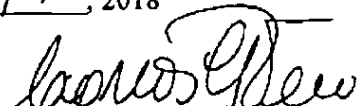
The Company shall indemnify each managing Member, manager and officer to the fullest extent permitted by the Act.

ARTICLE IX - COMMENCEMENT OF EXISTENCE

In accordance with Section 605.0207, Florida Statutes, the date when existence of the Company shall commence is the date of subscription and acknowledgment of these Articles of Organization. In the event these Articles of Organization are not filed within the time period set forth in Section 605.0207, Florida Statutes, the date when existence of the Company shall commence is the date of filing by the Secretary of State.

Under penalties of perjury I declare that I have read the foregoing Articles of Organization and that the facts alleged are true, to the best of my knowledge and belief.

Dated Effective as of: JUNE 29<sup>th</sup>, 2018

  
CARLOS G. VERA

ACCEPTANCE BY REGISTERED AGENT

I, the undersigned appointed registered agent of TRES FROMAGE, LLC, being familiar with the obligations of such position, hereby accept such appointment, agree to act in such capacity and accept the obligations proposed by Section 605.0113, Florida Statutes.

Dated this 29 day of JUNE, 2018.

  
CARLOS G. VERA, Registered Agent

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