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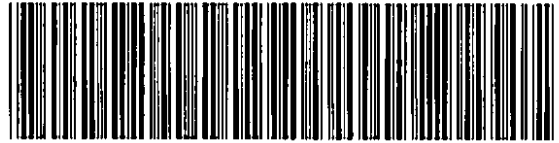
(Business Entity Name)

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Certified Copies _____ Certificates of Status _____

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08/31/20--01018--002 **70.00

2020 AUG 31 PM 3:11

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C RICO
AUG 31 2020

COVER LETTER

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

SUBJECT: Retreat Orlando Owner'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: Richard Wilkes

Name (Printed or typed)

109 Ambersweet Way, Suite 148

Address

Davenport, FL 33897

City, State & Zip

407-908-6917

Daytime Telephone number

Richard@villapedia.com

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

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

EXHIBIT E

**ARTICLES OF INCORPORATION
FOR
RETREAT ORLANDO
OWNERS ASSOCIATION, INC.**

FILED
2020 AUG 31 PM 3:11
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

By these Articles of Incorporation, the undersigned incorporator forms a corporation not for profit in accordance with Chapter 617, Florida Statutes, and pursuant to the following provisions (the "Articles"):

ARTICLE I

NAME

The name of the corporation shall be RETREAT ORLANDO OWNERS ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association."

ARTICLE II

DURATION

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity. If the Association is dissolved for any reason, the assets of the Association shall be dedicated to a public body or conveyed to a non-profit organization or similar entity with similar purposes unless a court of competent jurisdiction orders otherwise.

ARTICLE III

DEFINITIONS

The term "Declaration" shall mean the DECLARATION OF CONDOMINIUM OF RETREAT ORLANDO, A CONDOMINIUM recorded in the Public Records of Polk County, Florida, and all amendments or supplements made thereto. All other capitalized words and terms used in these Articles shall have the meaning and definition as provided in the Declaration or by the Condominium Statute.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Association shall be 2300 Posner Blvd., Davenport, FL 33837 or at such other place as may be subsequently designated by the Board of Directors. All records of the Association shall be kept at the principal office or at such other place as may be permitted by the Florida Condominium Act (Chapter 718, Florida Statutes) as it exists on the date hereof (hereafter referred to as the "Act").

ARTICLE V
REGISTERED OFFICE AND AGENT

4Avilla, LLC, a Florida limited liability company, whose address is 2300 Posner Blvd., Davenport, FL 33837, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

ARTICLE VI
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is formed to be an Association as defined § 718.103, *Fla. Stat.*, and provide for, among other things, the improvement, maintenance, preservation and architectural control of the Condominium. The Association shall have all the powers of a nonprofit corporation organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in these Articles, the Bylaws, or the Declaration. The Association shall have the power and duty to do any and all lawful things which may be authorized, assigned, required, or permitted to be done by the Declaration, any Supplemental Declaration, these Articles, the Bylaws, and the Act, and to do and perform any and all acts which may be necessary or proper for, or incidental to, the exercise of any of the duties or powers of the Association and for the maintenance, administration and improvement of the Condominium, unless otherwise specifically prohibited. Any and all functions, duties and powers of the Association shall be fully transferable, in whole or in part, to any developer, management agent, governmental unit, public body, or similar entity. Any instrument affecting such a transfer shall specify the duration thereof and the means of revocation. The Association shall not pay dividends and no part of any income of the Association shall be distributed to its Members, directors, or officers.

ARTICLE VII
MEMBERSHIP AND VOTING RIGHTS

7.1 Each Owner, including the Developer shall be a Member of the Association. Any person or entity who holds any interest merely as a security for the performance of any obligation shall not be a Member. The Association membership shall be appurtenant to the Unit giving rise to such membership, and can only be transferred upon the transfer of title to said Unit, and then only to the transferee of title thereto. Any prohibited separate transfer shall be void. Any transfer of title shall operate automatically to transfer the membership in the Association appurtenant thereto to the new Owner thereof. All voting rights and procedures within the Association shall be governed in accordance with the provisions set forth in the Declaration and in the Bylaws.

7.2 On all matters upon which the membership shall be entitled to Vote, there shall be only one vote for each Unit. All votes shall be exercised or cast in the manner provided by the Declaration and Bylaws. Any person or entity owning more than one Unit shall be entitled to cast the aggregate number of votes attributable to all Units owned.

7.3 The Bylaws of the Association shall provide for the manner of noticing, scheduling and conducting the annual meeting of the members, and shall included provisions for noticing and conducting regular or special meetings of the membership.

ARTICLE VIII **DIRECTORS**

The affairs of this Association shall be managed by a Board of Administration consisting of no less than three (3) Directors, who need not be members of the Association. The manner of election, term, removal, and powers of the Directors shall be governed in accordance with the provisions set forth in the Declaration and in the Bylaws. The number of Directors may be changed in accordance with procedures set forth in the Bylaws, but there shall never be less than there (3) Directors and there shall never be an even number of Directors. The initial Directors of the Association are as follows:

<u>Name</u>	<u>Address</u>
<u>Richard Wilkes</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd.</u> <u>Davenport, FL 33837</u>
<u>Leah Christner</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd.</u> <u>Davenport, FL 33837</u>
<u>Russell Christner</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd.</u> <u>Davenport, FL 33837</u>

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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT
IN AND FOR THE COUNTY OF HAVENPORT

ARTICLE IX **OFFICERS**

The affairs of the Association shall be administered by the officers holding the offices designated in the Bylaws. The officers shall be elected by the Board of Administration at the first meeting of the Board of the Administration following the annual meeting of the members of the

Association. The officers shall serve at the pleasure of the Board of Administration. The Bylaws shall provide for the removal from office of officers, for filling vacancies and for the duties and qualifications of the officers. The names and addresses of the officers who shall serve until their successors are designated by the Board of Administration are as follows:

<u>President:</u>	<u>Richard Wilkes</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd</u> <u>Davenport, FL 33837</u>
<u>Vice President:</u>	<u>Leah Christner</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd.</u> <u>Davenport, FL 33837</u>
<u>Treasurer/Secretary:</u>	<u>Russell Christner</u>	<u>4Avilla, LLC</u> <u>2300 Posner Blvd.</u> <u>Davenport, FL 33837</u>

ARTICLE X

INDEMNIFICATION

10.1 Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such proceeding to which he may be a part or in which he may become involved by reason of his being or having been a director or officer of the Association or having served at the Association's request as director or officer of any other corporation, whether or not he is a director or officer at the time such expenses are incurred, regardless of by whom the proceeding was brought, except in relation to matters as to which any such director or officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board of Administration of the Association approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

10.2 Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative or investigative may be paid by the Association in advance of the final disposition of such action, suit or proceeding if authorized by all of the non-interested directors upon receipt of an undertaking by or on behalf of the director or officer to repay such amount if it shall ultimately be determined that he is not to be indemnified by the Association as authorized by these Articles of Incorporation.

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

10.4 No amendment to the provisions of this Article 10 shall be applicable to any party eligible for indemnification hereunder who has not given prior written consent to such amendment.

ARTICLE XI **BYLAWS**

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

ARTICLE XII **AMENDMENTS**

Amendments to these Articles of Incorporation shall be made in the following manner:

12.1 Resolution. The Board of Administration shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of Association Members, which may be either the annual or a special meeting.

12.2 Notice. Within the time and in the manner provided in the Bylaws for the giving of notice of meetings of the Association's Members, written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each Association Member of record entitled to vote thereon. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

12.3 Vote. At such meeting, a vote of the Association's Members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of two-thirds (2/3) majority of the votes of the Association's Members entitled to vote thereon.

12.4 Multiple Amendments. Any number of amendments may be submitted to the Members and voted upon by them at one meeting.

12.5 Limitations. No amendments shall be adopted that change the qualifications for membership. No amendments shall be adopted that are in conflict with the Declaration. No amendments shall be adopted that adversely affect the rights, benefits, or priorities granted to or reserved for the Developer and/or any institutional first mortgagee. No amendment to this section 12.5 shall be valid.

ARTICLE XII
INCORPORATOR

The name and address of the Incorporator of this Corporation is as follows:

Name

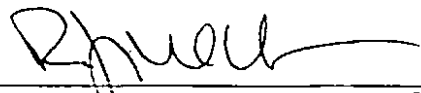
Address

Richard Wilkes

2300 Posner Blvd.
Davenport, FL 33837

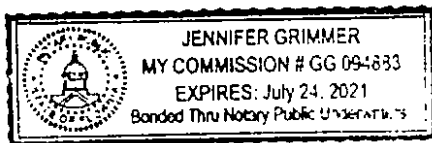
IN WITNESS WHEREOF, the undersigned Incorporator has caused these Articles to be executed as of the 19 day of February, 2019.

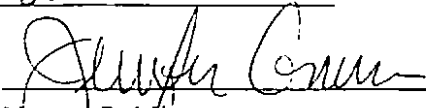
Signed, sealed and delivered
in the presence of:


By: RICHARD WILKES

STATE OF FLORIDA
COUNTY OF Seminole

I HEREBY CERTIFY that on this 19 day of February, 2019, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Richard Wilkes, the incorporator described in the foregoing Articles of Incorporation. He is personally known to me or produced FL DL as identification.



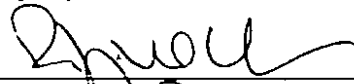

Notary Public

My Commission Expires: 7/24/21

RETREAT ORLANDO OWNERS ASSOCIATION, INC.
ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

4Avilla, LLC, a Florida limited liability
company



Printed Name: RICHARD WILKES

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