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ARTICLES OF INCORPORATION OF WEST WOODS 6790 CONDOMINIUM ASSOCIATION, INC.

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In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned who is of full age, has this day voluntarily formed a corporation not-for-profit and does hereby certify:

ARTICLE ONE

The name of corporation is **West Woods 6790 Condominium Association, Inc.**, and the corporate office address is 6810 New Tampa Highway, Suite 100 Lakeland, Florida 33815.

ARTICLE TWO

PURPOSE AND POWERS: The purpose for which the association is organized is to provide an entity for the operation of West Woods Building 6790 Condominium, a Condominium, located in Polk County, Florida ("Condominium").

The Association is organized and shall exist upon a non-stock basis as a not-for-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, and as provided in these Articles, the Declaration for the Condominium ("Declaration") and the By-Laws of the Association ("Bylaws"); and it shall have all the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and asit may hereafter be amended, including, but not limited to the following:

1. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the condominium, and to use the proceeds of assessments in the exercise of its powers and duties.

2. To maintain, repair, replace and operate the Condominium Property.

3. To purchase insurance upon the Condominium Property for the protection of the Association, its members, and their mortgagees.

4. To reconstruct improvements after casualty and to make further improvements to the Condominium Property.

5. To make, amend and enforce reasonable rules and regulations governing the use of the Condominium Property.

6. To enforce the provisions of the Declaration, these Articles, and the By-Laws of the Association

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7. To contract for the management and maintenance of the Condominium and to delegate any powers and duties of the Association in connection therewith, except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association.

8. To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the condominium.

9. To acquire and convey real and personal property in the name of the Association.

10. To dedicate, sell or transfer all or any part of the Common Elements to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration, these Articles of Incorporation and the By-Laws.

ARTICLE THREE

MEMBERSHIP:

The members of the Association shall consist of all record owners of a fee simple 1 interest in one or more Units in the Condominium, and as further provided in the By-Laws; after termination of the Condominium, the members shall consist of those who are members at the time of such termination

2. Change of membership shall be established by recording in the Public Records of Polk County, Florida, a deed or other instrument and by the delivery to the Association of a copy of such instrument.

The share of a member in the funds and assets of the Association cannot be 3. assigned, or transferred in any manner except as an appurtenant to his Unit.

4. The manner of exercising voting rights shall be as set forth in the Declaration and the By-Laws.

ARTICLE FOUR

TERM: The term of the Association shall be perpetual.

ARTICLE FIVE

BY-LAWS: The By-Laws of the Association may be altered, amended, or rescinded in the manner provided in the By-Laws. APR 27 PH 4:5

ARTICLE SIX

AMENDMENTS:

1. These Articles of Incorporation may be amended by vote of a majority in interest of the Members at any annual or special meeting, or by approval in writing of the owners of a majority in interest of the members without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a copy of the proposed Amendment.

2. An amendment shall become effective upon filing with the Secretary of State and recording a copy in the Public Records of Polk County, Florida.

ARTICLE SEVEN

DIRECTORS AND OFFICERS:

1. The affairs of the Association will be administered by a Board of Directors consisting of not fewer than three (3) Directors.

2. Directors of the Association shall be elected by the members in the manner set forth in the Declaration and By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

3. The business of the Association shall be conducted by the officers designated in the By-Laws. The officers shalt be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board.

ARTICLE EIGHT

MPR 27 PH 4: 3

INCORPORATOR: The name and address of the incorporator is:

Robert L. Madden 6810 New Tampa Highway Suite 100 Lakeland, Florida 33815

ARTICLE NINE

INITIAL DIRECTORS: The initial Directors of the Association and their addresses shall be:

Robert L. Madden 6810 New Tampa Highway Suite 100 Lakeland, Florida 33815 Edward M. Verner 110 E. Reynolds Street Suite 700 Plant City, Florida 33563

Sean Odegaard 110 E. Reynolds Street Suite 700 Plant City, Florida 33563

ARTICLE TEN

INITIAL REGISTERED AGENT: The initial registered office of the Association shall be at:

6810 New Tampa Highway Suite 100 Lakeland, Florida 33815

The initial registered agent at said address shall be:

Robert L. Madden

ARTICLE ELEVEN

INDEMNIFICATION: The Association shall indemnify every Director and every officer of the Association against all expenses and liabilities including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not apply to:

1. Gross negligence or willful misconduct in office by any Director of officer.

2. Any criminal action, unless the Director or officer acted in good faith and in a manner he reasonably believed was in, not opposed to, the best interest of the Association, and had no reasonable cause to believe his action was unlawful.

The Association shall have the power to purchase 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 of Incorporation.

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.

WHEREFORE, the incorporator has caused these presents to be executed this 21rd day of April, 2021, rint-Name: ROBERT L. MADDEN, Incorporator Callins Rrint Name: 🕬 🛝 STATE OF FLORIDA COUNTY OF POLK The foregoing instrument was acknowledged before me by means of \square physical presence or \square online notarization, this 2^{151} day of April, 2021 by ROBERT L. MADDEN, who is \square personally known to me, or \Box produced as identification. (AFFIX NOTARY SEAL) Notary/Publid Signature Print Notary/Name: MARY MEDDN MARY MEDON State of Florida-Notary Public My commission expires: JUNE Commission # GG 118089 My Commission Expires June 22, 2021 CCEPTANCE OF REGISTERED AGENT Having been named to accept service of process for WEST WOODS 6790 CONDOMINIUM ASSOCIATION, INC., at the place designated in these Articles of Incorporation. I hereby accept the appointment to act in this capacity and agree to comply with

the laws of the State of Florida in keeping open said office

Q A Pos

Robert L. Madden Date: April **25**, 2021