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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Reserve at Forest Lake Townhomes Association, Inc.**

Certificate of Status	1
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**ARTICLES OF INCORPORATION  
OF  
RESERVE AT FOREST LAKE TOWNHOMES ASSOCIATION, INC.  
(A Corporation Not for Profit)**

THE UNDERSIGNED INCORPORATOR to these Articles of Incorporation hereby proposes the incorporation under Chapters 617 and 720, Florida Statutes, of a corporation not for profit, and hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida, Articles of Incorporation, and hereby certifies as follows:

**ARTICLE I: NAME AND LOCATION**

The name of this corporation shall be Reserve at Forest Lake Townhomes Association, Inc. (hereinafter referred to as the "Townhomes Association"), and its initial office for the transaction of its affairs shall be 9102 Southpark Center Loop, Suite 1000, Orlando, FL 32819.

**ARTICLE II: PURPOSES**

This Townhomes Association does not contemplate pecuniary gain or profit to the Members thereof, and no distribution of income to its Members, directors or officers shall be made, except that nothing herein shall prevent the Townhomes Association from compensating persons who may be Members, directors or officers in exchange for services actually rendered to, or costs actually incurred for the benefit of, the Townhomes Association in furtherance of one or more of its purposes. The general purpose of this Townhomes Association is to promote the common interests of the property owners in Reserve at Forest Lake Townhomes (hereinafter referred to as the "Neighborhood"), and the specific purpose is to perform the functions of the Townhomes Association contemplated in the Declaration of Covenants and Restrictions for the Neighborhood recorded in the public records of Polk County, Florida (hereinafter referred to as the "Townhomes Declaration"), as the same may in the future be amended, which purposes shall include, but not be limited to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Townhomes Association as set forth in the Townhomes Declaration;

(b) Fix, levy, collect and enforce payment, by any lawful means, all charges, or Assessments pursuant to the terms of the Townhomes Declaration;

(c) Own and convey property;

(d) Establish Rules and Regulations;

(e) Sue and be sued;

(f) To pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Townhomes Association;

(g) Maintain, repair and replace Common Properties as contemplated by the Townhomes Declaration and to enter into contracts for the provision of services to maintain and operate the Common Properties; and

(h) Have and exercise any and all other powers, rights and privileges of a not-for-profit corporation organized under the law of the State of Florida.

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**ARTICLE III: MEMBERSHIP AND VOTING RIGHTS**

A. **Eligibility.** Every person, whether an individual, corporation or other entity, who is the record Homeowner of a Lot that is subject to assessment pursuant to the Townhomes Declaration shall become a Member of the Townhomes Association upon the recording of the instrument of conveyance. If title to a Lot is held by more than one person, each such person shall be a Member. A Homeowner of more than one Lot is entitled to membership for each Lot owned. No person other than a Homeowner may be a Member of the Townhomes Association, and a membership in the Townhomes Association may not be transferred except by the transfer of title to a Lot; provided, however, the foregoing does not prohibit the assignment of membership and voting rights by a Homeowner who is a contract seller to such Homeowner's vendee in possession.

If more than one person owns a fee interest in any Lot, all such persons are Members, but there may be only one vote cast with respect to such Lot. Such vote may be exercised as the co-owners determine among themselves, but no split vote is permitted. Prior to any meeting at which a vote is to be taken, each co-owner must file a certificate with the secretary of the Townhomes Association naming the voting co-owner entitled to vote at such meeting, unless such co-owners have filed a general voting certificate with the Secretary applicable to all votes until rescinded. Notwithstanding the foregoing, no separate certificate shall be necessary if title to any Lot is held in a tenancy by the entireties, and in such event either tenant is entitled to cast the vote for such Lot unless and until the Townhomes Association is notified otherwise in writing by such co-tenants by the entireties.

B. **Classes of Membership and Voting; Transfer of Control.** The Townhomes Association shall have 2 classes of voting membership - Class A and Class B. So long as there is Class B membership, Class A Members shall be all persons owning record title to the Lots of the Neighborhood ("Homeowners") except Declarant. All Class B memberships shall belong to Declarant. Upon termination of Class B membership as provided below, Class A Members shall be all Homeowners, including Declarant so long as such Declarant is a Homeowner. Voting shall be accomplished in accordance with the applicable provisions of the By-Laws. There shall be no cumulative voting for Directors or any other matters.

Class B membership shall cease to exist and shall be deemed to be converted into Class A membership upon the earlier of (a) a triggering event contained in Section 720.307(1) of the Act, or (b) the date that Declarant waives in writing its right to Class B membership, which waiver shall be evidenced by the recording of a certificate to such effect in the public records of the County. Upon termination of Class B membership, all provisions of the Townhomes Declaration, Articles of Incorporation, or By-Laws referring to Class B membership will be obsolete and without further force or effect, including any provision requiring voting by classes of membership.

C. **Transferability.** Each membership is appurtenant to the Lot upon which it is based and is transferred automatically by conveyance of title to that Lot whether or not mention thereof is made in such conveyance of title.

**ARTICLE IV: TERM OF EXISTENCE**

The Townhomes Association shall have perpetual existence.

**ARTICLE V: INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is the following:

Robert S. Freedman  
Carlton Fields, P.A.  
4221 W. Boy Scout Blvd., Suite 1000  
Tampa, FL 33607

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**ARTICLE VI: MANAGEMENT**

The affairs of the Corporation shall be managed by the Board, which shall consist of not less than 3 nor more than 7 individuals, the precise number to be fixed in the By-Laws or by the Board from time to time. Directors shall be elected for one year terms by the Members at the annual Members' meeting, to be held as scheduled by the Board in the last quarter of each fiscal year in the manner prescribed in the By-Laws of the Townhomes Association, and shall hold office until their respective successors are duly elected and qualified; provided, however, that Declarant shall be entitled to solely appoint all Members of the Board prior to transfer of control. The Board shall elect a President, a Vice President, and a Secretary-Treasurer of the Townhomes Association, and such other officers as may, in the opinion of the Board, from time to time be necessary to adequately administer the affairs of the Townhomes Association. Such officers are to hold office at the pleasure of the Board or until their successors are duly elected and qualified. Officers may be Directors. Officers and Directors must be Members of the Townhomes Association except with respect to those who are elected by the Class B Members. Any individual may hold 2 or more corporate offices, except that the offices of President and Secretary-Treasurer may not be held by the same person. The officers shall have such duties as may be specified by the Board or the By-Laws of the Townhomes Association. Vacancies occurring on the Board and among the officers shall be filled in the manner prescribed by the By-Laws of the Townhomes Association.

Notwithstanding the foregoing, the Class B Members shall have the right to elect all Directors as long as there shall be Class B membership, except that such Class A Members shall be entitled to elect at least one member of the Board (but not a majority of the directors until Transfer of Control has occurred) once fifty percent (50%) of the Lots in all phases of the Neighborhood which will ultimately be operated by the Townhomes Association have been conveyed to the Class A Members.

**ARTICLE VII: INITIAL OFFICERS**

The names of the initial officers who are to serve until their successors are elected under the provisions of these Articles of Incorporation and the By-Laws are the following:

Stephen McConn – President  
Casey Dare – Vice President  
Aaron Reid – Secretary/Treasurer

**ARTICLE VIII: INITIAL BOARD OF DIRECTORS**

The number of persons constituting the initial Board shall be three (3) and the names and addresses of the members of such first Board, who shall hold office until their respective successors are elected pursuant to the provisions of these Articles of Incorporation and the By-Laws, are the following:

Stephen McConn	9102 Southpark Center Loop, Suite 1000 Orlando, FL 32819
Casey Dare	9102 Southpark Center Loop, Suite 1000 Orlando, FL 32819
Aaron Reid	9102 Southpark Center Loop, Suite 1000 Orlando, FL 32819

**ARTICLE IX: BY-LAWS**

The By-Laws of the Townhomes Association have been adopted by the Board of Directors, as constituted under Article VIII above, at the organizational meeting of the Board. Thereafter, the By-Laws may be altered, amended, or rescinded only in the manner provided in the By-Laws.

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**ARTICLE X: AMENDMENTS**

Prior to Transfer of Control, amendments to these Articles of Incorporation shall be adopted by the Board of Directors without any requirement or necessity for a vote of the Townhomes Association membership or for consent by any party, except as may be otherwise specifically required herein. Subsequent to Transfer of Control, amendments to these Articles of Incorporation shall be made in the following manner:

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

(b) Written notice setting forth the proposed amendment or a summary of the changes to be affected thereby shall be given to each Member of Record (as defined in the By-Laws) entitled to vote thereon within the time and in the manner provided by *Florida Statutes* for the giving of notice of meetings of Members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the Members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of (1) a majority of the total eligible voting interests of the Class A Members, and (2) the Class B Member.

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

Notwithstanding the foregoing, (a) no amendment to the Articles of Incorporation shall be valid which affects any of the rights and privileges provided to Declarant without the written consent of Declarant as long as Declarant shall own any Lots in the Neighborhood, and (b) no amendment which will affect any aspect of the Surface Water Drainage and Management System shall be effective without the prior written approval of the St. John's River Water Management District.

**ARTICLE XI: REGISTERED OFFICE AND AGENT**

Pursuant to Section 48.091 and Section 607.0501, Florida Statutes, the name and address of the Initial Registered Agent for service of process upon the Townhomes Association is:

CF Registered Agent, Inc.  
100 S. Ashley Drive, Suite 400  
Tampa, Florida 33601-3239

The above address is also the address of the registered office of the Townhomes Association.

**ARTICLE XII: DEFINED TERMS**

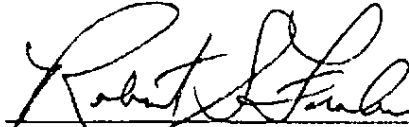
Capitalized terms used and not otherwise defined herein have the meanings given such terms in the Townhomes Declaration.

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Dated this 2<sup>nd</sup> day of October, 2023.


Robert S. Freedman, Incorporator

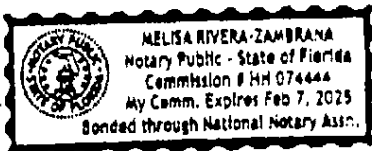
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me, by means of ☐ physical presence or ☐ online notarization, this 2<sup>nd</sup> day of October, 2023, by Robert Freedman, being known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged to me that he executed the same as his free act and deed for the uses and purposes therein set forth. He is personally known to me.

My Commission Expires:

2/7/2025

(AFFIX NOTARY SEAL)




(Signature)

Name

Melisa Rivera Zambiana

(Legibly Printed)

Notary Public, State of Florida

HH 074444

(Commission Number, if any)

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

The undersigned, having been named as registered agent and to accept service of process for Reserve at Forest Lake Townhomes Association, Inc., hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

CF Registered Agent, Inc.



By: Robert S. Freedman

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