

**DAVID W. DYER**  
Attorney and Counsellor At Law

2200 South Front Street  
Melbourne, FL 32901

Telephone  
(407) 723-0890  
Fax  
(407) 723-9550

July 20, 1995

Secretary of the State of Florida  
Division of Corporations  
ATTN: New Filing Section  
P.O. Box 6327  
Tallahassee, FL 32314

RECEIVED 11:44:10  
07/24/95--01087-012  
\*\*\*122.50 \*\*\*122.50

RE: Rivercrest Townhomes Owners Association, Inc.  
Articles of Incorporation

Dear Sirs:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent form, together with our check in the amount of \$122.50 to cover the filing fee in the above referenced matter. Please file the enclosed Articles of Incorporation and provide the undersigned with a conformed copy of same.

Thank you for your cooperation and assistance in this matter.

Sincerely,

*David W. Dyer*  
David W. Dyer

DWD/lvz  
Enclosures

*2 Is Non-profit*

JUL 25 1995 BSB

*No Shares Allowed*

*324, 626, W95-14/944*

FILED  
95 AUG -7 PM 1:49

AUG 9 1995 BSB



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

July 25, 1995

DAVID W. DYER, ESQ.  
2200 SOUTH FRONT STREET  
MELBOURNE, FL 32901

SUBJECT: RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC.  
Ref. Number: W95000014964

We have received your document for RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There's no provision for shares of stock for a not-for-profit corporation.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 395A00035377

ARTICLES OF INCORPORATION  
OF

RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC.

FILED  
95 AUG -7 PM 1:49  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, each a natural person, competent to contract, hereby associate themselves together to form a corporation under the provisions of the Statutes of the State, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

Name of Corporation

The name of this corporation shall be RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC.

ARTICLE II

Purpose of Corporation

(a) The corporation may engage in any activity or business permitted under the laws of the United States and of this State and of every State in the United States, its possessions or territories, including but not limited to, the transaction of any and all lawful business related to the establishment, maintenance, conduct and operation of Townhouse Homeowners Association.

(b) To purchase, improve, develop, lease, exchange, sell, dispose of, and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm or corporation.

(c) To buy, sell, manufacture, repair, alter, and exchange, let or hire, export and deal in all kinds of articles and things which may be required for the purpose of any of the said business, or commonly supplied or dealt in by persons engaged in any such business.

(d) To guarantee, to acquire by purchase, subscription, or otherwise, hold for investment or otherwise dispose of the shares of the capital stock of, or any bonds, securities, or evidences of indebtedness created by any other corporation or corporations or the State of Florida, or any other state or government, domestic or foreign; and while the owner of any of such stocks, bonds, securities or evidences of indebtedness, to exercise all the rights, powers and privileges of ownership, including the right to vote thereon for any and all purposes; to aid by loan, subsidy, guaranty, or in any other manner whatsoever so far as the same may be permitted in the case of corporations organized under the General Corporation Laws of the State of Florida, any corporation whose stocks, bonds, securities or other obligations; and to do all and any such acts or things designed to accomplish any such purpose.

(e) To acquire, hold, own, dispose of and generally deal in grants, concessions, franchises and contracts of every kind; to cause to be formed, to promote and to aid in any way in the formation of any corporation, domestic or foreign.

(f) To act as financial, business and purchasing agent for domestic and foreign corporations, individuals, partnerships, associations, state governments or other bodies.

(g) To acquire in any manner, enjoy, utilize, hold, sell, assign, lease, mortgage or otherwise dispose of letters patent of the United States or of any foreign country, patents, patent rights, licenses and privileges, inventions, improvements and processes, copyrights, trademarks and trade names or pending applications therefor, relating to or useful in connection with any business of the corporation or any other corporation in which the corporation may have an interest as a stockholder or otherwise.

(h) To borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges, or franchises or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of

indebtedness payable at a specific time or times, or payable upon the happening of a specified event or events, secured or unsecured, from time to time, for monies borrowed, or in payment for the acquired, or for any of the objects or deeds or deeds of trust, or pledge or other lien on any or all of the property, rights, privileges or franchises of the corporation, wheresoever situated, acquired or to be acquired, and to confer upon the holders of any debentures, bonds, or other evidences of indebtedness of the corporation, secured or unsecured, the right to convert the principal thereof into any preferred or common stock of the corporation, now or hereafter authorized, upon such terms and conditions as shall be fixed by the Board of Directors; to sell, pledge or otherwise dispose of any and all debentures or other bonds, notes and other obligations in such manner and upon such terms as the Board of Directors may deem judicious, subject, however, to the provisions of the Articles contained herein.

(i) To acquire by purchase, subscription or otherwise, and to hold for investment, and to own, hold, sell vote and handle shares of stock in other corporations.

(j) To have one or more offices, and branches, conduct its business and promote its objects within and without the State of Florida, in other states, the District of Columbia, the territories, possessions and dependencies of the United States, and in foreign countries, without restriction as to place or amount.

(k) To do all and everything necessary and proper for the accomplishment of any of the purposes of the attaining of any of the objects or the furtherance of any of the powers enumerated in this Certificate of Incorporation or any amendment thereof, necessary or incidental to the protection and benefit of the corporation, as its principal agent, director, trustee, or otherwise, and in general, either alone or in association with other corporations, firms, or individuals, to carry on any lawful business necessary or incidental to the accomplishment of the purposes or the attainment of the objects or the furtherance of such

purposes or objects of the corporation, whether or not such business is similar in nature to the purposes and objects set forth in Certificate of Incorporation or any amendment thereof. The foregoing paragraphs shall be construed as enumerating both objects and powers of the corporation, and it is hereby expressly provided that the foregoing enumeration of powers shall not be held to limit or restrict in any manner the powers of this corporation.

### ARTICLE III

#### Initial Capital

The amount of capital with which the corporation will begin business is One Thousand Dollars (\$1,000.00).

### ARTICLE IV

#### Term of Existence

This corporation is to exist perpetually.

### ARTICLE V

#### Address

The initial address of the principal office of this corporation in the State of Florida is 333 Fifth Ave., Suite 2, Indialantic, FL 32903. The Board of Directors may from time to time move the principal office to any other address in Florida.

### ARTICLE VI

#### Directors

This corporation shall have two directors initially. The number of directors may be increased or diminished from time to time by the By-laws adopted by the stockholders, but shall never be less than one. Directors shall be elected or appointed pursuant to the By-Laws of the Association.

### ARTICLE VII

#### Initial Directors

The names of the members of the first Board of Directors are:

PETER FLOTZ - President/Director

JOHN M. GENONI - Director

## ARTICLE VIII

### Subscribers

The name and address of each subscriber to these Articles of Incorporation is/are:

Peter Flotz  
333 Fifth Ave., Suite 2  
Indialantic, FL 32903

## ARTICLE IX

### Registered Agent

The name and address of the Registered Agent for the corporation where service of process can be made is as follows:

David W. Dyer, 325 Fifth Ave., Suite 205, Indialantic, FL 32903.

## ARTICLE X

### Amendment

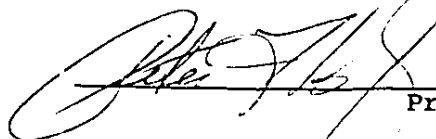
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of the Articles of Incorporation be made.

## ARTICLE XI

### Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as can be done without issuing fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation in Melbourne, Florida, for the use and purposes aforesaid on this 4<sup>th</sup> day of August, 1995.

  
President

STATE OF FLORIDA

COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged

before me this 4<sup>th</sup> day of August, 1995, by Peter  
Flotz, who is personally known to me and did take  
an oath.

  
NOTARY PUBLIC, STATE OF FLORIDA  
My Commission Expires:





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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC., is desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 333 Fifth Ave., Suite 1, Indialantic, FL 32903, has named DAVID W. DYER, at 325 Fifth Ave., Suite 205, Indialantic, FL 32903, as its Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
DAVID W. DYER, Registered Agent

FILED  
95 AUG -7 PM 1:49

cert mail D 401-210-773

N95000003798

**gen**

GEN REAL ESTATE MANAGEMENT CORPORATION

2715 N. Harbor City Blvd., Melbourne, FL 32901

December 6, 1996

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


700002026577--6  
-12/11/96--01100--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Amendment to Articles of Incorporation

To Whom It May Concern:

Enclosed please find application for Articles of Amendment along with a \$35 check for filing fees.  
If I can assist in any way, please do not hesitate to contact me at (407) 255-7601.

Sincerely,



Linda M. Barone  
Contracts Administrator

SH 12/18  
NC

FILED  
96 DEC 11 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 22, 1996

JOHN GENONI  
GEN REAL ESTATE MANAGEMENT  
2725 N. HARBOR CITY BLVD., SUITE 9  
MELBOURNE, FL 32935

SUBJECT: RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC.  
Ref. Number: N95000003798

We have received your document for RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. For each certified copy requested, please add an additional \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6905.

Thelma Lewis  
Corporate Specialist Supervisor

Letter Number: 496A00053114

**ARTICLES OF AMENDMENT**  
**to**  
**ARTICLES OF INCORPORATION**  
**of**

FILED  
95 DEC 11 AM 11:17  
TALLAHASSEE, FLORIDA

RIVERCREST TOWNHOMES OWNERS ASSOCIATION, INC.

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned ~~Florida~~ nonprofit corporation adopts the following articles of amendment to its articles of incorporation.*

**FIRST:** Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

**Article I NAME OF CORPORATION**

An amendment was brought forth by the chairman and unanimously agreed to amend the corporation name. The following amendment was adopted by the Board October 10, 1996 as follows:

It is resolved that the corporation shall delete the name Rivercrest Townhomes Owners Association, Inc. and replace with "Villas at Spring Creek Homeowners Association, Inc."

**SECOND:** The date of adoption of the amendment(s) was: October 10, 1996

**THIRD:** Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Villas at Spring Creek Homeowners Association

Corporation Name (Formerly Rivercrest)

  
Signature of Chairman, Vice Chairman, President or other officer

President

Typed or printed name

John M. Genoni

Title

12/06/96

Date