

**ARTICLES OF INCORPORATION**

**OF**

**LAKE BERKLEY RESORT TOWNHOME ASSOCIATION, INC.**

In compliance with the requirements of Chapter 617, *Florida Statutes*, the undersigned incorporator this day voluntarily adopts the following Articles of Incorporation for the purpose of forming a Florida not-for-profit corporation.

**ARTICLE I – NAME**

The name of the corporation is Lake Berkley Resort Townhome Association, Inc. (hereinafter referred to as the “Association”).

**ARTICLE II – PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the Association is located at, and the mailing address of the Association is 6925 Lake Ellenor Dr. Suite 115, Orlando, FL 32809.

**ARTICLE III – REGISTERED AGENT**

The name and street address of the initial Registered Agent is:

Stephen Klosterman  
c/o SRK Residential Communities LLC  
6925 Lake Ellenor Dr. Suite 115  
Orlando, FL 32809

**ARTICLE IV – PURPOSE AND POWERS OF THE ASSOCIATION**

1. The purpose for which the Association is organized is to provide an entity for the maintenance, preservation, management and architectural control of the Lots and Association Property located within Lake Berkley Resort Townhomes, a residential development located in Kissimmee, Osceola County, Florida, same to be in accordance with that certain “Neighborhood Declaration of Covenants, Conditions, and Restrictions for Lake Berkley Resort Townhomes, herein called the “Declaration”, which is to be recorded in the Public Records of Osceola County, Florida, as same may be amended. The Association shall have the further purpose of promoting the health, safety and welfare of the Owners and occupants of Lake Berkley Resort Townhome Association, Inc. The Association shall have and may exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, *Florida Statutes*, by law may now or hereinafter exercise.
2. This Association does not contemplate pecuniary gain or profit to the Members thereof, and the specific purposes for which it is formed are to provide for maintenance and preservation

of the Common Areas, including the Surface Water or Stormwater Management System(s), and the architectural control of the Units within that certain residential community within Orange County, Florida known as Orchid & Mead Garden Townhomes, and to promote the health, safety and welfare of the residents within the above-stated community and additions thereto as may hereafter be brought within the jurisdiction of this Association, and in furtherance of these purposes:

- a. prepare and adopt annual budgets;
  - b. assess and collect assessments from the Owners;
  - c. provide for the operation, care, upkeep, and maintenance of the Common Area, if any;
  - d. designate, hire and dismiss the personnel necessary to carry out the rights and responsibilities of the Association and where appropriate, provide for the compensation of such personnel and for the purchase of equipment, supplies and materials to be used by such personnel in the performance of their duties;
  - e. deposit all funds received on behalf of the Association in a bank depository which it shall approve, and use such funds to operate the Association; provided any reserve fund may be deposited in the Directors' best business judgment in depositories other than banks;
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- f. make and amend the rules and regulations of the Association;
  - g. subject to such conditions as may be provided in the Declaration, acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;
  - h. subject to such conditions as may be provided in the Declaration, borrow money, sell any or all of its real or personal property, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
  - i. subject to such conditions as may be provided in the Declaration, dedicate, sell or transfer all or any part of the Common Area to any public agency or authority or utility for such purposes;
  - j. subject to such conditions as may be provided in the Declaration, participate in mergers and/or consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area;;
  - k. open bank accounts on behalf of the Association and designate the signatories required;

- l. make or contract for the making of repairs, additions, and improvements to or alterations of the Common Area and other real property, in accordance with the Declaration, the By-Laws and these Articles (collectively, the "Governing Documents");
- m. enforce by legal means, the provisions of the Governing Documents and the rules adopted by it and bring any proceedings which may be instituted on behalf of or against the Owners concerning the Association; provided, the Association shall not be obligated to take action to enforce any covenant, restriction or rule which the Board in the exercise of its business judgment determines is, or is likely to be construed as, inconsistent with applicable law, or in any case in which the Board reasonably determine the Association's position is not strong enough to justify taking enforcement action;
- n. obtain and carry insurance, as provided in the Declaration, provide for payment of all premiums, and file and adjust claims, as appropriate;
- o. pay the cost of all services rendered to the Association or its Members and not chargeable directly to specific owners;
- p. keep books with detailed accounts of the receipts and expenditures of the Association;
- q. make available to any prospective purchaser of a Unit, any Owner, and the holders, insurers and guarantors of any Mortgage on any Unit, current copies of the Governing Documents and all other books, records, and financial statements of the Association as required by Florida law;
- r. permit utility suppliers to use portions of the Common Area determined necessary in the sole discretion of the Board to the ongoing development or operation of the properties;
- s. indemnify a director, officer or committee member, or former director, officer or committee member of this Association, to the extent such indemnity is required by Florida law, the Bylaws, or the Declaration; and
- t. assist in the resolution of disputes between Owners and others without litigation, as set forth in the Declaration.

**ARTICLE V – MEMBERSHIP**

The Members of the Association shall consist of the Declarant, Berkley Lake Townhomes LLC, a Florida limited liability company, and their assigns, as the Declarant Member, until such time as the Declarant Membership is terminated and converted to Regular membership as provided by the terms of the Declaration and all of the record Owners of Lots in Lake Berkley Townhomes subject to the Declaration and operated hereby. Change in the membership in the Association shall be established by the recording in the Public Records of Osceola County, Florida, of a deed or other instrument establishing a change of record title to a Lot in Lake Berkley Townhomes. The Owner designated in such instrument shall thereupon become a Member of the Association and the membership of the prior Owner shall thereupon be terminated, as provided in the By-Laws. The share of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the Member's Lot.

**ARTICLE VI – VOTING RIGHTS**

The Owner of each Lot shall be entitled to one vote as a Member of the Association; provided however, that the Declarant shall be entitled to the number of votes as provided in the Declaration and Bylaws. The manner of exercising voting rights shall be determined by the By-Laws of the Association. Owners owning more than one Lot shall be entitled to one vote for each Lot owned. Voting rights shall be subject to such provisions for delegation of voting rights and the granting of irrevocable proxies as may be provided in the Declaration and the By-Laws.

**ARTICLE VII – BOARD OF DIRECTORS**

The affairs of this Association shall be managed by a Board of Directors (hereinafter referred to as the "Board"), consisting of such number of Members as may be determined from time to time in accordance with the Declaration and the By-Laws. In no event shall the Board consist of a fewer than three (3) nor more than seven (7) directors. Directors need not be a Members of the Association except as otherwise provided in the Declaration or Bylaws. Directors of the Association shall be elected at the annual meeting of the Members, in the manner provided by the Bylaws. The names and addresses of the initial persons who are to serve as directors until the election of their successors, or until they resign or are removed are as follows:

<u>Name</u>	<u>Address</u>
Abiel Ballesteros	6925 Lake Ellenor Dr. Suite 115 Orlando, FL 32809
Marcel D. Aramendi	6925 Lake Ellenor Dr. Suite 115 Orlando, FL 32809
Alex Nahabetian	6925 Lake Ellenor Dr. Suite 115 Orlando, FL 32809

The initial Directors designated by Berkley Lake Townhomes LLC, a Florida limited liability company, the Declarant named in the Declaration, and any Directors subsequently designated or appointed or elected by Declarant in accordance with the terms of the Declaration, need not be Members of the Association.

#### **ARTICLE VIII – BY-LAWS**

The first By-Laws of the Association shall be adopted by the Board and may be altered, amended or rescinded by a majority of the Board, except as otherwise may be provided by the Bylaws and the Declaration.

#### **ARTICLE IX-INCORPORATORS**

The name and address of the incorporator is as follows:

<u>Name</u>	<u>Address</u>
Marcel D. Aramendi	6925 Lake Ellenor Dr. Suite 115 Orlando, FL 32809

#### **ARTICLE X-AMENDMENTS**

In addition to any amendments to these Articles made by the Declarant pursuant to the rights and powers reserved by the Declarant in the Declaration, these Articles may be altered, amended or modified upon the affirmative vote of a majority of the voting interests present in person, by proxy, or by joinder and consent, or any combination thereof, in Lake Berkley Townhomes. Amendments may be proposed by the Declarant so long as they own any Lots in the Subdivision, by resolution of the Board, or by the Members owning ten percent (10%) of the Lots in Lake Berkley Townhomes. Provided, however, that no amendment affecting the Declarant, or its successors or assigns as the Declarant of Lake Berkley Townhomes, as defined in the Declaration, shall be effective without the prior written consent of the Declarant, its successors or assigns as such Declarant. Provided, further that no amendment shall make any change in the qualification for membership nor the voting rights of Members without the approval of all Members. No amendment shall be made which is in conflict with the Declaration.

#### **ARTICLE XI-EXISTENCE**

The term of the Association shall be perpetual.

#### **ARTICLE XII-DEFINITIONS**

Terms used herein and in the Bylaws shall have the definitions and meanings thereof set forth in the Declaration, unless the context shall otherwise require.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 20<sup>th</sup> day of July 2021. I affirm that the facts stated herein are true. I am aware that any false information submitted in this document to the Department of State constitutes a third degree felony as provided for in Section 817.155, F.S.

  
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Marcel D. Aramendi, Incorporator

Date: 7-20-21

**ACCEPTANCE BY 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 am familiar with and accept the obligations of my position as registered agent as provided for in Section 607.0505 of the Florida Statutes

  
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Stephen Klosterman  
Registered Agent

Date: 7-20-21