

N96000004220

Dean J. Trantalis
Requestor's Name

9724 W. Sample Road
Address

Coral Springs, FL 33065
City/State/Zip Phone #

100001920021
-06/06/96--01099--010
****210.00 ****70.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #) **W96-1168166**
3. _____
(Corporation Name) (Document #) **706**
2295
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

TR
8-13-96

Examiner's Initials

95 FILED
MAR 2 1985

**ARTICLES OF INCORPORATION
FOR
PELICAN TRAIL EAST HOMEOWNERS ASSOCIATION, INC.
a Florida corporation not for profit**

**ARTICLE I
NAME AND ADDRESS**

The name and initial address of this Corporation shall be:

Pelican Trail East Homeowners Association, Inc.
10100 West Sample Road
Suite 205
Coral Springs, FL 33065

The name of this corporation shall sometimes hereinafter be referred to as the "Association".

**ARTICLE II
PURPOSES**

The general nature, objects and purposes of the Association are:

1. To promote the health, safety and social welfare of the Owners of Property within that said residential area referred to as Pelican Trail East, located in the City of Coral Springs, Florida (hereinafter referred to as "Pelican Trail East") and described in the Declaration of Covenants and Restrictions for Pelican Trail East Homeowners Association, Inc. (hereinafter referred to as the "Declaration"), executed contemporaneously herewith by H.A. CUMBER AT WYNDHAM LAKES, INC., a Florida Corporation ("Developer"), and to be recorded in the Public Records of Broward County, Florida.

2. To own and maintain, repave and replace the general and/or Common Areas, parks, sidewalks, and/or access paths, streets and other Common Areas, lakes, structures, landscaping and other improvements in and/or benefitting Pelican Trail East for which the obligation to maintain and repair has been delegated by the Developer to any accepted by the Association together with such tangible and intangible personal property as the Association shall hereafter own in connection with the performance of its purposes set forth herein (collectively "Association Property").

3. To control the specifications, architecture, design, appearance, elevation and location of, and landscaping around, all buildings and improvements of any type, including walls, fences, swimming pools, antennae, sewers, drains, disposal systems, or other structures constructed, placed or permitted to remain in Pelican Trail East, as well as the alteration, improvement, addition, or

change thereto, all pursuant to the Declaration.

4. To provide or provide for security, maintenance and such other services the responsibility for which has been accepted by the Association, and the capital improvements and equipment related thereto, in Pelican Trail East.

5. To operate without profit for the benefit of its Members.

6. To perform all of the functions contemplated of the Association, and to be undertaken by the Board of Directors of the Association in the Declaration.

ARTICLE III GENERAL POWERS

The general powers that the Association shall have are as follows:

1. To hold funds solely and exclusively for the benefit of the Members for purposes set forth in these Articles of Incorporation.

2. To promulgate and enforce rules, regulations, by laws, covenants, restrictions and agreements to effectuate the purposes for which the Association is organized.

3. To delegate power or powers where such is deemed in the interest of the Association.

4. To purchase, lease, hold, sell, mortgage or otherwise acquire or dispose of interests in real or personal property, except to the extent restricted hereby; to enter into, make, perform or carry out contracts of every kind with any person, firm, corporation or association; to do nay and all acts necessary or expedite for carrying on any and all of the activities and pursuant to any and all of the objects and purposes set forth in the Articles of Incorporation and not forbidden by the laws of the State of Florida.

5. To fix assessments to be levied against the Lots located within Pelican Trail East and the cost of effectuating the objects and purposes of the Association and to create reasonable reserves for such expenditures, and to authorize its Board of Directors to enter into agreements with mortgage companies and other organizations for the collection of such assessments.

6. To charge recipients for services rendered by the Association and the user for use of Association Property where such is deemed appropriate by the Board of Directors of the Association.

7. To pay taxes and other charges, if any, on or against the Association Property or accepted by the Association.

8. In general, to have all powers conferred upon a corporation by the laws of the State of

Florida, except as prohibited herein.

9. Maintain, repair, replace, operate and manage the Association Property, including the right to reconstruct improvements after casualty and further to improve and add to the Association Property.

10. This is a non-stock corporation.

11. To join any elective association or partnership, provided, however, for so long as Developer owns any Lot within Pelican Trail East, the Developer shall appoint any representative(s) to such elective association or partnership. After Developer no longer owns any Lot within Pelican Trail East, representative(s) shall be designated by vote of membership.

ARTICLE IV MEMBERS

1. Every person or entity who is a record Owner of a fee or undivided fee interest in a Lot, including the Developer at all times as long as it owns any part of the Property subject to the Declaration, shall be a member of the Association (the "Members"), provided that any such person or entity who holds such interest only as security for the performance of an obligation shall not be a Member. Membership shall be appurtenant to, and may not be separated from, ownership of any Lot which is subject to assessment.

2. "Developer", "Owner", "Lot" and other defined terms used herein, and elsewhere in Articles are used with the definitions given those terms in the Declaration.

3. The Association shall have two classes of voting membership:

Class A Class A members shall be all of the Owners as defined in Article 1 of the Declaration with the exception of the Developer (as long as the Class B Membership shall exist, and thereafter, the Developer shall be a Class A Member to the extent it would otherwise qualify).

Class B The Class B Member shall be the Developer.

ARTICLE V VOTING AND ASSESSMENTS

1. Class A Members shall be entitled to one vote for each Lot in which they hold the interests required for membership. When more than one person holds such interest or interests in any Lot, all such persons shall be Owners, but the single vote for such Lot shall be exercised as they among themselves determine but, subject only to the following subsection. In no event shall more than one vote be cast with respect to any such Lot. The Class B Member shall be entitled to one vote, plus

two votes for each vote entitled to be cast in the aggregate at any time and from time to time by the Class A Members. The Class B membership shall cease and terminate six months after the last Lot within the Property has been sold and conveyed by the Developer (or its affiliates) or any builder, or sooner at the election of the Developer.

2. The Developer shall have the right to appoint all of the members of the Board of Directors for a period which shall end thirty days after Developer no longer owns at least one (1) Lot in Pelican Trail East, or at an earlier date upon the voluntary election of the Developer.

3. The Association will obtain funds with which to operate by assessment of its Members in accordance with the provisions of the Declaration, as supplemented by the provisions of the articles and By-Laws of the Association relating thereto.

ARTICLE VI BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than five (5) Directors. The Developer shall have the right to appoint the Directors which shall comprise the Board of Directors as provided in Article V hereinabove. The initial Directors of the Association shall be Aftab A. Cumber, President/Director, whose address is 10100 West Sample Road, Suite 205, Coral Springs, FL 33065, Gul Cumber, Vice President/Secretary/Treasurer/Director, whose address is 10100 West Sample Road, Suite 205, Coral Springs, FL 33065, and Shams Rayani, Assistant Vice President, whose address is 10100 West Sample Road, Suite 205, Coral Springs, FL 33065, who shall serve until the organizational meeting of the Members of the Association. The Directors appointed at such organizational meeting shall serve until the first annual meeting of the Members. Thereafter, Directors shall serve for a term of one year, commencing upon the conclusion of each year's annual meeting of the Members. Upon the conclusion of the Developer's right to appoint the Board of Directors, election of Directors shall be by the vote of a majority of the Members entitled to vote at the annual meeting of the Members, in the manner to be provided in the By-laws of the Association.

ARTICLE VII OFFICERS

The officers of the Association shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as the Board may from time to time, by resolution, create. Any two (2) or more offices may be held by the same person except the offices of President and Secretary. Officers shall be elected for one (1) year terms in accordance with the procedure set forth in the By Laws.

**ARTICLE VIII
CORPORATE EXISTENCE**

The Association shall have perpetual existence.

**ARTICLE IX
INCORPORATOR**

The name and address of the incorporator is:

Dean J. Trantalis, Esq.
9724 West Sample Road
Coral Springs, Florida: 33065

**ARTICLE X
BY LAWS**

The Board of Directors shall adopt By-Laws consistent with these Articles.

**ARTICLE XI
AMENDMENT TO ARTICLES OF INCORPORATION AND BY LAWS**

These Articles and By Laws may be altered, amended or repealed by vote of a majority of the votes held by Members entitled to vote, calculated in the manner to be set forth in the By-laws of the Association. No amendment affecting Developer or its successors or assigns shall be effective without the prior written consent of Developer, or its successors or assigns.

**ARTICLE XII
REGISTERED AGENT**

The initial registered office of this corporation shall be located at 9724 West Sample Road, Coral Springs, Florida 33065, with the privilege of having its office and branch offices at other places within or without the State of Florida. The initial registered agent at that address shall be Dean J. Trantalis, Esq.

**ARTICLE XIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS**

1. The Association hereby indemnifies any Director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

A. Whether civil, criminal, administrative or investigative (other than one by or in the right

of the Association to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity of Director or officer of the Association, or in his capacity as Director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Association, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such Director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the Association or that he had reasonable grounds for belief that such action was unlawful.

B. By or in the right of the Association to procure a judgment in its favor by reason of his being or having been a Director or Officer of the Association, or by reason of his being or having been a Director, Officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the Association, against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him in connection with the defense or settlement of such action, or in connection with an appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the Association. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or intentional misconduct in the performance of his duty to the Association.

2. The Board of Directors shall determine whether amounts for which a Director or officer seeks indemnification were properly incurred and whether such Director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the Association, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding.

3. No foregoing rights of indemnification shall be deemed to limit in any way the powers of the Association to indemnify under applicable law.

ARTICLE XIV TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

1. No contract or transaction between the Association and one (1) or more of its Directors or Officers, or between the Association and any other corporation, partnership, association or other

organization in which one (1) or more of this Directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No Director or Officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

2. Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XV DISSOLUTION OR MERGER OF THE ASSOCIATION

1. Upon dissolution of the Association, all of its assets remaining after provision for creditors and payment of all cost and expenses of such dissolution shall be distributed in the following manner:

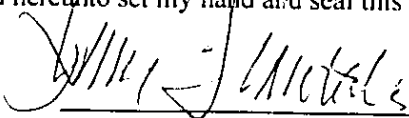
A. Real property contributed to the Association without the receipt of other than nominal consideration by the Class B Member (or its predecessor in interest) shall be returned to the Class B Member (whether or not a Class B Member at the time of such dissolution), unless it refuses to accept the conveyance (in whole or in part).

B. Dedication to Broward County, Florida, or its successor, of the Common Areas, as defined in the Declaration, which shall be effective without the prior written consent of said County or its successor.

C. Remaining assets shall be distributed among the Members as tenants in common, each Member's share of the assets to be determined in accordance with its voting rights.

2. The Association may be dissolved upon a resolution to that effect being recommended by three-fourths (3/4) of the Board of Directors, and, if such decree, be necessary at the time of dissolution, after receipt of an appropriate decree as set for the in Florida Statutes Chapter 617, and approved by two-thirds (2/3) of the voting rights of the Association's members.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinabove named, for the purpose of forming a corporation to do business both within and without the State of Florida under the laws of Florida, make and file these Articles of Incorporation, hereby certifying and declaring that the facts stated herein are true, and hereunto set my hand and seal this 1 day of February, 1996.



Dean J. Trantalis, Esq.

10

12

13

14

15

16

17

18

19

20

21

22

23

24

25

26

27

28

29

30

31

32

33

34

35

36

37

38

39

40

41

42

43

44

45

46

47

48

49

50

51

52

53

54

55

56

57

58

59

60

61

62

63

64

65

66

67

68

69

70

71

72

73

74

75

76

77

78

79

80

81

82

83

84

85

86

87

88

89

90

91

92

93

94

95

96

97

98

99

100

101

102

103

104

105

106

107

108

109

110

111

112

113

114

115

116

117

118

119

120

121

122

123

124

125

126

127

128

129

130

131

132

133

134

135

136

137

138

139

140

141

142

143

144

145

146

147

148

149

150

151

152

153

154

155

156

157

158

159

160

161

162

163

164

165

166

167

168

169

170

171

172

173

174

175

176

177

178

179

180

181

182

183

184

185

186

187

188

189

190

191

192

193

194

195

196

197

198

199

200

201

202

203

204

205

206

207

208

209

210

211

212

213

214

215

216

217

218

219

220

221

222

223

224

225

226

227

228

229

230

231

232

233

234

235

236

237

238

239

240

241

242

243

244

245

246

247

248

249

250

251

252

253

254

255

256

257

258

259

260

261

262

263

264

265

266

267

268

269

270

271

272

273

274

275

276

277

278

279

280

281

282

283

284

285

286

287

288

289

290

291

292

293

294

295

296

297

298

299

300

301

302

303

304

305

306

307

308

309

310

311

312

313

314

315

316

317

318

319

320

321

322

323

324

325

326

327

328

329

330

331

332

333

334

335

336

337

338

339

340

341

342

343

344

345

346

347

348

349

350

351

352

353

354

355

356

357

358

359

360

361

362

363

364

365

366

367

368

369

370

371

372

373

374

375

376

377

378

379

380

381

382

383

384

385

386

387

388

389

390

391

392

393

394

395

396

397

398

399

400

401

402

403

404

405

406

407

408

409

410

411

412

413

414

415

416

417

418

419

420

421

422

423

424

425

426

427

428

429

430

431

432

433

434

435

436

437

438

439

440

441

442

443

444

445

446

447

448

449

450

451

452

453

454

455

456

457

458

459

460

461

462

463

464

465

466

467

468

469

470

471

472

473

474

475

476

477

478

479

480

481

482

483

484

485

486

487

488

489

490

491

492

493

494

495

496

497

498

499

500

501

502

503

504

505

506

507

508

509

510

511

512

513

514

515

516

517

518

519

520

521

522

523

524

525

526

527

528

529

530

531

532

533

534

535

536

537

538

539

540

541

542

543

544

545

546

547

548

549

550

551

552

553

554

555

556

557

558

559

560

561

562

563

564

565

566

567

568

569

570

571

572

573

574

575

576

577

578

579

580

581

582

583

584

585

586

587

588

589

590

591

592

593

594

595

596

597

598

599

600

601

602

603

604

605

606

607

608

609

610

611

612

613

614

615

616

617

618

619

620

621

622

623

624

625

626

627

628

629

630

631

632

633

634

635

636

637

638

639

640

641

642

643

644

645

646

647

648

649

650

651

652

653

654

655

656

657

658

659

660

661

662

663

664

665

666

667

668

669

670

671

672

673

674

675

676

677

678

679

680

681

682

683

684

685

686

687

688

689

690

691

692

693

694

695

696

697

698

699

700

701

702

703

704

705

706

707

708

709

710

711

712

713

714

715

716

717

718

719

720

721

722

723

724

725

726

727

728

729

730

731

732

733

734

735

736

737

738

739

740

741

742

743

744

745

746

747

748

749

750

751

752

753

754

755

756

757

758

759

760

761

762

763

764

765

766

767

768

769

770

771

772

773

774

775

776

777

778

779

780

781

782

783

784

785

786

787

788

789

790

791

792

793

794

795

796

797

798

799

800

801

802

803

804

805

806

807

808

809

810

811

812

813

814

815

816

817

818

819

820

821

822

823

824

825

826

827

828

829

830

831

832

833

834

835

836

837

838

839

840

841

842

843

844

845

846

847

848

849

850

851

852

853

854

855

856

857

858

859

860

861

862

863

864

865

866

867

868

869

870

871

872

873

874

875

876

877

878

879

880

881

882

883

884

885

886

887

888

889

890

891

892

893

894

895

896

897

898

8