

LEVINE, FRANK, EDGAR & TELEPMAN P.A.

A Professional Association of Attorneys

Jay Steven Levine
Also admitted to practice in Washington, D.C.

Charles W. Edgar, III

Jeffrey H. Frank
Board Certified
Consumer and Business Bankruptcy Law
American Bankruptcy Board of Certification

James S. Telepman
Board Certified
Business Litigation Lawyer
Certified Mediator-Circuit Court

Paul Safran, Jr.

Please reply to: [illegible]

December 1, 1998

N98000006896

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

100002701381
-12/03/98--01039--017
*****78.75 *****78.75

RE: Articles of Incorporation
410 Wilma Association, Inc.

Gentlemen:

Enclosed please find an original of the Articles of Incorporation of 410 Wilma Association, Inc.. Also enclosed is our check in the amount of \$78.75 representing the filing fee, registered agent fee and certified copy fee.

Kindly file the original Articles Incorporation and return a certified copy in the preaddressed, stamped envelope enclosed.

If you have any questions or require additional information, please let us know.

Sincerely yours,

Lynda Brodsky
Lynda Brodsky
Legal Assistant

98 DEC -3 PM 8:48
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
FILED

llb
Enclosures
c:\myfiles\corp\sos-1.tr

ajc
12/8

ARTICLES OF INCORPORATION
OF
410 WILMA ASSOCIATION, INC.

(A Corporation Not-For-Profit Under the Laws of the State of Florida)

FILED
98 DEC -3 PM 8:48
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

The undersigned incorporates by these Articles for the purpose of forming a corporation not-for-profit under chapter 617, Florida Statutes, and adopts the following Articles of Incorporation:

ARTICLE I

NAME AND ADDRESS

The name of the corporation is 410 WILMA ASSOCIATION, INC. and its street and mailing address are 410 Wilma Circle, Riviera Beach, Florida 33404.

ARTICLE II

DEFINITIONS

For convenience, the corporation shall be referred to in this instrument as the "Association"; the Declarations of Condominium of Wilshire East Condominium Apartments, Wilshire West Condominium Apartments and Wilshire North Condominium Apartments, Condominiums, collectively as the "Declaration"; these Articles of Incorporation as the "Articles"; and the By-Laws of the Association as the "By-Laws". All other definitions contained in the Declaration are incorporated herein by reference.

ARTICLE III

PURPOSE, POWERS AND DUTIES

Section 3.1 Purpose. The purpose for which the Association is organized is to provide an entity pursuant to the condominium and corporate statutes for the operation of Wilshire East Condominium Apartments, Wilshire West Condominium Apartments, and Wilshire North Condominium Apartments, condominiums (hereinafter collectively referred to as the "Condominiums"), located in Palm Beach County, Florida. The Association is organized and shall exist on a non-stock basis as a corporation not for

profit 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.

Section 3.2 Powers and Duties.

- A. General. For the accomplishment of its purposes, the Association shall have all the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, except as limited or modified by the Declaration, the By-Laws or the condominium and corporate statutes, and such powers as limited or modified by the provisions of Section 3.2.C below. The powers of the Association shall also be as set forth in the Declaration and By-Laws, which shall include the promulgation of rules and regulations with respect to the property in the Condominiums, the Units included.
- B. Powers. The Association shall have all of the powers reasonably necessary to operate the Condominiums pursuant to the Declaration and By-Laws as they may hereafter be amended, including, but not limited to:
1. To make and collect annual and special assessments against members of the Association to defray the costs, expenses and losses of the Condominiums and the Association, and to use the funds in the exercise of its powers and duties.
 2. To protect, maintain, repair, replace and operate the property in the Condominiums pursuant to the Condominium Documents.
 3. To purchase insurance upon the Condominiums for the protection of the Association and its members, as required by law.
 4. To make improvements of the property in the Condominiums, subject to any limitations contained in the Declaration.
 5. To reconstruct improvements after casualty.
 6. To make, amend, and enforce reasonable rules and regulations governing the use of the Condominiums and Association property, inclusive of the Units, the operation of the Association, and including the frequency, time, location, notice and manner of the inspection and copying of official records.
 7. To contract for the management and maintenance of the Condominiums, 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 Condominiums and Association property.
9. The Association shall not have the power to purchase a Unit except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien.

C. Limitation on Corporate Powers. The following limitations on the following powers of the Association as set forth in the corporate statute, shall apply:

1. No Directors, officers or committee members shall receive compensation for their services as Directors, officers and committee members. The foregoing shall not preclude Directors, officers and committee members from being (and who shall be) reimbursed for all actual and proper out-of-pocket expenses relating to the proper discharge of their respective duties.
2. The Association may borrow money with the following limitations: The Association shall have the right to borrow money upon the approval by the Board of Directors alone up to an amount which is 20% of the annual budget, cumulatively in a budget year. However, if the amount of same shall exceed 20% of the annual budget, cumulatively in a budget year, then the loan may not be made unless approved and ratified by not less than two-thirds (2/3) of the voting interests of all Members of the Association.
3. All funds and the title to all property acquired by the Association and their proceeds shall be held for the benefit and use of the Owners in accordance with the provisions of the Declaration, these Articles, and the By-Laws.

All powers of the Association conferred by the Declaration and By-Laws are incorporated into these Articles by reference.

D. Duties.

1. The Association shall adopt a Rule and Regulation concerning the posting of notices of Board meetings and the annual meeting.

2. The Association shall prepare a Question and Answer Sheet and shall update it at least annually if and as required by the Condominium Act and Administrative Rules as amended from time to time.
3. The Association shall maintain an adequate number of copies of the Condominium Documents and Rules and Regulations, and all amendments to the foregoing, as well as the Question and Answer Sheet referred to above, on the Condominiums or Association property, to ensure their availability to Owners. The Association may charge its actual costs for preparing and furnishing the foregoing to those requesting same.
4. The Association shall ensure that the following contracts shall be in writing:
 - (a) Any contract for the purchase, lease or renting of materials or equipment, which is not to be fully performed within one year from the date of execution of the contract.
 - (b) Any contract, regardless of term, for the provision of services; other than contracts with employees of the Association, and contracts for attorneys and accountants services, and any other service contracts exempted from the foregoing requirement by the Condominium Act or Administrative Rules as amended from time to time.
5. The Association shall obtain competitive bids for materials, equipment and services where required by the Condominium Act and Administrative Rules as amended from time to time. This provision shall not require the Association to accept the lowest bid.
6. The Association shall obtain and maintain fidelity bonding as required by the Condominium Act and Administrative Rules.
7. The Association shall keep a roster of Owners and their addresses and mortgagees and their addresses based on information supplied in writing by the Owners from time to time to the Association.

ARTICLE IV

MEMBERSHIP AND VOTING IN THE ASSOCIATION

The Members of the Association shall be as defined in Section 2.1 of the By-Laws. The Owners of each Unit, collectively, shall be entitled to that vote as set forth in the By-Laws, and the manner of exercising voting rights shall be as set forth in the By-Laws.

ARTICLE V

DIRECTORS

Section 5.1 General. The method of election of Directors shall be as set forth in the By-Laws. Other provisions regarding Directors, including their qualifications, meetings, removal and resignation, are as contained in the By-Laws.

Section 5.2 First board of Directors. The names and addresses of the members of the first Board of directors who shall hold office until their successors are elected and have taken office, as provided in the By-Laws, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
William P. Gorman	2936 Lakeshore Drive #403 Riviera Beach, Florida 33404
William J. Blainey	2936 Lakeshore Drive #308 Riviera Beach, Florida 33404
Kenneth D. Collins	2936 Lakeshore Drive #107 Riviera Beach, Florida 33404
Shirley K. Hopkins	410 Wilma Circle #491 Riviera Beach, Florida 33404
William K. Lade	400 Wilma Circle #110 Riviera Beach, Florida 33404

ARTICLE VI

OFFICERS

Section 6.1 General. The affairs of the Association shall, to the extent delegated by the Board of Directors, be administered by the officers holding the offices designated in the By-Laws. Other provisions regarding officers, including their appointment, removal and resignation, are as provided in the By-Laws.

Section 6.2 First Officers. The names and addresses of the first officers who shall serve until their successors are designated by the Board of Directors are as follows:

President

William P. Gorman
2936 Lakeshore Drive #403
Riviera Beach, FL 33404

Vice-President

Kenneth D. Collins
2936 Lakeshore Drive #107
Riviera Beach, FL 33404

Treasurer

William J. Blainey
2936 Lakeshore Drive #308
Riviera Beach, FL 33404

Secretary

Shirley K. Hopkins
410 Wilma Circle #401
Riviera Beach, FL 33404

ARTICLE VII

AMENDMENTS TO THE BY-LAWS

The By-Laws of the Association may be altered, amended or rescinded by the vote of both the Board of Directors and Members of the Association in the manner provided in the By-Laws; with the vote of the Board alone permitted only if and as permitted in the By-Laws.

ARTICLE VIII

AMENDMENTS TO THE ARTICLES OF INCORPORATION

Amendments to these Articles shall be proposed and adopted in the following manner:

Section 8.1 Proposal. Amendments to these Articles may be proposed by the Board of Directors or by written petition signed by the owners of one-fourth (1/4) of the Units in all of the Condominiums.

Section 8.2 Procedure; Notice and Format. Upon any amendment or amendments to these Articles being proposed as provided above, the proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting, unless insufficient time to give proper notice remains before that meeting. Any amendment may be considered at the annual or a special members meeting. The full text of any amendment to the Articles shall be included in the notice of the Members' meeting of which a proposed amendment is considered by the Members. New words shall be inserted in the text by underlining and words to be deleted shall be lined through with hyphens; however, if the proposed change is so extensive that this procedure would hinder, rather than assist, the understanding of the proposed amendment, it is not necessary to use underlining and hyphens as indicators of words added or deleted, but, instead, a notation must be inserted immediately preceding the proposed amendment in substantially the following language: "Substantial rewording of Articles. See provision ___ for present text."

Section 8.3 Vote Required. Except as otherwise provided by Florida law, or by special provisions in the Condominium Documents, these Articles may be amended by concurrence of a majority of the entire Board of Directors and two-thirds (2/3) of the voting interests of the entire membership of the Association. If the amendments were proposed by a written petition signed by the Members pursuant to Section 8.1 above, the concurrence of the Board of Directors shall not be required.

Section 8.4 Certificate; Recording and Effective Date. A copy of each amendment shall be filed with the Secretary of State pursuant to the provisions of applicable Florida law, and a copy certified by the Secretary of State shall be recorded in the Public Records of Palm Beach County, Florida. The amendment shall be effective when the Certificate and copy of the amendment, and any joinders and consents required, are recorded in the Public Records of Palm Beach County, Florida. The certificate must identify the Book and Page of the public records where the Declaration is recorded.

Section 8.5 Provisos. Notwithstanding any provision in these Articles to the contrary, the following shall apply:

- A. No amendment shall operate to unlawfully discriminate against any Unit or class or group of Units.
- B. No amendment shall diminish or impair any of the rights, privileges, powers and/or options provided in these Articles in favor of or reserved to record owners of any institutional mortgage unless the Institutional Mortgagee shall join in the execution of the amendment.
- C. An amendment to these Articles that adds, changes or deletes a greater or lesser quorum or voting requirement must meet the same quorum requirement and be adopted by the same vote required to

take action under the quorum and voting requirements then in effect or proposed to be adopted, whichever is greater.

- D. Article X of these Articles may be amended by the vote of a majority of the entire membership of the Board of Directors, without the need for membership approval, if a statement of change of registered agent and/or office is filed with the Secretary of State.
- E. No amendment shall be made to Article III, Section 3.2.B.9 above without the unanimous approval of all Members and the joinder of all record owners of mortgages upon the Units in all of the Condominiums.

ARTICLE IX

TERM

The term of the Association shall be perpetual.

ARTICLE X

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is William P. Gorman, 2936 Lakeshore Drive #403, Riviera Beach, Florida 33404.

ARTICLE XI

REGISTERED AGENT AND REGISTERED OFFICE

The initial Registered Office of the Association shall be 3300 PGA Boulevard, Suite 500, Palm Beach Gardens, Florida 33410, with the privilege of having its office and branch office at other places within or without the State of Florida. The initial Registered Agent at that address shall be JAY STEVEN LEVINE, ESQUIRE.

IN WITNESS WHEREOF I have set my hand and seal this 20 day of Nov, 1998.

Barbara J. Nelson
Witness

[Signature]
Witness

BY: William P. Gorman
WILLIAM P. GORMAN

STATE OF FLORIDA

)
)SS
)

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 20 day of Nov, 1998 by William P. Gorman, who is personally known to me or who has produced _____ as identification (if left blank, personal knowledge existed), and who did/did not take an oath.

Ann E. Gearhart *Ann E. Gearhart*
Notary Public
State of Florida at Large



Ann E. Gearhart
MY COMMISSION # CC560453 EXPIRES
May 14, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

ANN E. GEARHART
Printed Name

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process of **410 WILMA ASSOCIATION, INC.**, at the place designated in these Articles, I agree to act in the capacity and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

DATED THIS 24 DAY OF NOV, 1998.

REGISTERED AGENT:

Jay Steven Levine
Print JAY STEVEN LEVINE, ESQUIRE

c:\wpdocs\wilshire\articles.inc

FILED
98 DEC -3 PM 8:48
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA