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FILINGS, INC. TERESA ROMAN

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2805 LITTLE DEAL ROAD

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TALLAHASSEE, FLORIDA 32308

(904) 385-6735

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(Phone #)

OFFICE USE ONLY

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96 MAY 31 PM 3:38
TALLAHASSEE, FLORIDA

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

1. Pine Hollow Estates Homeowners' Association, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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 checked="" 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

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DIVISION OF CORPORATION
60000 1846536
-05/31/96-01089-013
*****78.75 *****78.75

SN MAY 31 1996

Examiner's Initials

ARTICLES OF INCORPORATION
OF
PINE HOLLOW ESTATES HOMEOWNERS' ASSOCIATION, INC.
A CORPORATION NOT FOR PROFIT

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TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, under the following Articles of Incorporation.

ARTICLE I
NAME

The name of the corporation shall be Pine Hollow Estates Homeowners' Association, Inc. For convenience, the Corporation shall be referred to in this instrument as the "Association", these Articles of Incorporation as "Articles", and the By-Laws of the Association as "By-Laws".

Whenever these Articles refer to the "Subdivision" it shall mean that real property located in Palm Beach County, Florida and subdivided by R. C. Boos Construction, Inc./Felner Construction, Inc., A joint Venture, Both Florida Corporations and filed in Plat Book _____, Page _____ of the Public Records of Palm Beach County, Florida, and subject to the Declaration of Covenants and Restrictions (hereinafter called "Declaration") and any other contiguous property that may, from time to time, be made subject to the Declaration.

ARTICLE II
PURPOSE

The Association is organized for the following purposes:

2.1 To provide an entity responsible for the operation and maintenance of any non-private areas within the Subdivision, including the operation and maintenance of all roads, street lights, sidewalks, swale areas, median areas, entranceways, common areas, water and draining systems, landscaping, and the like, and to provide for such other services as may be required or desired by the Association and which are within the purposes and powers of the Association.

2.2 To enforce through appropriate legal means any covenants and restrictions pertaining to the Subdivision.

2.3 To provide for the construction, maintenance, operation, and upkeep of such non-private improvements throughout the Subdivision as may be desired by the

Association, including, but not limited to, recreational improvements and buildings, street lighting, signage, fencing, irrigation, street improvements and walls.

2.4 To acquire title to certain lands within the Subdivision and to maintain the said lands.

2.5 To present a unified effort in protecting the value of the property of the Association's membership.

2.6 To engage in such other activities as may be to the mutual benefit of the owners of property in the Subdivision including, but not limited to, the levying, enforcement, and collection of dues and assessments.

Without in any manner limiting any of the objects and powers of the Association, it is expressly declared and provided that the Association is hereby empowered to transact any and all lawful business for which not-for-profit corporations may be incorporated and conferred by the laws of Florida upon corporations formed under the appropriate Florida Statutes.

ARTICLE III Powers

The powers of the Association shall include and shall be governed by the following provisions:

3.1 General. The Association shall have all of the common law and statutory powers of a corporation not for profit under the laws of Florida that are not in conflict with the terms of these Articles.

3.2 The Association shall have all of the powers and duties expressly conferred upon it as set forth in the Declaration filed with respect to the Subdivision and all of the powers and duties reasonably necessary to fulfill the obligations and perform the services as set forth in the Declaration with respect to the Subdivision and all of the powers and duties reasonably necessary to fulfill the obligations and perform the services as set forth in the covenants and restrictions herein mentioned, including, but not limited to, the following:

(a) To make and collect membership assessments or membership fees against members and to use the proceeds for the maintenance, construction, reconstruction and repair of any non-private areas and facilities, such other areas as may be provided within the Declaration and for the Association's expenses for the installation and maintenance of street lighting equipment

and the periodic cost of electricity consumed in the operation thereof.

(b) To fix, levy, collect and enforce payment by all lawful means, all charges or assessments; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the Association or its property.

(c) To 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.

(d) To borrow money and with the consent of two-thirds (2/3) of the voting membership of each class of members in existence, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

(e) To dedicate, sell or transfer all or any part of the Association property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the voting membership of each class of members in existence, agreeing to such dedication, sale or transfer.

(f) To perform such other activities of the Association, which in the opinion of the Board of Directors therefor, shall be reasonably appropriate to its accomplishment of the purposes for which it is organized and the performance of its duties and obligations.

(g) To use the proceeds of assessments in the exercise of its powers and duties.

(h) To enforce by legal means the provisions of the Declaration with respect to all lands in the Subdivision, these Articles, the By-Laws of the Association, and any regulations adopted by the Association.

(i) To employ personnel to perform the services required for the proper operation of the Association.

(j) To make and amend reasonable regulations respecting the use and appearance of the property in the Subdivision provided, however, that all such regulations and their amendments shall be approved by the Class B Membership

of the Association so long as there are such members, and when there are no longer any such "Class B Members", then by not less than three-fourths (3/4) of the votes of the entire membership of the Association.

3.3 The Association shall make no distribution of income to its members, directors or officers.

3.4 All funds and title to all properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of these Articles of Incorporation and the By-Laws.

3.5 The powers of the Association shall be subject to, and shall be exercised in accordance with, the provision hereof and the Declaration and of the By-Laws.

3.6 The foregoing powers shall, except where otherwise expressed, be in no way limited or restricted by reference to, or inference from the terms of any other clause of this or any other Articles of Incorporation, and shall be construed by purposes as well as powers, notwithstanding the expressed enumeration of purposes elsewhere in these Articles.

ARTICLE IV Members

4.1 The members of the Association shall consist of the record owners of Lots, developed or undeveloped, within the Subdivision and which are encumbered by Subdivision restrictions duly recorded and requiring that all Lot Owners in such Subdivision be members of this Association (hereinafter referred to as "Lots" and "Owners"). Said membership shall be appurtenant to, and may not be separated from ownership of any Lot except as may be provided herein. When more than one person is a record owner of any Lot, all such persons shall be members of this Association. There shall be, however, only one vote allocated per Lot and this vote shall be exercised as the record owners among themselves determine. This determination shall be evidenced by a certificate signed by all the record owners of said Lot, designating which of their number shall be entitled to cast the vote for that Lot. In the event such a certificate is not on file with the Association, the Lot's vote shall be suspended in the event more than one person or entity seeks to exercise it. The memberships which may hereinafter be declared are contemplated to include purchasers of Lots in the Subdivision. The owner of a parcel or tract within the Subdivision shall be deemed to own that number of memberships which is equal to the number of Lots owned by that person.

4.2 Change of membership in the Association shall be established by the recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing a record title to a Lot within the pertinent Subdivision and shall be evidenced by delivery to the Association of a certified copy of such instrument. The membership of the prior owner shall be terminated as of the date of execution of such deed or other instrument.

4.3 The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except upon transfer of his unit.

4.4 The Association shall have two classes of voting membership as follows:

(a) Class A. Class A Members shall consist of all members declared to be members, as hereinabove provided, excepting the Class B Members.

(b) Class B. Class B Members shall be:

R. C. Boos Construction, Inc.
By: Roger C. Boos, Pres.
625 Auburn Circle West
Delray Beach, Fl 33444

Felner Construction, Inc.
By: Jay Felner
625 Auburn Circle West
Delray Beach, Fl 33444

collectively referred to in these Articles as "Class B Members", their successors or assigns, together with such other persons as they in their sole discretion may designate. The Class B membership shall cease on the happening of either of the following events, whichever first occurs:

1. When the total outstanding Class "A" votes equals or exceeds 75% of the Lots permitted by the Plat of the subdivision,
2. January 1, 2001, or
3. When in its discretion, the Developer so determines.

4.5 On all matters upon which the membership shall be entitled to vote, there shall be only one vote for each lot, which vote shall be exercised or cast in the manner provided by the Declaration and By-Laws; provided, however, the Developer shall also have additional votes in accordance with its Class B membership, as provided in the Declaration. Any person owning more than one Lot shall be entitled to one vote for each Lot owned.

ARTICLE V
Directors

5.1 The affairs of the Association will be managed by a Board of Directors consisting of the number of Directors as shall be determined by the By-Laws.

5.2 Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

5.3 Conflicting provision of these Articles and the By-Laws notwithstanding, so long as there shall be a Class B Member, and so long as less than (75%) of all the Lots within the Subdivision, remain unsold said Class B Membership shall have exclusive power to select the Directors, which Directors shall exercise exclusively all the powers of the Association and amendments thereto.

The Class B Membership shall have the right to terminate its control of the Association at any time. The Directors herein named shall serve until termination or resignation of, or replacement by, the Class B Membership. Any vacancies remaining unfilled for a period of thirty (30) days after notice to the Class B Membership shall be selected by the remaining Directors.

5.4 The names and addresses of the members of the First Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Jay Felner
625 Auburn Circle West
Delray Beach, Fl 33444

Roger C. Boos
625 Auburn Circle West
Delray Beach, Fl 33444

Jeff Felner
625 Auburn Circle West
Delray Beach, Fl 33444

5.5 Within sixty (60) days of the removal or resignation of the last Class B Member, or the sale of (75%) of all the Lots within the Subdivision, there shall be a meeting called of the Lot Owners, at which meeting the Lot Owners shall elect new Directors of the Association. Thereafter, the Directors of the Association shall be

electd by the Lot Owners at the annual members' meeting of the Association.

ARTICLE VI Officers

The affairs of the Association shall be administered by officers electd by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. The names and address of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:	Jay Felner
Vice-President:	Roger C. Boos
Secretary:	Jeff Felner
Treasurer:	Shirley Felner

ARTICLE VII Indemnification

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities including counsel fees reasonably incurred by or imposed upon him in connection with any proceedings to which he may be a party, or in which he becomes involved, by reason of his being or having been a Director or officer of the Association, or any settlement thereof, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willfull misfeasance or malfeasance in the performance of his duties; provided, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or officer may be entitled.

ARTICLE VIII By-Laws

The first By-Laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded in the manner provided by the By-Laws. In the event of a conflict between the provisions of these Articles and the provisions of the By-Laws, the provisions of these Articles shall control.

ARTICLE IX
Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner.

9.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

9.2 A resolution approving a proposed amendment may be proposed by either a majority of the Board of Directors or by not less than 1/3 of the members of the Association. Directors and members not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided.

(a) Such approvals must be by not less than three-fourths (3/4) of the entire membership of the Board of Directors and by not less than three-fifths (3/5) of the votes of the entire membership of the Association; or

(b) By not less than four-fifths (4/5) of the votes of the entire membership of the Association.

9.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights or property rights of members, without the approval in writing by all members and the Joinder of all record owners of mortgages upon Lots or the improvements thereon located within the Subdivision.

9.4 Nothing in this Article shall supersede the authority contained in Paragraph 5.3.

9.5 A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X
Term

The existence of the corporation shall be perpetual unless it is dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of the voting membership of each class of members in existence to insure that adequate provision has been made for the continued maintenance or satisfactory disposition of the assets of the Association. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be

dedicated, granted, conveyed or assigned to an appropriate public agency to be used for purposes similar to those for which this Association was created or to a non-profit corporation, association, trust or other organization to be devoted to similar purposes.

ARTICLE XI

Transactions in which Directors or Officers are Interested

A. No contract or transaction between the Association and one or more of its Directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its 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.

B. 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 XII

Dissolution of the Association

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

1. Real Property contributed to the Association without 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).

2. Dedication to any applicable municipal or other governmental authority of any property determined by the Board of Directors of the Association to be appropriate for such dedication and which the authority is willing to accept.

3. Remaining assets shall be distributed among the members, subject to the limitations set forth below, as tenants in common, each members' share of the

assets to be determined in accordance with its voting rights.

B. The Association may be dissolved upon a resolution to that effect being recommended by three-fourths (3/4) of the members of the Board of Directors, and if such decree be necessary at the time of dissolution, after receipt of an appropriate decree as set forth in Florida Statutes 617 or Statute of similar import, and approved by not less than three-fourths (3/4) of the votes of the entire membership of the Association.

ARTICLE XIII
Incorporators

The names and addresses of the Incorporators of the Articles of Incorporation for the Association are as follows:

Jay Felner
625 Auburn Circle West
Delray Beach, Fl 33444

Roger C. Boos
625 Auburn Circle West
Delray Beach, Fl 33444

Jeff Felner
625 Auburn Circle West
Delray Beach, Fl 33444

ARTICLE XIV
Address of the Association

The principal address of the Association shall be 625 Auburn Circle West, Delray Beach, FL 33444, or such other place as the Board may deem appropriate.

ARTICLE XV
Registered Agent

The initial registered agent for the corporation is Jay Felner, and the street address of the initial registered office is 625 Auburn Circle West, Delray Beach, Florida 33444.

IN WITNESS WHEREOF, the undersigned Directors and Incorporators of Pine Hollow Estates Homeowners'

Association, Inc. have herunto affixed their hands and seal for the purposes as set forth above.

DATED: May/30th, 1996

Jay Felner
Jay Felner
Roger C. Boos
Roger C. Boos
Jeff Felner
Jeff Felner

STATE OF FLORIDA
COUNTY OF

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Jay Felner, Roger C. Boos and Jeff Felner, to me known to be the persons described in and who executed the foregoing instrument and the acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of May, 1996.

D. H. Haggerty
Notary Public

(NOTARY SEAL)

My Commission Expires:




OFFICIAL SEAL
Daniel Leo Haggerty
My Commission Expires
June 7, 1996
Comm. No. CC 206496

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

In compliance with the laws of Florida, the following is submitted: PINE HOLLOW ESTATES HOMEOWNERS ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the foregoing Articles of Incorporation, City of Delray Beach, County of Palm Beach, State of Florida, the Corporation named in the said articles has named JAY FELNER, 625 Auburn Circle West, Delray Beach, FL 33444 as its statutory registered agent.

Having been named the statutory agent of said corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and acknowledge that I am familiar with and accept the obligations set forth in Florida Statutes Section 607.0501.


JAY FELNER
625 AUBURN CIRCLE WEST
DELRAY BEACH, FL 33444

DATED THIS 30th DAY OF
May, 1996.

FILED
96 MAY 31 PM 3:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA