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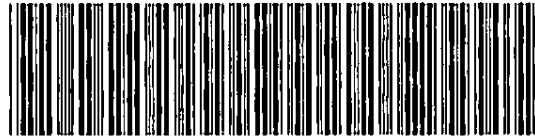
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C. GOLDEN

JAN 28 2020

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Board Certified Specialist, Condominium and
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Ft. Lauderdale, Florida 33301

December 20, 2019

CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
Department of State
P.O. Box 6327
Tallahassee, FL 32314

**RE: Cenclub Homeowners Association, Inc.
Document No. 735324**

Dear Sir/Madam:

Enclosed herein please find a Certificate of Amended and Restated Articles of Incorporation for Cenclub Homeowners Association, Inc. and the **original** and **one copy** of the Amended and Restated Articles of Incorporation for Cenclub Homeowners Association, Inc., as well as a check in the amount of **\$35.00** to cover the cost of filing same and the return of a stamped copy to my attention.

Thank you for your attention to this matter.

Very truly yours,



KENNETH S. DIREKTOR
For the Firm

KSD/dts
Enclosures

2025-07-23 PM 5:14

SEE ATTACHED

WITNESS my signature hereto this 10 day of December, 2019, at Deerfield Beach,
Broward County, Florida.

CENCLUB HOMEOWNERS ASSOCIATION, INC.

Paul J. Hirsch
Witness

BY: Rita Pickar (SEAL)
Rita Pickar, President

Witness

ATTEST: Michael Rackman (SEAL)
Michael Rackman, Secretary

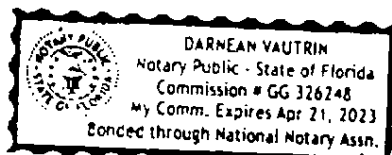
STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 10 day of December 2019, by Rita Pickar and Michael Rackman, as President and Secretary, respectively, of Cenclub Homeowners Association, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me, or have produced _____ identification and did take an oath. If no type of identification is indicated, the above-named persons are personally known to me.

Shanley (Signature)

Darnean Vautrin (Print Name)

Notary Public, State of Florida at Large



AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

CENCLUB HOMEOWNERS ASSOCIATION, INC.

(A FLORIDA NOT-FOR-PROFIT CORPORATION)

2019 OCT 23 PM 5:14

In order to form a corporation under and in accordance with the provisions of the laws of the State of Florida for the formation of corporations not-for-profit, we, the undersigned, hereby associate ourselves into a corporation for the purpose and with the powers hereinafter mentioned; and to that end we do, by these ARTICLES OF INCORPORATION, set forth:

I.

The name of this corporation is Cenclub Homeowners Association, Inc. which shall hereinafter be referred to herein as "Cenclub" or the "Corporation."

II.

The purpose for which Cenclub is organized is solely to provide an entity to acquire, own and operate those certain recreational facilities at Century Village, Deerfield Beach, Florida, more particularly described in Exhibit "A" to the Bylaws of Cenclub (hereinafter the "facilities") and as further provided in the Bylaws and to exercise Cenclub's contractual option to acquire and operate the facilities.

III.

Cenclub shall have the following powers:

1. Cenclub shall have all of the powers and privileges granted to corporations not for profit by Chapter 617, Florida Statutes, as the same may be renumbered or amended from time to time.

2. Cenclub shall have all of the powers reasonably necessary to implement and effectuate the purposes of the Corporation, including but not limited to:

(a) To make, establish and enforce rules and regulations governing the use of the facilities and all property owned and/or operated by Cenclub.

(b) To levy and collect assessments against the Members of Cenclub to pay all the expenses of Cenclub including, but not limited to, the provision of insurance, the acquiring, operating, leasing, managing and otherwise dealing with the facilities and all other property of Cenclub, whether real or personal, which may be necessary or convenient for the operation and management of Cenclub, and to do all things necessary to accomplish the purposes set forth in

these Articles of Incorporation, the Bylaws of Cenclub and the contractual commitments of Cenclub.

(c) To manage, maintain, insure, equip, improve, repair, reconstruct, pay taxes and expenses, replace, alter and operate Cenclub and its facilities and property and to contract with others for such purposes.

(d) To contract for the management of the facilities and all property owned and/or operated by Cenclub and to delegate to such management all or any part of the powers and duties of Cenclub.

(e) To enforce the provisions of Cenclub's Articles of Incorporation, Bylaws and the Rules and Regulations governing the use of the facilities and all property owned and/or operated by Cenclub.

(f) To enter into agreements for the use of the facilities with such persons or entities as it deems proper.

(g) To grant easements, licenses, etc. over and across all property owned and/or operated by Cenclub.

(h) To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to, or imposed upon Cenclub.

(i) To enter into agreements whereby Cenclub acquires real and personal property for the enjoyment, recreation or other use or benefit of its Members residing in the development known as Century Village, Deerfield Beach, Florida.

IV.

The qualification of Members, the manner of their admission, termination of such Membership, and voting by members ("Member") shall be as follows:

1. The owners ("Unit Owner") of all residential units ("Unit") in Century Village, Deerfield Beach, Florida ("Century Village") shall be Members of Cenclub, and no other persons or entities shall be entitled to Membership.

2. The Membership of any party shall be automatically terminated upon being divested of title to all residential units owned by such Member in Century Village provided, however, that said Membership shall run with the land and shall automatically transfer to the grantee thereof as an appurtenance to such Unit. Membership is nontransferable except as an appurtenance to and shall automatically transfer with title to and shall bind all future owners of such Unit.

3. On all matters on which the Membership shall be entitled to vote, each Member shall have one vote for each Unit owned by such Member. Such vote may be exercised or cast by the owner or owners of each Unit in such manner as is provided for in the Bylaws hereinafter adopted by Cenclub.

4. Persons other than Unit Owners may not be admitted to Membership in Cenclub.

5. Until such time as the facilities which Cenclub is intended to operate are conveyed to Cenclub by the execution and delivery of the deed of conveyance, the voting Membership of Cenclub shall be comprised of the Board of Directors of Cenclub, each of whom shall be entitled to cast one vote on all matters on which the Membership shall be entitled to vote as provided in the Bylaws.

6. Membership in Cenclub, including both the benefits and obligations thereof, shall run with a Member's Unit and shall, without further instrument, be deemed transferred automatically as an appurtenance thereto to any subsequent transferee of said Unit and said subsequent transferee shall be entitled to the benefits and be bound by the obligations of such Membership.

V.

Cenclub shall have perpetual existence.

VI.

The principal office of Cenclub shall be located in the Century Village Clubhouse located on a portion of that property defined herein as Cenclub. The registered office of the Association shall be located at Becker & Poliakoff, P.A., 1 East Broward Blvd., Suite 1800, Ft. Lauderdale, Florida 33301, and the registered agent at such address shall be Allen M. Levine, Esq.

VII.

The affairs of Cenclub will be managed by a Board of Directors ("Board") consisting of seven (7) directors who must be Members of Cenclub.

Directors of Cenclub shall be elected in the manner provided by the Bylaws. Directors may be removed and vacancies on the Board shall be filled in the manner provided by the Bylaws.

There shall be an election of directors held in January 2020, which shall be conducted in the manner provided in the Bylaws. The directors named in these Articles shall serve until the time provided in the Bylaws and any vacancies in their number occurring before the January 2020 election shall be filled by the remaining directors as provided for in the Bylaws of Cenclub.

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

<u>Name</u>	<u>Address</u>
RITA PICKAR	1063 Oakridge F, Deerfield Beach, FL 33442
PHILIP RAYMOND	200 Lyndhurst M, Deerfield Beach, FL 33442

JAY R. BAIMEL	4058 Lyndhurst N, Deerfield Beach, FL 33442
MICHAEL RACKMAN	1041 Berkshire C, Deerfield Beach, FL 33442
SUSAN DOVE	19 Tilford B, Deerfield Beach, FL 33442
MARJORIE CAMPBELL	4019 Ellesmere B, Deerfield Beach, FL 33442
CAROLYN W. DAVIS	145 Grantham C, Deerfield Beach, FL 33442

VIII.

The officers of Cenclub shall serve at the pleasure of the Board of Directors and shall be deemed valid officers until replaced by the Board of Directors.

The Board shall have the power to create such additional officerships as authorized in the Bylaws.

IX.

Cenclub shall indemnify its officers and directors as provided in the Bylaws.

X.

Amendments to these Articles of Incorporation may be proposed and adopted in the manner set forth below:


1. PROPOSAL. Amendments to these Articles may be proposed by the Board acting upon vote of the majority of the total number of directors.

2. CALL FOR MEETING. Upon any amendment or amendments to these Articles being proposed by said Board members, such proposed amendment or amendments shall be transmitted to the full Board, who shall thereupon call a Special Meeting of the Members of the Board for a date not sooner than two (2) days or later than sixty (60) days from receipt of such proposed amendment or amendments. It shall be the duty of the Secretary to give each Board Member written or printed notice of such meeting. The amendment must be approved by an affirmative vote of at least five (5) Members of the Board.

XI.

A Unit Owner's Membership interest cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to his Unit, subject to these Articles and the Bylaws. The funds and assets of Cenclub shall belong solely to Cenclub, subject to the limitation that the same be expended, held, or used for the benefit of the Membership and for the purposes authorized in these Article and the Bylaws of Cenclub.

IN WITNESS WHEREOF, the undersigned has affixed her signature this 10th day of November, 2019.



Rita Pickar, President