

NO10000001469



ACCOUNT NO. : 072100000032
REFERENCE : 058578 10764A
AUTHORIZATION :
COST LIMIT : \$ PPD

FILED
2001 FEB 28 PM 3:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : February 28, 2001
ORDER TIME : 10:46 AM
ORDER NO. : 058578-005
CUSTOMER NO: 10764A

400003789584--0
-02/28/01--01050--022
*****78.75 *****78.75

CUSTOMER: William E. Loucks, Esq
Smith, Hood, Perkins, Loucks,
Stout & Orfinger, P.a.
Suite 900
444 Seabreeze Boulevard
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: ROYAL PALM HOMEOWNERS
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115
EXAMINER'S INITIALS:

2544
W01-4594

REC-1110
01 FEB 28 2001 11:30
TALLAHASSEE FLORIDA
S



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 28, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: ROYAL PALM HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W01000004594

FILED

2001 FEB 28 PM 3:20

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RESUBMIT

Please give original
submission date as file date.

We have received your document for ROYAL PALM HOMEOWNERS ASSOCIATION, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 901A00012527

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 MAR - 2 PM 12: 59
NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

FILED

2001 FEB 28 PM 3:20

SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
ROYAL PALM PUD RESIDENTS' ASSOCIATION, INC.

(A Corporation not for profit under
the laws of the State of Florida.)

The undersigned, for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes, hereby files these Articles of Incorporation and certifies as follows:

ARTICLE 1.

NAME

The name of the corporation shall be Royal Palm PUD Residents' Association, Inc. For convenience the corporation shall be referred to in this instrument as "the Association."

ARTICLE 2.

TERM

The term of the Association shall be perpetual. In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management systems located within and upon of Royal Palm PUD, Phase I, and subsequent phases thereof hereafter submitted to the jurisdiction of the Association, must be transferred to and accepted by an entity which complies with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE 3.

PURPOSE

3.1 The purposes of this Association are:

a. To provide an entity to be and constitute the Association to which reference is made in the Declaration of Covenants, Restrictions and Easements for Royal Palm PUD, Phase I (the "Declaration") which Declaration shall be recorded in the Public Records of Volusia County, Florida, to exercise all rights and powers of the Association, as specified therein, in the Bylaws of the Association and as provided under law, and to undertake such management, maintenance, operation, ownership and other duties with respect to the subdivision described in the above Declaration and to any other land or property which may be submitted to said Declaration in accordance therewith;

b. To transact any and all lawful business for which corporations not for profit may be organized under Chapter 617, Florida Statutes, not inconsistent with the Association.

c. The Association shall operate, maintain and manage the surface water or stormwater management systems located in Royal Palm PUD, Phase I, and subsequent phases thereof hereafter submitted to the jurisdiction of the Association, in a manner consistent with the requirements and rules of the St. Johns River Water Management District as set forth in and permits issued and to be issued after date hereof, and shall assist in the enforcement of restrictions and covenants pertaining to such stormwater management systems set forth in the Declaration, as hereafter from time to time amended.

ARTICLE 4. POWERS

4.1 The Association shall have all of the common-law and statutory powers of a corporation not for profit not in conflict with the terms of these Articles and shall have all of the powers and duties reasonably necessary to carry out the responsibilities conferred upon it by the Declaration, as it may be enacted or supplemented from time to time:

- a. To make and establish reasonable rules and regulations regarding the use of Association common property, subject to its jurisdiction;
- b. To levy and collect adequate assessments against members of the Association to pay the cost, expenses and losses of the Association, including but not limited to, the costs of maintenance and operation of surface water or stormwater management systems located within and upon Phase I of Royal Palm Planned Unit Development, and subsequent phases thereof hereafter submitted to the jurisdiction of the Association, which maintenance and operation shall include all work conducted by or on behalf of the Association within retention areas, drainage structures, and drainage easements located within Phase I of Royal Palm Planned Unit Development and subsequent phases thereof;
- c. To use the proceeds of assessments in the exercise of its powers and duties.
- d. To maintain, repair, replace, operate and manage the Association property.
- e. To acquire, own, manage, maintain and repair real and personal property.
- f. To purchase insurance upon the Association property and insurance for the protection of the Association and its members.
- g. To enforce by legal means the provisions of the Declaration and any supplemental Declaration, these Articles of Incorporation, the By-laws of the Association which may be hereafter adopted, and the rules and regulations governing the use of the Association property.
- h. To contract for the management of the Association property and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the Board of Directors or the membership of the Association.
- i. To contract for the management and operation of portions of the Association

property susceptible of separate management or operation.

j. To employ personnel and engage such professional assistance as may be necessary to perform the services required for the proper operation of the Association and its properties.

k. To exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association pursuant to the Declaration and any Declaration supplementary thereto.

4.2 All funds and the titles of all properties acquired by the Association, and their proceeds, shall be held for the benefit of the members of the Association in accordance with the provisions of the Declaration, these Articles of Incorporation and the By-laws.

4.3 The Villages of Royal Palm, Inc. have a veto power over all actions of the Board of Directors of the Association in accordance with and as set forth in the Declaration, which provisions are incorporated herein by this reference.

ARTICLE 5. MEMBERS

The qualifications of the members, the manner of their admission to membership and termination of such membership, and voting by members shall be as follows:

5.1 The membership of the Association shall consist of two classes of members. Class "A" members shall include, with the exception of the Class "B" members, every person who is a record owner of a fee simple estate, a life estate, an estate pur autre vie, or a fee upon condition, in any Residence, as such term is defined in the Declaration, which is subject, by the Declaration, or by any supplementary Declaration, to assessment by the Association. Class "B" membership shall consist of Villages of Royal Palm, Inc., a Florida corporation, and/or any successor in title who is designated as a Class B member in accordance with the Declaration and the By-laws of the Association.

5.2 Change of membership in the Association shall be established by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing a record title to a Residence subject to assessment by the Association and the delivery to the Association of a true, accurate and complete copy of such instrument evidencing its recording in the Public Records of Volusia County, Florida. The owner or owners designated by such instrument as grantees or transferees thus becomes a member of the Association, and the membership of the prior owner is terminated.

5.3 On all matters on which the membership shall be entitled to vote, said voting shall be in accordance with the voting rights as established in the By-laws.

5.4 The Class "B" membership shall terminate as set forth in the Declaration which provisions are incorporated herein by reference.

5.5 The interest 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 his lot. The funds and assets of the Association belong solely to the Association subject to the limitation that same be expended, held or used for the benefit of the membership and for the purposes authorized herein, and in the By-laws.

ARTICLE 6.
PRINCIPAL OFFICE

The principal office of the Association shall be located at 933 Beville Road, Suite 103F, Daytona Beach, Florida 32119, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE 7.
DIRECTORS

7.1 The affairs of the Association will be managed by a Board of Directors in accordance with and as set forth in the Declaration, which provisions are incorporated herein by this reference.

7.2 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. Until such time as the Class "B" membership shall terminate, the Class "B" members shall have the right to designate and select the members of the Board of Directors of the Association as set forth in the By-laws.

7.3 The names and addresses of the members of the initial Board of Directors who shall hold office until their successors have qualified, are as follows:

Winston Schwartz
933 Beville Road, Suite 103F,
Daytona Beach, Florida 32119

Jamie A. Adley
933 Beville Road, Suite 103F,
Daytona Beach, Florida 32119

Charlotte Schwartz
933 Beville Road, Suite 103F,
Daytona Beach, Florida 32119

7.4 The Board of Directors shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors, but no other officers need be a director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE 8.
OFFICERS

The initial officers of the corporation, who shall hold office until their successors are elected, are as follows:

<u>NAME</u>	<u>OFFICE</u>
Winton D. Schwartz	President and Treasurer
Jamie A. Adley	Vice President and Secretary

ARTICLE 9.
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 proceeding or any settlement of any proceeding to which he may be a part of in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approved such settlement and reimbursement as being for the best interests 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 10.
BY-LAWS

The first By-laws of the Association shall be adopted by the members of the Association and may be altered, amended or rescinded in the manner provided by the By-laws.

ARTICLE 11.
AMENDMENTS

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

11.1 A Resolution for the adoption of a proposed amendment may be proposed by the Board of Directors or by 66.67 percent of the membership whether meeting as members or by instrument in writing signed by them.

11.2 Any amendment or amendments to these Articles of Incorporation so proposed shall be transmitted to the President of the Association or other officer of the Association in the absence

of the President, who shall thereupon call a special meeting of the members of the Association for a day no sooner than 10 days nor later than 30 days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed to or presented personally to each member not less than 10 nor more than 30 days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States Mail, postage prepaid, addressed to the member at his post office address as it appears on the records of the Association. Any member may, by written waiver of notice signed by such member waive such notice, and such waiver when filed in the records of the corporation, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting the amendment or amendments proposed must be approved by an affirmative vote of not less than 66.67 percent of all votes eligible to be cast by the total membership in order for such amendment or amendments to become effective.

A copy of each amendment, after it has become effective, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida and upon the registration of such amendment or amendments with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Volusia County, Florida.

11.3 At any meeting held to consider any amendment or amendments of these Articles of Incorporation, the written vote of any member of the Association shall be recognized, if such member is not in attendance at such meeting or represented thereat by proxy, provided such written vote is delivered to the Secretary of the Association at or prior to such meeting.

11.4 No amendment shall be made that is in conflict with the Declaration or any supplementary Declaration filed pursuant thereto. No amendment to these Articles of Incorporation which shall abridge, amend or alter the rights of Villages of Royal Palm, Inc., or any successor in interest as "Declarant" under the Declaration designated as such may be adopted or become effective without the prior written consent of Villages of Royal Palm, Inc., or such successor.

ARTICLE 12. INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Winston D. Schwartz	933 Beville Road, Suite 103F, Daytona Beach, Florida 32119

FILED

ARTICLE 13.
REGISTERED AGENT

2001 FEB 28 PM 3: 20

The name and address of the registered agent of the Association is as follows: STATE
TALLAHASSEE FLORIDA

<u>Name</u>	<u>Address</u>
Winston D. Schwartz	933 Beville Road, Suite 103F, Daytona Beach, Florida 32119

IN WITNESS WHEREOF, the undersigned as Subscriber has executed these Articles of Incorporation this 28th day of February, 2001.

Winston D. Schwartz
Winston D. Schwartz

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation was acknowledged before me this 28th day of February, 2001, by Winston D. Schwartz, who is personally known to me.



Gay E. Rickmyre
MY COMMISSION # CC842469 EXPIRES
July 8, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Gay E. Rickmyre
Notary Public, State of Florida at Large
My Commission expires:

ACCEPTANCE BY REGISTERED AGENT

I hereby accept the designation as registered agent of Royal Palm PUD Residents' Association, Inc., for service of process within the State of Florida.

Winston D. Schwartz
Winston D. Schwartz