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ACCOUNT NO. : 072100000032

REFERENCE : 460566 81823A

AUTHORIZATION :

COST LIMIT : \$ 70.00

*Patricia Pujate*

FILED  
01 SEP -6 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : September 6, 2001

ORDER TIME : 10:40 AM

ORDER NO. : 460566-005

CUSTOMER NO: 81823A

CUSTOMER: Stephen Navaretta, Esq  
Navaretta & Navaretta  
Attorneys At Law, P.a.  
Suite 203  
1100 Sw St. Lucie West Blvd  
Port St. Lucie, FL 34986

900004577169--9

DOMESTIC FILING

NAME: LAKEHURST PLAZA CONDOMINIUM  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

*W01-20758*

RECEIVED  
01 SEP -6 PM 12:11  
DIVISION OF CORPORATION

J. BRYAN SEP - 6 2001

J. BRYAN SEP 10 2001



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

September 6, 2001

CSC NETWORK  
1201 HAYS ST.  
TALLAHASSEE, FL 32301

SUBJECT: LAKEHURST PLAZA CONDOMINIUM ASSOCIATION, INC.  
Ref. Number: W01000020758

We have received your document for LAKEHURST PLAZA CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article V needs to be corrected to say not for profit. Can't have reference to profit corporation. Also Article IX needs to state Board of Administration and Board of Directors are one in the same.,

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) 245-6929.

Joey Bryan  
Document Specialist  
New Filing Section

Letter Number: 601A00050332

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DIVISION OF STATE  
CORPORATIONS

2001 SEP -7 PM 3:03

NOT RECORDED  
TO AVOID DELUGE  
SUFFICIENCY OF FILING

**RESUBMIT**  
Please give original  
submission date as file date.

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**ARTICLES OF INCORPORATION  
OF  
LAKEHURST PLAZA CONDOMINIUM  
ASSOCIATION, INC.**

**ARTICLES OF INCORPORATION**  
**FOR**  
**LAKEHURST PLAZA CONDOMINIUM ASSOCIATION, INC.**

**FILED**  
01 SEP -6 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, adopts the following Articles of Incorporation:

**ARTICLE I**  
**NAME AND ADDRESS**

1.01 The name of this corporation is Lakehurst Plaza Condominium Association, Inc. The principal office and the mailing address of the corporation is 7705 Wexford Way, Port Lucie, Florida 34986.

**ARTICLE II**  
**TERM**

2.01 The term of this corporation shall commence as of the date of the filing of these Articles with the Secretary of State of Florida.

2.02 This corporation shall have perpetual existence.

**ARTICLE III**  
**PURPOSE**

3.01 The corporation is organized for the purpose of providing an entity under the Florida Condominium Act (the "Act") for the operation of a condominium located in St. Lucie County, Florida, and known as Lakehurst Plaza Condominium.

**ARTICLE IV**  
**DEFINITIONS**

4.01 "Association" means Lakehurst Plaza Condominium Association, Inc.

4.02 "ByLaws" means the ByLaws of the Association.

4.03 "Condominium" means Lakehurst Plaza Condominium according to the Declaration thereof recorded in the Public Records of St. Lucie County, Florida.

4.04 "Condominium Units" means the units created and described in the Declaration.

4.05 "Declaration" means the Declaration of Condominium for Lakehurst Plaza Condominium as recorded in the Official Records of St. Lucie County, Florida.

4.06 "Declaration of Covenants" means those covenants described in the Declaration, and all amendments.

4.07 "Developer" means the developer of the Condominium described in the Declaration and the Developer's successors and assigns.

## ARTICLE V POWERS

5.01 The Association shall have all of the powers of a not for profit corporation which are not in conflict with the provisions of these Articles or prohibited by the Act or other law. Such powers shall include, but not be limited to, the following:

- (a) To fix, establish, levy and collect assessments against members as owners of the Condominium property for the purpose of exercising its powers and carrying out its responsibilities. Assessments shall be used by the Association only for common expenses as such expenses are defined in the Act.
- (b) To buy, sell, trade, lease, improve and encumber property, real or personal.
- (c) To maintain, repair, replace, reconstruct after casualty, operate and manage the Condominium property and any property owned or leased by the Association.
- (d) To acquire and pay for insurance on the Condominium property and for the protection of the Association and its members.
- (e) To make and amend reasonable rules and regulations for the use and appearance of Condominium property and common elements in the Condominium for the benefit, health, safety, welfare, and happiness of the members of the Association.
- (f) To enforce through legal means the Declaration, the Protective Covenants, the ByLaws, these Articles and any rule or regulation as contemplated by these Articles.
- (g) To hire agents and employees to discharge the responsibilities of the Association to maintain the common elements of the Condominium.

5.02 The Association shall, in exercising these and all other powers, be subject to and act in accordance with the Act, the Declaration, these Articles and the ByLaws. The Association shall distribute no part of its income to its members, directors, or officers, and if the Association is dissolved, all funds and all titles to any properties acquired by the Association, and any proceeds therefrom, shall be held in trust for the benefit of its members, subject to Article XVI hereof.

## **ARTICLE VI STOCK AND DISTRIBUTIONS**

6.01 The Association shall not issue any shares of stock.

6.02 The Association shall not pay any dividends or distribute any part of the income of the Association, if any, to its members, directors or officers. All monies and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the Declaration, these Articles and ByLaws.

6.03 Nothing herein, however, shall be construed to prohibit the Association from conferring benefits upon its members in conformity with its purposes or from making any payments or distributions to members of monies or properties upon dissolution or final liquidation as permitted by the Florida Condominium Act.

6.04 The Association may reimburse its directors, officers and members for expenses authorized and approved by the Board of Directors and incurred for or on behalf of the Association.

6.05 The Association may pay reasonable compensation to its directors, officers and members for actual services rendered to the Association, as authorized and approved by the Board of Directors.

## **ARTICLE VII VOTING RIGHTS**

7.01 The owners of the Condominium Units shall be the Members of the Association. Membership shall be appurtenant to and may not be separated from the ownership of a Condominium Unit.

7.02 The Developer shall be a member of the Association until all Condominium Units that may be added ultimately to the Condominium have been added and sold.

## **ARTICLE VIII VOTING RIGHTS**

8.01 The owner or owners of each Condominium Unit shall be entitled to such voting interest equal to the percentage derived by dividing the square footage of the Unit by the total square footage of all the Units which is appurtenant to ownership of the Condominium Unit. In the event that two or more Members are the record owners of a fee simple title to a Condominium Unit, then the member who shall be entitled to cast the votes for the Condominium Unit shall be determined as provided in the ByLaws.

8.02 The Developer and its successors and assigns shall be entitled to the percentage interest for every Condominium Unit that is added to the Condominium, except for the percentage less one (1) vote for each such Condominium Unit transferred to another person that has become a member of the Association.

## **ARTICLE IX BOARD OF ADMINISTRATION**

9.01 The number of members of the Board of Administration may be either increased or decreased from time to time by the ByLaws, but shall never be less than the number required by Section 718.111 Florida Statutes.

9.02 At the first annual meeting and at each annual meeting thereafter, the members shall elect members of the Board of Administration for terms as set forth in the ByLaws. Electees need not be members of the Association. The Board of Administration and the Board of Directors are one in the same.

## **ARTICLE X OFFICERS**

10.01 The Board of Administration shall appoint the officers of the Association.

10.02 The Officers need not be members of the Association.

10.03 The officers of the Association shall be the President, a Secretary, and a Treasurer, and such other officers and assistant officers as may be decided upon and appointed by the Board. The same person may hold two or more offices.

10.04 The term of each officer shall be one (1) year or until their successors are elected or appointed as provided in the ByLaws.

## **ARTICLE XI INCORPORATOR**

11.01 The names and addresses of the incorporator of these Articles of Incorporation are:

Stephen Navaretta                      1100 SW St. Lucie West Boulevard  
Suite 203  
Port St. Lucie, Florida 34986

## **ARTICLE XII BYLAWS**

12.01 The original Bylaws of the Association shall be adopted by the incorporator. Thereafter, the Bylaws may be altered, amended or rescinded by resolution of the Board of Administration only in the manner provided for in the Act and the Bylaws and Chapter 718 Florida Statutes.

**ARTICLE XIII**  
**INDEMNIFICATION OF OFFICERS AND**  
**MEMBERS OF THE BOARD OF ADMINISTRATION**

**13.01** Every member of the Board of Administration and every officer of the Association shall be defended, held harmless and indemnified by the Association against all expenses and liability, including attorney's fees, payable when due, reasonably incurred by or imposed upon Members and Officers in connection with any proceeding to which such Board, Member or Officer may be a party, by reason of being or having been a Board Member or an Officer of the Association, whether or not such person is a Board Member or an Officer at the time such expenses are incurred, except in cases wherein the Member or Officer is adjudged guilty of willful misfeasance, or malfeasance in the performance of duties; provided, that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Board Member or Officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Administration approves such settlement and reimbursement as being in the interests of the Association.

**13.02** The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Board Member or Officer may be entitled.

**ARTICLE XIV**  
**BOARD MEMBERS AND OFFICERS TRANSACTIONS**

**14.01** In the absence of fraud, no contract or other transaction between the Association and any other person, firm, association, corporation, partnership or other legal entity shall be affected or invalidated by the fact that any Board Member or Officer of the Association is pecuniarily or otherwise interested in, or is a director, member or officer of any such other firm, association, corporation, partnership or other legal entity, or is a party or is pecuniarily or otherwise interested in such contract or other transaction, or in any way connected with any person, firm, association, corporation, partnership or other legal entity pecuniarily or otherwise interested therein.

**14.02** Any Board Member may vote and be counted in determining the existence of a quorum at any meeting of the Board of Administration of the Association for the purpose of authorizing such contract or transaction with like force and effect as if such Board Member were not so interested or were not a member or officer of such firm, association, corporation, partnership or other legal entity.



## **ARTICLE XV DISSOLUTION**

- 15.01**      The Association may be dissolved in the following manner:
- (a)      A resolution to that effect has been adopted by not less than three-fourths of the members of the Board of Administration at a meeting called at least in part for that purpose upon lawful notice, or by execution of a written instrument; and
  - (b)      A resolution to that effect has been adopted by all of the members at a meeting called at least in part for that purpose upon lawful notice, or by the execution of a written instrument; and
  - (c)      An appropriate decree has been filed as set forth in Section 617.05, Florida Statutes, or a statute of similar import.

## **ARTICLE XVI DISPOSITION OF ASSETS UPON DISSOLUTION**

**16.01**      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:

- (a)      Real property contributed to the Association, without the receipt of other than nominal consideration, exclusive of streets and roads providing access, drainage and utility easements to adjacent lands and property dedicated to any governmental agency or utility, shall be owned by the members in the same proportions as their ownership of the common elements of the Condominium.
- (b)      Property determined by the Board of Administration to be appropriate for dedication to an applicable governmental agency or utility shall be dedicated to such agency or utility. In the event that acceptance of such dedication is refused, such property shall be granted, conveyed and assigned to a non-profit corporation, association, trust or other organization to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association.

- (c) Any remaining assets shall be distributed among the members subject to the limitations set forth below, as tenants in common, in the same proportions as their ownership of the common elements of the Condominium.
- (d) No disposition of Association property shall be effective to divest or diminish any right or title vested in any member by a deed or other recorded instrument applicable to the Condominium Unit owned by such member unless made in accordance with provisions of such deed or instrument.
- (e) Anything herein to the contrary notwithstanding, the Association shall have the power to invest the amount of any assessments collected for the purpose of defraying the costs of deferred maintenance and capital expenditures necessary and appropriate to the purposes of the Association. In the event of dissolution, such amounts as have been set aside as reserves for deferred maintenance and capital expenditures that are no longer required for such purposes, and the net earnings derived from the investment of such amounts shall be contributed to a charitable organization designated by the Board of Administration; or if such designation is not made by the Board of Administration within a reasonable time, then such designation may be made by the Chief Judge of the Circuit Court of Florida wherein the Registered Office of the Association is located.

## ARTICLE XVII AMENDMENT

17.01 These Articles of Incorporation may be amended from time to time by resolution adopted by a majority of the Board of Administration or as provided in the Bylaws, subject to the following restrictions:

- (a) Each amendment must be approved by the Members holding not less than two-thirds of the voting rights.
- (b) No amendment to these Articles shall be effective which impairs or dilutes any right or title vested in a Member under a deed or other recorded instrument applicable to any part of the Condominium Unit

owned by such Member unless made in accordance with provisions of such deed or instrument.

**ARTICLE XVIII  
GENDER AND NUMBER**

18.01       Wherever herein used, one gender shall include all genders, and the singular shall include the plural and visa versa, as the context requires.

**ARTICLE XIX  
REGISTERED AGENT AND REGISTERED OFFICE**

19.01       The Registered Agent for the Association shall be Stephen Navaretta, Esquire.

19.02       The Registered Office of the Association shall be located at 1100 S.W. St. Lucie West Blvd., Suite 203, Port St. Lucie, Florida 34986, or such other person or such other place as the Board of Administration shall from time to time direct, with appropriate notice being given to the Secretary of State of Florida in accordance with law.

*IN WITNESS WHEREOF*, the undersigned have signed these Articles of Incorporation, this 5<sup>th</sup> day of September, 2001.

  
\_\_\_\_\_  
STEPHEN NAVARETTA

**ACKNOWLEDGMENT**

STATE OF FLORIDA        )  
COUNTY OF ST. LUCIE    ) ss.:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared STEPHEN NAVARETTA well known to me and that he acknowledged the foregoing Articles of Incorporation of Lakehurst Plaza Condominium Association, Inc.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at St. Lucie County, Florida this \_\_\_\_\_ day of September, 2001.

(Notarial Seal)

\_\_\_\_\_  
Notary Public  
State of Florida  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

\* \* \* \* \*

**CERTIFICATE ACCEPTING DESIGNATION AS REGISTERED AGENT**

I HEREBY CERTIFY that I have accepted designation as Registered Agent of Lakehurst Plaza Condominium Association, Inc. and agree to serve as its agent and to accept service of process within this State at its Registered Office, 1100 S.W. St. Lucie West Blvd., Suite 203, Port St. Lucie, Florida 34986.

  
\_\_\_\_\_  
STEPHEN NAVARETTA, ESQUIRE

**FILED**  
01 SEP -6 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA