

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION
PECONIC COURT TOWNHOME ASSOCIATION, INC.

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ARTICLES OF INCORPORATION
FOR

PECONIC COURT TOWNHOME ASSOCIATION, INC.
(A Homeowners' Association)

The undersigned by these Articles of Incorporation associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, as amended, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be *PECONIC COURT TOWNHOME ASSOCIATION, INC.*, (a homeowners' association). For convenience the corporation shall be referred to in this instrument as the Association. The corporate principal office address shall be 13676 Hamlin Boulevard, West Palm Beach, Florida 33412.

ARTICLE II

PURPOSE

A. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 720, Florida Statutes, for the operation of a homeowners' association to be known as *PECONIC COURT TOWNHOME ASSOCIATION, INC.*, which homes are to be located in the Village of Wellington in Palm Beach County, Florida, on Lot 9, Block 11 of South Shore No. 1 of Wellington - P.U.D., as recorded in Plat Book 29, at Pages 222 through 226, inclusive, of the public records of Palm Beach County, Florida.

B. Without limitation, the Association may maintain ownership and control of all common areas and may maintain, manage and regulate said areas. The Association shall have such other purposes as determined by the By-Laws, as may be amended from time to time.

C. The Association shall make no distributions of income to its members, directors, or officers.

ARTICLE III

POWERS

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

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A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

B. The Association shall have all of the powers and duties set forth in the Homeowners' Association Act, except as limited by these Articles, and all of the powers and duties reasonably necessary to operate the property and Association, pursuant to the *Protective Covenants for PECONIC COURT TOWNHOME ASSOCIATION, INC.* and as these covenants may be amended from time to time, including but not limited to, the following:

1. To make and collect assessments against dwelling unit owners to defray the costs, expenses, and losses of the Association and to determine the amount of these assessments, in its sole discretion.
2. To use the proceeds of assessments in the exercise of its powers and duties.
3. To maintain, repair, replace, and operate the property of the Association.
4. To make capital improvements and material alterations to the property without the necessity of consent of the individual owners.
5. To purchase insurance upon the property of the Association and insurance for the protection of the Association and its members as dwelling unit owners.
6. To reconstruct the improvements after casualty and to further improve the property.
7. To make and amend reasonable rules and regulations regarding the use of the townhomes and the common areas; provided, however, that all such regulations and their amendments shall be approved by not less than two-thirds (2/3) of the votes of the entire Board of Directors of the Association before such shall become effective. Until such time as the sale of all units by the Developer have been closed and the first Board of Directors is elected, the Developer, Arrow Development Enterprises, Inc. reserves the right to promulgate and amend the rules and regulations described in this paragraph.
8. To monitor and record the transfer of ownership or occupancy of the dwelling units as the Association may deem necessary to the effective management and regulation of the Association and its property in accordance with its *Protective Covenants and By-Laws*.
9. To enforce by legal means the provisions of the *Protective Covenants, By-Laws*, these Articles, and the use of the Association property.

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10. To contract for the management of the Association and to delegate to such contractors all powers and duties of the Association except such as are specifically required by the *Protective Covenants* to have the approval of the Board of Directors or the membership of the Association.

11. To employ personnel, including professionals, to perform the services required for proper operation of the Association.

C. The Association shall not have the power to purchase a dwelling unit of the Association except at sales in foreclosure of liens for assessments for common expense or special assessments, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without the unanimous approval of the members and the joinder of all record owners of mortgages upon the dwelling units.

D. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the *Protective Covenants*, *these Articles of Incorporation*, and the *By-Laws*.

E. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the *Protective Covenants* and the *By-Laws*.

ARTICLE IV

MEMBERS

A. The members of the Association shall consist of all of the record owners of dwelling units in the Association, and after termination of the Association shall consist of those who are members at the time of such termination and their successors and assigns.

B. Change of membership in the Association shall be established by recording in the public records of Palm Beach County, Florida a deed or other instrument establishing a record title to a dwelling unit in the Association and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

C. The share of ownership in the funds and assets of the Association cannot be assigned, hypothecated, or transferred in any manner except as an appurtenance to his dwelling unit.

D. Each dwelling unit shall be entitled to one (1) vote. The manner of exercising voting rights shall be determined by the *By-Laws* of the Association.

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ARTICLE V

DIRECTORS

A. The affairs of the Association will be managed by the Board of Directors which shall consist of three (3) members, each of whom shall be either a member of the Association or, at the member's option, his appointee.

B. Directors of the Association shall have been appointed in accordance with the provisions of the *By-Laws*.

C. The first appointment of directors shall not be held until after the Developer has closed the sales of all of the dwelling units in the Association, or until Developer elects to terminate its control of the Association, or until three (3) years from the date of the recording of the *Protective Covenants* in the public records of Palm Beach County, Florida, whichever shall first occur. The directors named in these Articles shall serve until the first appointment of directors, and any vacancies in their number occurring before the first appointments shall be filled by the remaining directors.

D. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are appointed and have qualified, or until removed, are as follows:

IAN HASSIN
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

LOUI BASILE
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

JOSEPHINE BASILE
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

ARTICLE VI

OFFICERS

The names and addresses of the officers who shall serve until their successors are designated are as follows:

IAN HASSIN, President
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

LOUI BASILE,
Vice President/Secretary/Treasurer
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

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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 proceeding or any settlement of any proceeding to which he may be a party or 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. 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 by the Directors or the members of the Association in the manner provided in the By-Laws.

ARTICLE IX

AMENDMENTS

Amendments to the *Articles of Incorporation* shall be made in the following manner:

A. 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.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the secretary at or prior to the meeting; except as elsewhere provided.

1. Such approvals must be by not less than two-thirds (2/3) of the entire membership of the Board of Directors and by not less than two-thirds (2/3) of the entire membership of the Association.

C. Provided, however, that no amendment shall make any changes in the qualifications for membership or the voting rights of members, nor any change in Section C of Article III without approval in writing by all members and

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the joinder of all record owners of mortgages upon the dwelling units. No amendment shall be made that is in conflict with Florida law or the *Protective Covenants of PECONIC COURT TOWNHOME ASSOCIATION, INC.*

D. A copy of each amendment shall be recorded in the public records of Palm Beach County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Association is 13676 Hamlin Boulevard, West Palm Beach, Florida 33412 and the name of the initial Registered Agent of the Association at that address is Loui Basile.

ARTICLE XII

SUBSCRIBER

The name and address of the subscriber of these *Articles of Incorporation* are as follows:

LOUI BASILE
13676 Hamlin Boulevard
West Palm Beach, Florida 33412

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
23rd day of July, 2002.


Loui Basile

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared Loui Basile, who after being duly sworn, acknowledged that he executed the foregoing *Articles of Incorporation* freely and voluntarily for the uses and purposes therein expressed, or who ☒ is personally known by me or who ☐ produced a

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N/A as identification.

WITNESS my hand and official seal this 23rd day of July, 2002.



D. L. Ciszewski

My commission expires: Nov. 22, 2002

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT REGISTERED OFFICE**

Pursuant to the provisions of Florida Statute § 607.0501, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida.

1. The name of the corporation is PECONIC COURT TOWNHOME ASSOCIATION, INC.
2. The name and address of the registered agent and office are:

LOUI BASILE
13876 Hamlin Boulevard
West Palm Beach, Florida 33412

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Lou Basile
LOUI BASILE
Date: 7/23/02

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