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TALLAHASSEE FLORIDA

# Bauer & Fiedler P.A.

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January 21, 2003

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

RE: Amelia Avenue Homeowners Association, Inc.

Dear Sirs:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above incorporation and a check for \$70.00.

Please file these Articles of Incorporation and provide us with the date incorporation was approved.

Very sincerely yours,  
BAUER & FIEDLER, P.A.

  
Kirk T. Bauer

KTB:mh  
Enclosure

**ARTICLES OF INCORPORATION  
OF  
AMELIA AVENUE HOMEOWNERS  
ASSOCIATION, INC.**

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TALLAHASSEE FLORIDA

By these Articles, the undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Florida law, and certify as follows:

**ARTICLE I  
NAME AND DEFINITIONS**

The name of the corporation shall be **AMELIA AVENUE HOMEOWNERS ASSOCIATION, INC.** The corporation is herein referred to as the "Association", and the terms used herein shall have the meaning for each stated in Florida Statutes 718 (hereinafter referred to as the "Act") and the Declaration of Condominium ("Declaration" or "Declaration of Condominium") of Amelia Avenue Condominiums ("Condominium") to be recorded in the Public Records of Volusia County, Florida, unless the context otherwise requires.

**ARTICLE II  
PURPOSE**

The Association is organized for the following purposes:

- (1) To maintain, operate, and manage the condominium known as Amelia Avenue Condominium located at DeLand, Volusia County, Florida, and to do all things incident, necessary, convenient, expedient, ancillary, or in aid of the accomplishment of the foregoing.
- (2) To own, operate, lease, sell, trade, or otherwise deal with such property, real or personal, as may be necessary or convenient in the administration of the Condominium.

**ARTICLE III  
POWERS**

**Implied Powers**

3.01. 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 purposes of the Association, as set forth in this Article, the Declaration of Condominium, and the Act.

### **Specific Powers**

3.02. In furtherance of the purposed of the Association, the Association shall have all of the powers set forth in the Act, and all of the powers reasonably necessary to operate the Condominium pursuant to the Declaration of Condominium, including but not limited to the following irrevocable rights, powers, and authority:

(1) To enforce the covenants and restrictions contained in the Declaration, and to make, establish, and enforce reasonable Rules and Regulations governing the administration, management, and use of the Condominium Property;

(2) To establish a budget for the operations of the Condominium; to designate those expenses which shall constitute the Common Expenses and Limited Common Expenses of the Condominium; to make, levy, and collect assessments against Unit Owners of the Condominium to provide the funds to pay for Common Expenses and Limited Common Expenses of the Condominium as provided for in the Condominium Documents and in the Act; and to use and expend the proceeds of Assessments in the exercise of the power and duties of the Association;

(3) To maintain, repair, replace, and operate those portions of the Condominium Property that the Association has the duty or right to maintain, repair, replace, and operate under the Condominium Documents;

(4) To have access to each Unit from time to time during reasonable hours as may be necessary for the maintenance, repair, or replacement of any Common Elements or Limited Common Elements therein or accessible therefrom, or, to have immediate access at any time as may be necessary for making emergency repairs necessary to prevent damage to any other Unit or Units;

(5) To contract for the management of the Condominium Property and to delegate to such agent(s) all or some of the powers, duties, and responsibilities of the Association;

(6) To employ personnel to perform the services required for proper operation of the Condominium;

(7) To purchase and maintain all forms of insurance on the Condominium Property for the protection of the Association and its members;

(8) To reconstruct the Condominium Property after casualty or other loss;

(9) To make additional improvements on and to the Condominium Property;

(10) To approve or disapprove the transfer, mortgage, and ownership of Units to the extent such power is granted to it under the Condominium Documents;

(11) To retain legal counsel at the expense of the Association and to enforce by legal action the provisions of the Condominium Documents and the Rules and Regulations of the Association;

(12) To acquire, by purchase or otherwise, Units in the Condominium, and to hold, lease, mortgage, and convey the same;

(13) To lease or license the use of Common Elements and Limited Common Elements in a manner not inconsistent with the rights of Unit Owners;

(14) To pay taxes and assessments which are liens against any part of the Condominium other than individual Units (unless the individual Units are owned by the

Association) and the appurtenances thereto, and to assess the same against the Units subject to liens for such purposes;

(15) To pay the cost of all power, water, sewer, trash, garbage, and other utility services rendered to the Condominium and not billed to the individual Units;

(16) To adopt and establish Bylaws for the operation of the Condominium Association.

#### **ARTICLE IV ASSOCIATION FUNDS AND PROPERTY**

The Association shall pay no dividend, and shall distribute no part of its income to its Members, Directors, or officers. Nevertheless, the Association may pay compensation in a reasonable amount to its Members, Directors, and Officers for services rendered, and it may confer benefits on its Members in conformity with the Declaration of Condominium and the purposes of the Association. On termination, the Association may make distributions to its Members as permitted by law, and no such payment, benefit, or distribution shall be deemed to be a dividend or distribution of income. All funds and property acquired by the Association and all proceeds therefrom shall be held and used for the benefit of the Members of the Association in accordance with the provisions of the Declaration, these Articles, and the Bylaws.

#### **ARTICLE V MEMBERS**

##### **Qualification**

5.01. The Members of the Association shall consist of all of the Unit Owners of record in the Condominium.

##### **Change in Membership**

5.02. Change of membership in the Association shall be established by the recording in the public records of Volusia County, Florida, of a deed or other instrument establishing a record title to a Condominium Unit, and delivery to the Association of a certified copy of such instrument. The new Unit Owner designated by such instrument shall thereupon become a Member of the Association, and the membership of the prior Unit Owner shall thereby be terminated.

##### **Transfer of Membership**

5.03. The share of a Member in the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance to such Member's Unit.

## **Meetings**

5.04. The Bylaws shall provide for an annual meeting of Members and may provide for regular and special meetings other than the annual meeting.

## **Voting**

5.05. The owner of each Unit shall be entitled to the number of votes specified in the Declaration of Condominium for that Unit. The manner of exercising voting rights shall be determined by the Bylaws.

## **ARTICLE VI DIRECTORS**

### **Number**

6.01. The property, business, and affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the Bylaws, but which shall consist of not less than three (3) Directors. Except as may otherwise be provided in the Bylaws, each Director shall be either a person designated by the Developer or a person entitled to cast a vote in the Association.

### **Election**

6.02. Directors may be designated or elected and removed, and vacancies on the Board of Directors shall be filled as provided in the Bylaws.

### **Authority**

6.03. All of the duties and powers of the Association existing under the Condominium Act, the Declaration of Condominium, these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by Unit Owners when such approval is specifically required by the Condominium Act, the Declaration of Condominium, these Articles, or the Bylaws.

### **Initial Directors**

6.04. The names and addresses of the three members of the first Board of Directors, who shall hold office until the election or appointment of their successors, are as follows:

| NAME            | ADDRESS                         |
|-----------------|---------------------------------|
| Mary B. Bennett | 1065 S. Boston Ave., DeLand, FL |
| Sally Radabaugh | 1065 S. Boston Ave., DeLand, FL |
| Margo Jones     | 1065 S. Boston Ave., DeLand, FL |

## **ARTICLE VII OFFICERS**

The affairs of the Association shall be administered by the officers designated in accordance with the Bylaws. The names and addresses of the officers who shall serve until the election or appointment of their successors in accordance with the Bylaws are as follows:

| NAME            | OFFICE         | ADDRESS                         |
|-----------------|----------------|---------------------------------|
| Mary B. Bennett | President      | 1065 S. Boston Ave., DeLand, FL |
| Sally Radabaugh | Vice-President | 1065 S. Boston Ave., DeLand, FL |
| Margo Jones     | Sec./Treas.    | 1065 S. Boston Ave., DeLand, FL |

## **ARTICLE VIII TERM**

The term of the Association shall be perpetual; provided, however, that the Association shall be terminated by the termination of the Condominium in accordance with the terms of the Declaration of Condominium.

## **ARTICLE IX REGISTERED OFFICE AND AGENT**

The initial registered office of the Association is 1065 S. Boston Ave, DeLand, Florida, and the name of the initial registered agent at that address is Mary B. Bennett, 1065 S. Boston Ave., DeLand, FL.

## **ARTICLE X INCORPORATORS**

The name and address of each Incorporator of the Association is:

| NAME            | ADDRESS                         |
|-----------------|---------------------------------|
| Mary B. Bennett | 1065 S. Boston Ave., DeLand, FL |

IN WITNESS WHEREOF, the Incorporators have hereto affixed their signatures  
this 20 day of January, 2003.

INCORPORATORS:

Mary B. Bennett  
Mary B. Bennett

This instrument was prepared by:  
Kirk T. Bauer, Esquire  
223 S. Woodland Blvd.  
Deland, FL 32720  
(386) 734-3313

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