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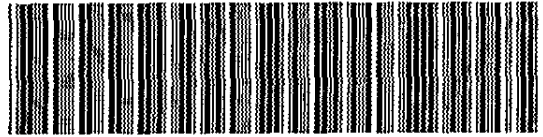
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
03 MAY 16 PM 2:06

Law Office of  
**William Schweikhardt**  
900 Sixth Avenue, South  
Naples, FL 34102  
(239) 262-2227  
Facsimile (239) 262-8287

Benjamin T. Jepson  
Katherine Ann Schweikhardt  
William Schweikhardt

May 13, 2003

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: ICY PALMS, Inc. and ICY PALMS II, Inc.

Dear Ladies/Sirs:

Enclosed for filing are the original and one copy of the Articles of Incorporation regarding the following new Corporations: ICY PALMS, Inc. and ICY PALMS II, Inc.

Please note that as the incorporator of ICY PALMS, Inc., I hereby grant permission for the use of the name ICY PALMS to ICY PALMS II, Inc.

Also enclosed is our check in the amount of \$157.50, made payable to the Secretary of State to cover the filing fees.

Kindest regards.

Very truly yours,



Katherine Ann Schweikhardt

KAS/cd  
Enclosures

## ARTICLES OF INCORPORATION

OF

### ICY PALMS, INC.

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The undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

#### ARTICLE I. NAME

The name of the corporation shall be ICY PALMS, INC., hereinafter called the Association.

#### ARTICLE II. PURPOSE

1. The purpose for which the association is organized is to provide an entity pursuant to Chapter 720, Florida Statutes, hereinafter called the Homeowner's Association Act, for the operation of ICY PALMS, a Homeowner's Association, located upon the following lands:

All of Tracts 64 and 64A, GOLDEN GATE ESTATES, Unit No. 64, according to the plat thereof as recorded in Plat Book 7, Page 64, of the public records of Collier County, Florida. (Hereinafter called the Subdivision)

And to provide an entity which shall maintain and manage the land and the improvements thereon.

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

#### ARTICLE III. PRINCIPAL OFFICE

The principal office of the corporation shall be located at:

1009 29th Ave N.  
Naples, FL 34103

#### ARTICLE IV. POWERS

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

1. 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.

2. The Association shall have all of the powers and duties set forth in the Homeowner's Association Act except as limited by these Articles and the Homeowner's Association By-Laws, hereinafter called the By-laws, and all of the powers and duties reasonably necessary to operate the Association as set forth in the By-Laws and as it may be amended from time to time, including, but not limited to the following:

(a) To make and collect assessments against members to defray the costs, expenses, and losses of the association.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace, and operate the association property.

(d) To purchase insurance upon the association property and insurance for the protection of the Association and its members.

(e) To reconstruct improvements after casualty and to further improve the property.

(f) To make and amend reasonable regulations respecting the use of the property in the association.

(g) To enforce by legal means the provisions of the Act, the Declaration of Restrictions, these Articles, the Bylaws of the Association, and the regulations for the use of the association property.

(h) To contract for the management of the association and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration of Restrictions to have approval of the Board of Directors or the membership of the Association.

(i) To contract for the management or operation of portions of the common areas susceptible to separate management or operation, and to lease such portions.

(j) To employ personnel to perform the services required for proper operation.

3. All funds and the titles of all properties acquired by the Association and the proceeds thereof shall be held in trust for the members in accordance with the provisions of the Declaration of Restrictions, these Articles, and the By-laws.

4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Restrictions and the By-laws.

#### ARTICLE V. MEMBERS

1. The members of the Association shall consist of all of the record owners of lots within the subdivision.

2. Change of membership in the Association shall be established by the recording in the public records of Collier County, Florida, of a deed or other instrument establishing a record title to lots within the subdivision and the delivery to the Association of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.

3. The share 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.

4. Each member of the Association shall be entitled to one vote for each lot owned by him.

5. A member does not have authority to act for the association by virtue of being a member.

#### ARTICLE VI. OFFICERS

The affairs of the Association shall be administered by officers elected by the members at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President: BRUCE MUMM

Vice President:

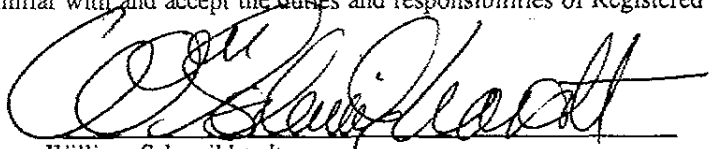
Secretary:

#### ARTICLE VII. REGISTERED AGENT

The registered agent for the corporation will be:

WILLIAM SCHWEIKHARDT  
900 Sixth Avenue South  
Suite 203  
Naples, Florida 34102.

I, William Schweikhardt, hereby am familiar with and accept the duties and responsibilities of Registered Agent.



William Schweikhardt

#### ARTICLE VIII. INDEMNIFICATION

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 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, or any settlement thereof, whether or not he is an officer at the time such expenses are incurred, excepts in such cases wherein the director or officer is adjudged guilty of misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Members approve 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 IX. BY-LAWS

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

#### ARTICLE X. AMENDMENTS

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

1. 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.
2. Approval of the amendments must be by not less than two-thirds (2/3) of the votes of the entire membership of the Association.
3. A copy of each amendment shall be certified by the Secretary of State and recorded in the public records of Collier County, Florida.

#### ARTICLE XI. TERM


The term of the Association shall be perpetual.

ARTICLE XIII. SUBSCRIBERS

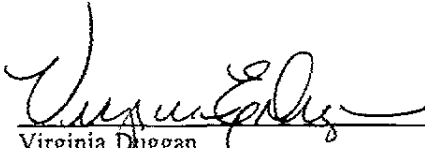
The names and residences of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
CHELSEA DUGGAN	900 Sixth Avenue South Naples, Florida 34102
KATHERINE ANN SCHWEIKHARDT	900 Sixth Avenue South Naples, Florida 34102
VIRGINIA DUGGAN	900 Sixth Avenue South Naples, FL 34102

as witnessed by their signatures on this 13 <sup>May</sup> day of ~~April~~, 2003

  
Chelsea Duggan

  
Katherine Ann Schweikhardt

  
Virginia Duggan

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