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**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Kendall Breeze West Homeowners' Association, Inc.

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

| NEW FILINGS |                   |
|-------------|-------------------|
|             | Profit            |
| X           | Non Profit        |
|             | Limited Liability |
|             | Domestication     |
|             | Other             |

| AMENDMENTS |                                    |
|------------|------------------------------------|
|            | Amendment                          |
|            | Resignation of RA Officer/Director |
|            | Change of Registered Agent         |
|            | Dissolution/Withdrawal             |
|            | Merger                             |

| OTHER FILINGS |                  |
|---------------|------------------|
|               | Annual Reports   |
|               | Fictitious Name  |
|               | Name Reservation |
|               | Reinstatement    |

| REGISTRATION/QUALIFICATION |                   |
|----------------------------|-------------------|
|                            | Foreign           |
|                            | Limited Liability |
|                            | Reinstatement     |
|                            | Trademark         |
|                            | Other             |

This Document Prepared By and Recorded  
Copies Returned To:  
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WEISBURD, EISEN & POSSENTI, P.A.  
7700 North Kendall Drive, Suite 707  
Miami, Florida 33156

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**ARTICLES OF INCORPORATION OF  
KENDALL BREEZE WEST  
HOMEOWNERS' ASSOCIATION, INC**

**ARTICLE I - NAME**

The name of the corporation is **KENDALL BREEZE WEST HOMEOWNERS' ASSOCIATION, INC., a Florida not for profit corporation**, hereinafter referred to as the "Corporation" or "Association". The principal place of business and the mailing address of this Corporation is 7270 N.W. 12<sup>th</sup> Street, Suite # 410, Miami, Florida 33126.

**ARTICLE II - EXISTENCE**

This Association shall have perpetual existence unless dissolved in accordance with the terms of these Articles of Incorporation.

**ARTICLE III - PURPOSES**

The Association does not contemplate pecuniary gain or profit to its members. The specific purposes for which it is formed are to provide for the enforcement of the Declaration of Covenants and Restrictions for KENDALL BREEZE WEST, a private residential community in Miami-Dade County, Florida (the "Declaration") and any amendments thereto which subject additional property to the Declaration, and to provide for the maintenance and preservation of the Common Area as that term is defined in the Declaration. In addition, the Association shall have the power to contract for services to be provided to, or for the benefit of, the Association, the Owners and the Common Area, as those terms are defined in the Declaration, such as, but not limited to, Cable Services and Telephony Services.

**ARTICLE IV - MEMBERSHIP**

Every person or entity who is a record owner of a fee interest in any Lot, as that term is defined in the Declaration, which is subject to assessment by the Association, shall automatically be a member of the Association upon the recordation in the Public Records of Miami-Dade County, Florida, of the deed or other instrument establishing the acquisition and designating the Lot affected thereby. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association. Such membership shall automatically terminate when such person or entity is no longer the record Owner of a Lot.

**ARTICLE V - REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 7270 N.W. 12<sup>th</sup> Street, Suite 410, Miami, Florida 33126, and the name of the initial Registered Agent of this corporation at such address is **MARK JANZ**.

**ARTICLE VI - INCORPORATOR**

The name and address of the Incorporator to these Articles of Incorporation is:

| <u>NAME</u>      | <u>ADDRESS</u>   |
|------------------|--|
| <b>MARK JANZ</b> | 7270 N.W. 12 <sup>th</sup> Street, Suite 410<br>Miami, Florida 33126 |

ARTICLE VII - BOARD OF DIRECTORS

The names and addresses of the persons who constitute the initial Board of Directors, until the selection and qualification of their successors, are:

|                   |  |
|-------------------|--|
| MARK A. JANZ      | 7270 N.W. 12 <sup>th</sup> Street, Suite 410<br>Miami, Florida 33126 |
| REYNALDO SANCHEZ  | 7270 NW 12th Street, Suite 410<br>Miami, Florida 33126               |
| KEYLA ALBA-REILLY | 7270 N.W. 12th Street, Suite 410<br>Miami, Florida 33126             |

The Directors of the Corporation shall be elected as provided in the Bylaws.

ARTICLE VIII – DISSOLUTION

The Association may be dissolved no sooner than thirty (30) years from the date of incorporation with the assent given in writing and signed by not less than three fourths (3/4) of the votes of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be granted, conveyed and assigned to any corporation not for profit, association, trust, public agency or other organization provided that it is to be used for purposes similar to those for which this Association was created, and the Association shall be dissolved in accordance with law.

ARTICLE IX – AMENDMENTS

Amendments to these Articles of Incorporation shall require the approval of a minimum of two thirds (2/3) of the entire membership and shall be effective when a copy thereof has been filed with the Secretary of State of Florida and all filing fees have been paid. These Articles may not be amended in any manner which shall amend, modify or affect any terms and conditions, rights or obligations set forth in the Declaration.

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

A. The Board of Directors shall adopt a resolution setting forth the proposed amendment, and, if members have been admitted to the Association, direct that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. If no members have been admitted, the amendment shall be adopted by a vote of the majority of the Board of Directors and the provisions for adoption by members shall not apply.

B. Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member of record entitled to vote therein. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

C. At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon an affirmative vote of two-thirds (2/3) of the votes of all members entitled to vote thereon.

The Articles of Amendment shall be executed by the corporation by its president and vice president and by its secretary or an assistant secretary and acknowledged by one of the officers signing such amendment and shall set forth:

- A. The name of the corporation.
- B. The amendments so adopted.
- C. The date of the adoption of the amendment by the members or by the Board of Directors when no members have been admitted.




CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH FLORIDA LAW, THE FOLLOWING IS SUBMITTED:

THAT KENDALL BREEZE WEST HOMEOWNERS' ASSOCIATION, INC., DESIRING TO  
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS  
PRINCIPAL PLACE OF BUSINESS AT 7270 N.W. 12th STREET, SUITE 410, MIAMI, FLORIDA  
33126, HAS NAMED **MARK JANZ**, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO  
ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF  
ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY  
DUTIES.

  
\_\_\_\_\_  
**MARK JANZ**  
(REGISTERED AGENT)

6.6.2003  
\_\_\_\_\_  
DATE

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