

N93880010727

WESTBROOK VILLAGE HOMEOWNERS ASSOCIATION INC.  
(Requestor's Name)

1184-B CAPITAL CIR NE  
(Address)

TALLAHASSEE FL 32301  
(Address)

(City/State/Zip/Phone #)

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WESTBROOK VILLAGE HOMEOWNERS ASSOCIATION INC.  
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA

12-12-03

**Articles of Incorporation  
of  
Westbrook Village Homeowners Association, Inc.  
A Nonprofit Corporation**

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TALLAHASSEE, FLORIDA

**Article I - Name**

The name of the corporation (called the association) is Westbrook Village Homeowners Association, Inc..

**Article II - Nonprofit**

The association is a nonprofit corporation.

**Article III - Duration**

The period of its duration is perpetual.

**Article IV - Purposes**

The specific primary purposes for which the association is formed are to provide for maintenance, preservation, and architectural control of the residence lots and common area within a certain subdivided tract of real property located in Leon County, Florida, known as Westbrook Village Town Homes as per map or plat thereof recorded or to be recorded in the public records of Leon County, Florida, and to promote the health, safety, and welfare of the residents within the above-described subdivision and such additions thereto as may hereafter be brought within the jurisdiction of the association for such purpose.

In furtherance of such purposes, the association shall have power to:

(a) Perform all of the duties and obligations of the association as set forth in a certain Declaration of Covenants, Conditions, and Restrictions (the declaration) applicable to the subdivision and which has been or will be recorded in the public records of Leon County, Florida;

(b) Affix, levy, and collect all charges and assessments pursuant to the terms of the declaration, and enforce payment thereof by any lawful means; and pay all expenses in connection therewith, and all office and other expenses incident to the conduct of the business of the association, including all licenses, taxes, or governmental charges levied or imposed on the property of the association;

(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate to public use, or otherwise dispose of real and personal property in connection with the affairs of the

association;

(d) Borrow money and, subject to the consent by vote or written instrument of two-thirds of each class of members, mortgage, pledge, convey by deed of trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell, or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed on by the members. No such dedication or transfer shall be effective unless two-thirds of each class of members, has agreed to such dedication, sale, or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, or annex additional residential property and common areas, provided that any merger, consolidation, or annexation shall have the consent by vote or written instrument of two-thirds of each class of members;

(g) Have and exercise any and all powers, rights, and privileges that a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the association shall be financed by assessments on members as provided in the declaration, and no part of any net earnings shall inure to the benefit of any member.

#### **Article V - Principal Office**

The principal place of business and mailing address of the association shall be 1184 B Capital Circle N.E., Tallahassee, Florida 32301.

#### **Article VI - Membership**

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessments by the association, including contract sellers, but excluding persons holding title merely as security for performance of an obligation, shall be a member of the association. Membership shall be appurtenant to and may not be separated from ownership of a lot which is subject to assessment by the association.

#### **Article VII - Voting**

The association shall have two classes of voting members as follows:

Class A. Class A members shall be all owners with the exception of the declarant as such term is defined in the declaration, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all

such persons shall be members. The vote for such lot shall be exercised as such members may determine among themselves, but in no event shall more than one vote be cast with respect to any lot owned by Class A members.

Class B. The Class B member shall be the declarant, as such term is defined in the declaration, who shall be entitled to three votes for each lot owned. The Class B membership shall cease and be converted to Class A membership as provided in the declaration.

### **Article VIII - Directors**

The number of directors constituting the initial board of directors of the association is three, and the names and addresses of the persons who are to serve as the initial directors are:

Name	Address
George Ragheb	1184-B Capital Circle NE, Tallahassee, FL 32301
Basoy Ragheb	1184-B Capital Circle NE, Tallahassee, FL 32301
J. Shannon Pelham	2910 Kerry Forest Parkway, Tallahassee, FL 32309

Election of directors shall be held at the annual members meeting. Except as to vacancies provided by removal of directors by members, vacancies in the Board of Directors occurring between annual meetings of the members shall be filled by the remaining directors. Any director may be removed by concurrence of two-thirds of the votes of the entire membership at a special meeting of the members called for that purpose. The vacancy on the Board of Directors so created shall be filled by the members of the Association at the same meeting. The terms of each director's service shall extend until the next annual meeting of the members and subsequently until his successor is duly elected and qualified or until he is removed in the manner provided in these Articles and the Bylaws.

### **Article IX - Dissolution**

On dissolution, the assets of the association shall be distributed to an appropriate public agency to be used for purposes similar to those for which the association was created. In the event such distribution is refused acceptance, such assets shall be granted, conveyed, and assigned to any nonprofit corporation, association, trust, or other organization organized and operated for such similar purposes.

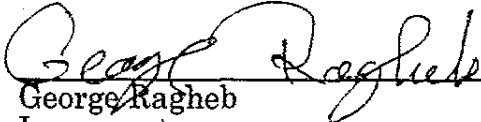
### **Article X - Incorporator**

The name and street address of the incorporator is George Ragheb, 1184 B Capital Circle N. E., Tallahassee, Florida 32301.

### Article XI - Registered Agent

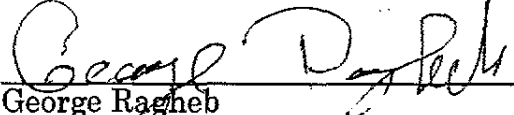
The name and address of the registered agent is George Ragheb, 1184 B Capital Circle N. E., Tallahassee, Florida 32301.

Executed at Tallahassee, Florida, on \_\_\_\_\_

  
George Ragheb  
Incorporator

Having been named as registered agent to accept service of process for this corporation at the place designated in these Articles, I am familiar with the obligations and duties imposed by law on a registered agent and accept the appointment and agree to act in this capacity.

Date: \_\_\_\_\_

  
George Ragheb  
Registered Agent