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Division of Corporations

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Fax Number : (850)205-0381

From:

Account Name : WARD, DAMON & POSNER, P.A.
Account Number : 072262000447
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FLORIDA NON-PROFIT CORPORATION

Polo Homeowners Association, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION OF POLO HOMEOWNERS ASSOCIATION, INC.

The undersigned subscriber, desiring to form a corporation not-for-profit under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME AND LOCATION

The name of the corporation shall be **Polo Homeowners Association, Inc.** For convenience, the corporation is hereinafter referred to as the "Corporation." The principal mailing address for the Corporation shall be at 11316 Long Meadow Drive, Wellington, Florida 33414.

ARTICLE II PURPOSES AND POWERS

The objects and purposes of the Corporation are as follows:

A. To maintain, enhance and improve the property values and to assist and aid in an orderly transition to homeowner control of the association of all residents of the Polo Club on behalf of the members of the Corporation

B. The Corporation is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any Member or individual person, firm or corporation.

C. The Corporation shall have all of the common law and statutory powers of a corporation not-for-profit.

D. The Corporation shall have all of the powers reasonably necessary to implement its purposes, including but not limited to, the following:

1. To carry out all the powers and duties vested in the Corporation pursuant to these Articles and the By-Laws of the Corporation;

2. To do all things necessary to carry out the operation of the Corporation as a natural person might or could do and to exercise and enjoy all the powers, rights and privileges granted to or conferred upon corporations of similar character by the provisions of Chapter 617, Florida Statutes;

E. The Corporation is not authorized for profit, nor shall it have the power to issue certificates of stock or pay dividends, and no part of the net earnings of the Corporation shall be distributed, upon dissolution or otherwise, to any individual. The Corporation may pay compensation in reasonable amounts to its Members, Directors or officers, for services, including pensions. No compensation shall be paid to Directors for their services as Directors; however, compensation may be paid to a Director in his or her capacity as an officer or employee or for services rendered to the Corporation outside of his or her duties as a Director. In such case, however, said Director shall not be permitted to vote on said compensation. The Board of Directors shall have the right to set and pay all salaries or compensation to be paid to officers, employees, agents or attorneys for services rendered to the Corporation.

Prepared by: Michael J Posner

4420 Beacon Circle, Suite 100

West Palm Beach, Florida 33407

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F. The Corporation shall not be authorized to make any unreasonable accumulations of cash or assets as determined by the Internal Revenue Code or the rules and regulations pursuant thereto.

ARTICLE III - EARNINGS AND ACTIVITIES OF CORPORATION

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

ARTICLE IV MEMBERS AND VOTING RIGHTS

A. The qualification for Members and the manner of their admission shall be regulated by the By-Laws for this Corporation.

B. The By-Laws of the Corporation shall provide for annual meetings of Members, and may make provision for regular and special meetings of Members in addition to the annual meetings. The presence at any meeting of Members, in person or by proxy, entitled to cast seventy-five percent (75%) of the votes shall constitute a quorum for the transaction of business.

ARTICLE V CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI DIRECTORS

A. Board of Directors. The property, business and affairs of the Corporation shall be managed by a Board of Directors, which shall consist of as many persons as the Board of Directors shall from time to time determine but not less than one (1) nor more than five (5) persons.

B. Election and Appointment of Directors. The Directors of the Corporation, in accordance with any applicable provisions of the By-Laws, shall serve for one year or until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the Director's election, for the removal from office of Directors, for filling vacancies, and for the duties of the Directors. If the office of any Director shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

C. Original Board of Directors. The names and addresses of the first Board of Directors of the Corporation are as follows: Frank MacNamara, 11316 Long Meadow Drive, Wellington, Florida 33414.

ARTICLE VII OFFICERS

A. Officers. The Corporation shall have a President, a Secretary, a Treasurer, and such other officers and

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assistant officers and agents as the Board of Directors may from time to time deem desirable consistent with the By-Laws of the Corporation.

B. Election and Appointment of Officers. The Officers of the Corporation, in accordance with any applicable provisions of the By-Laws, shall serve for one year or until qualified successors are duly elected and have taken office. The By-Laws may provide for the method of voting in the Officer's election, for the removal from office of Officers, for filling vacancies, and for the duties of the Officers. If any office shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy. The same person may hold two offices provided, however, that the offices of President and Vice President shall not be held by the same person, nor shall the offices of President and Secretary be held by the same person.

C. First Officers. The names and addresses of the first officers of the Corporation, who shall hold office until the first election of officers by the Board of Directors and until successors are duly elected and have taken office, shall be as follows: President/Treasurer: Frank MacNamara, 11316 Long Meadow Drive, Wellington, Florida 33414.

ARTICLE VIII BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the Membership in the manner set forth in the By-Laws.

ARTICLE IX AMENDMENTS

Any amendment to these Articles of Incorporation shall require the affirmative vote or to vote three-fourths (3/4) of all the votes of the entire Membership; provided, however, that (a) no amendment shall make any change in the qualifications for Membership not the voting rights of the Members without the written approval or affirmative vote of all Members of the Corporation, and (b) that these Articles shall not be amended in any manner which conflicts with the terms, covenants and provisions contained in the purposes and powers set forth in Article II.

ARTICLE X INDEMNIFICATION OF OFFICERS AND DIRECTORS

To the extent permitted under Florida Law, every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement thereof to which such person may be a party or may become involved by reason of being or having been a Director or Officer of the Corporation, whether or not a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance of malfeasance in the performance of his duty; provided that in the event of a settlement, the indemnification provided for herein shall apply only if and when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such Director or Officer may be entitled under statute or common law.

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ARTICLE XI TRANSACTIONS IN WHICH OFFICERS ARE INTERESTED

No contract or transaction between the Corporation and one or more of its Directors or Officers, or between the Corporation and any other corporation, partnership, association, or other organization in which one or more of its Directors or Officers are Directors or Officers, or have a financial interest, shall be invalid, void or voidable solely for such reason, or solely because the Director or Officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No Director or Officer of the Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XII INCORPORATOR

The name and address of the Incorporator of the Corporation is: Michael J Posner, 4420 Beacon Circle, West Palm Beach, Florida 33407

ARTICLE XIII INITIAL PLACE OF BUSINESS, REGISTERED AGENT AND ADDRESS

The initial principal place of business and mailing address of the Corporation shall be 11316 Long Meadow Drive, Wellington, Florida 33414 or such other place, within or without the state of Florida, as may be subsequently designated by the Board of Directors. The initial registered agent therein is Michael J Posner and the initial address of the registered agent shall be 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407.

The said Incorporator has hereunto set his hand this 9th day of January, 2004.



Michael J Posner, Incorporator

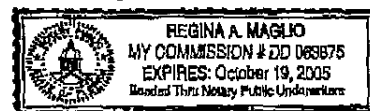
STATE OF FLORIDA; COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Michael J Posner, to me known to be the person described in or who has produced _____ as identification and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 9th day of January, 2004.


Notary Public State of Florida

My Commission Expires:



Prepared by: Michael J Posner
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**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 Section 48.091, Florida Statutes, the following is submitted:

Polo Homeowners Association, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 11316 Long Meadow Drive, Wellington, Florida 33414, in the county of Palm Beach, State of Florida, has named Michael J Posner as its agent to accept service of process within Florida, and the address of the registered agent shall be 4420 Beacon Circle, Suite 100, West Palm Beach, Florida 33407


Incorporator

DATED: January 9, 2004

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 property and complete performance of my duties.


Registered Agent

DATED: January 9, 2004

STATE OF FLORIDA; COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 9th day of January, 2004 by Michael J Posner.




Notary Public, State of Florida at Large

My Commission Expires:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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