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FLORIDA NON-PROFIT CORPORATION

parkside estates of davie homeowner's association, i

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ARTICLES OF INCORPORATION

OF

PARKSIDE ESTATES OF DAVIE HOMEOWNER'S ASSOCIATION, INC.

The undersigned, by these Articles, associate 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 PARKSIDE ESTATES OF DAVIE HOMEOWNER'S ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as "the Association."

ARTICLE II - ADDRESS

The street address of the initial principal office of the Association shall be:

18851 NE 29 Avenue, Suite 700
Aventura, Florida 33180

ARTICLE III - PURPOSE

The purposes for which the Association is organized are to take title to, operate, administer, manage, lease, preserve and maintain the Association Common Areas or such portions thereof of the development known as Parkside Estates (the "Community") as are granted and conveyed, dedicated to or made the responsibility of the Association in the Declaration, or in any other Association Documents, in accordance with the terms of and purposes set forth therein, for the use and enjoyment of all members of the Association; and to conduct any lawful business permitted under the laws of the State of Florida for corporations not-for-profit in order to carry out the covenants and enforce the provisions of any Association Documents.

ARTICLE IV - POWERS AND DUTIES

The Association shall have all the powers and duties existing under these Articles, the By-Laws adopted by the Association (the "By-Laws") and all of the powers and duties reasonably necessary to operate the homeowner's association pursuant to the Declaration of Covenants, Conditions and Restrictions (the "Declaration") as

presently drafted and as it may be amended from time to time, the common law powers of a corporation not for profit and statutory powers under Chapters 617 and 720, Florida Statutes, which are not in conflict with the terms of these Articles.

ARTICLE V - MEMBERS

4.1 The members of the Association shall consist of all the record owners of property within the Community; and in the event of termination of the Association, shall consist of those who are members at the time of such termination and their successors and assigns. If a property is owned by a corporation, partnership or more than one individual (in whatever capacity) the voting member shall be determined in the manner specified by the By-Laws.

4.2 After the transfer of the ownership of a property within the Community, change of membership in the Association shall occur upon recording in the Public Records of the county in which the Community is situated, a deed or other instrument transferring record legal title to property in the Community. The transferee(s) designated by such instrument thus automatically become(s) a member of the Association and the membership of the transferor is terminated.

ARTICLE VI - DIRECTORS

5.1 The affairs of the Association shall be managed by a Board of Directors consisting of three (3) for as long as the Developer is entitled to appoint any Director(s).

5.2 All of the duties and powers of the Association existing under these Articles and By-Laws shall be exercised exclusively by the officers, subject only to approval by Directors or Members when that is specifically required.

5.3 Subject to the Developer's right to appoint Directors, members of the Board of Directors shall be elected at the annual meeting of the Association members in the manner specified in the By-Laws. Such Directors may be removed and vacancies on the Board shall be filled in the manner provided in the By-Laws.

5.4 The initial Directors named herein shall serve at the pleasure of the Developer. They and any Director appointed by the Developer as a replacement may be removed by the Developer with or without cause. The Developer shall have the right to appoint all Directors which the membership is not entitled to elect. The membership shall not be entitled to elect. The initial members of

the Board of Directors shall serve until the first annual meeting of the Members.

5.5 The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Gary D. Posner	18851 NE 29 Avenue Suite 700 Aventura, FL 33180
Matthew Posner	18851 NE 29 Avenue Suite 700 Aventura, FL 33180
Ronald Posner	18851 NE 29 Avenue Suite 700 Aventura, FL 33180

ARTICLE VII- OFFICERS

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board of Directors. The offices of secretary and treasurer may be held by one person. The president and the secretary may not be residents of the same Unit. The names of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President	Gary D. Posner
Vice President	Matthew Posner
Secretary, Treasurer	Ronald Posner

ARTICLE VIII - REGISTERED OFFICE AND AGENT

The initial registered office address of the Association shall be 18851 NE 29 Avenue, Suite 900, Aventura, Florida 33180 and the initial registered agent at 18851 NE 29 Avenue, Suite 700, Aventura, Florida 33180 shall be: Lori Schumacher, Esq.

ARTICLE IX - INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed on him in connection with any proceeding or settlement of any proceeding in 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, whether or not he is a Director or officer at the time such expenses are incurred, except with regard to expenses and liabilities incurred for breach of a fiduciary duty to the Association or any of its members.

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 X - BY-LAWS

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

ARTICLE XI - AMENDMENTS

Amendments to the Articles shall be proposed and adopted in the manner provided in the Declaration for the Association. No amendment to the Declaration, including the Articles and By-Laws of the Association and the other exhibits thereto, shall be made that would limit or prejudice the rights and priorities of the Institutional Mortgagee, nor shall any amendment be adopted that would modify any provision of the Declaration or the exhibits thereto which is for the benefit of the Institutional Mortgagee, without the prior written consent of the Institutional Mortgagee.

ARTICLE XII- TERM

The term of the Association shall be perpetual.

ARTICLE XIII- INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Gary D. Posner, 18851 NE 29 Avenue, Suite 700, Aventura, Florida 33180.

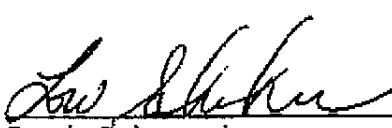
IN WITNESS WHEREOF, these Articles of Incorporation have been executed by the undersigned Subscriber and Incorporator on this 23 day of April, 2004.



Gary D. Posner

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above named corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida, relative to keeping open said office.



Lori Schumacher
Registered Agent

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