

N040000004801

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100035804371

05/12/14--01055--025 **87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 12 PM 2:05

TRANSMITTAL LETTER

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

SUBJECT: Kensington Park Townhomes Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Elizabeth Brandt-Brown
Name (Printed or typed)

9045 LaFontaine Blvd., #B-1
Address

Boca Raton, FL 33434
City, State & Zip

561-477-5845
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 12 PM 2:05

ARTICLES OF INCORPORATION
OF

KENSINGTON PARK TOWNHOMES ASSOCIATION, INC.

(A Florida Corporation Not-For-Profit)

The undersigned incorporator, for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, as amended, hereby adopts these Articles of Incorporation:

ARTICLE I – NAME

The name of the corporation is KENSINGTON PARK TOWNHOMES ASSOCIATION, INC., hereinafter the "Association".

ARTICLE II – ADDRESS

The initial address of the Association is 3900 SW 30th Avenue, Suite 3, Fort Lauderdale, Florida 33312.

ARTICLE III – PURPOSES

The general nature, objects and purposes for which the Association is formed are:

A. To maintain and, if necessary, to own portions of the property subject to the Declaration of Covenants, Restrictions and Easements for Kensington Park Townhomes recorded or to be recorded in the Public Records of Broward County, Florida (the "Declaration"). The property ("Kensington Park") subject to the Declaration is situated in Broward County, Florida, and is legally described as follows:

Lots 16 through 24, Block 308, PROGRESSO, according to the Plat thereof recorded in Plat Book2, Page 18, of the Public Records of Dade County, Florida, said lands situate, lying and being in Broward County, Florida.

B. To provide, improve, maintain, repair and replace (i) the paved vehicular roadway system and (ii) all landscaping, associated lighting and irrigation and drainage systems on, upon, over and under the Common Area more particularly described in the Declaration. (Unit owners are to maintain, repair and replace landscaping and irrigation systems on their own units, exclusive of the ingress, egress and utility easement area).

C. To operate, without profit, for the sole and exclusive benefit of its Members.

D. To enter into easement agreements or other use of possessory agreements including but not limited to, those agreements executed by Declarant.

ARTICLE IV – POWERS AND DUTIES

In furtherance of its purposes, the Association shall have the powers and duties, expressed or implied, existing under these Articles, the By-Laws, the Declaration, or as otherwise provided by statute or law.

ARTICLE V – MEMBERSHIP

5.1 Every person or entity who is a record owner of a Unit within Kensington Park shall be a Member of the Association. 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 Unit.

5.2 Change of membership will be established by the recording in the Public Records of Broward County, Florida, a deed or other instrument establishing record fee title to a Unit within the property and by delivery to the Association of a copy of such instrument. The Owner designed by such instrument shall thereby become a Member of the Association, and the membership of the prior Owner shall thereby be terminated. In the event that a copy of said instrument is not delivered to the Association, said Owner shall become a Member but shall not be entitled to voting privileges.

5.3 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 a Unit.

ARTICLE VI – VOTING AND ASSESSMENTS

6.1 Subject to the restrictions and limitations hereinafter set forth, a Member shall be entitled to one (1) vote for each Unit owned. When more than one person holds a fee simple interest in any one (1) Unit, all such persons shall be Members, and the one (1) vote for such Unit shall be exercised as the owners thereof among themselves shall determine, but in no event shall more than one (1) vote be cast with respect to any one (1) Unit. Fractional affirmative vote of a majority of the votes of the Members at any meeting of the Members duly called at which a quorum is present, shall be binding upon the Members.

6.2 The Declarant shall have the right to appoint all of the Board of Directors until three (3) months after Declarant has conveyed ninety percent (90%) of the Units of Kensington Park; thereafter, the Members are entitled to elect a majority of the Board of Directors.

6.3 The Declarant shall have the right to appoint one (1) Member of the Board of Directors so long as it holds for sale in the ordinary course of business not less than five percent (5%) of the Units in Kensington Park.

6.4 The Association will obtain funds with which to operate by assessment of its Members in accordance with the provisions of the Declaration, as supplemented by the provisions of the Articles of Incorporation and By-Laws of the Association relating thereto.

ARTICLE VII – BOARD OF DIRECTORS

7.1 The affairs of the Association will be managed by a Board of Directors consisting of not less than three (3) Directors. The initial Members of the Board of Directors shall serve until the first annual meeting of the Members. So long as Declarant shall have a right to appoint all of the Board of Directors, Directors need not be Members of the Association and need not be residents of Kensington Park; thereafter, Directors shall be Members of the Association, except for those who are appointed by the Declarant.

7.2 The first annual meeting of the Members shall be at the call of the Declarant. At the first annual meeting of the Members, an election (or appointment, as the case may be) of the three (3) members of the Board of Directors shall be held. Election shall be in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

7.3 The names and addresses of the members of the first Board of Directors who shall hold office until the first annual meeting of the Members, and until their successors are elected and have qualified, are as follows:

	<u>NAMES</u>	<u>ADDRESSES</u>
(1)	Kenneth E. Richardson	3900 SW 30 th Ave., #3 Fort Lauderdale, FL 33312
(2)	Kristy Richardson	3900 SW 30 th Ave., #3 Fort Lauderdale, FL 33312
(3)	Christian Klink	3900 SW 30 th Ave., #3 Fort Lauderdale, FL 33312

ARTICLE VIII – OFFICERS

8.1 The officers of the Association shall be a President, a Secretary, and a Treasurer, and such other officers as the Board of Directors may from time to time deem necessary. Any two (2) or more offices may be held by the same person except for the offices of President and Secretary.

8.2 The names and addresses of the Officers who shall serve until their successors are duly elected and qualified are:

President: Kenneth E. Richardson
3900 SW 30th Ave., #3
Fort Lauderdale, FL 33312

Secretary/
Treasurer: Kristy Richardson
3900 SW 30th Ave., #3

Fort Lauderdale, FL 33312

ARTICLE IX – INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding, or any settlement of any proceedings, 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; whether or not he is a Director or Officer at the time such expenses are incurred. However, said indemnification will not apply if the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. In the event of a settlement, the indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interest 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 X – BYLAWS

The Board of Directors may, from time to time, adopt, alter or rescind Bylaws not inconsistent with these Articles of Incorporation, however, there shall be no amendment to the Bylaws which shall abridge, amend or alter the rights of any Institutional Mortgagee without the prior written consent of such Institutional Mortgagee.

ARTICLE XI – AMENDMENTS

The Articles of Incorporation may be amended in the following manner:

A. The Board of Directors, by majority vote, shall adopt a Resolution setting forth the proposed Amendment and direct that it be submitted to vote at a meeting of the Members.

B. Notice of the subject matter of the proposed Amendment shall be included in the notice of any meeting (special or annual) at which such proposed Amendment is to be considered by the Members. Such notice shall set out in full the proposed amended article, section, subsection or paragraph of a subsection.

C. Such proposed Amendment shall be submitted to an approved by the Members at Such meeting. Any number of Amendments may be submitted to the Members and voted upon at one (1) meeting. The proposed Amendment shall be adopted upon receiving the affirmative vote of at least 2/3rds of the Members.

D. An Amendment to these Articles of Incorporation may be made, without a meeting, by a written statement signed by all Members eligible to vote in lieu of the above procedure.

E. Notwithstanding the foregoing, so long as Declarant owns at least one (1) Unit in Kensington Park, no Amendment affecting Kensington Park, Inc., a Florida corporation, or its successors or assigns, as Declarant, shall be effective without the prior written consent of said Declarant.

F. The Articles shall not be amended in any manner which shall prejudice the rights of any institutional mortgagee without the prior written consent of such institutional mortgagee.

ARTICLE XII – DURATION

The Association shall exist perpetually.


ARTICLE XIII – INCORPORATOR

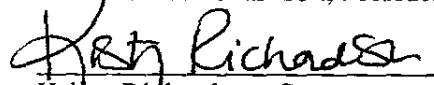
The name and address of the incorporator of these Articles of Incorporation is Kenneth E. Richardson, 3900 SW 30th Ave., #3, Fort Lauderdale, FL 33312.

ARTICLE XIV – REGISTERED OFFICE/AGENT

The registered office of the Association shall be at 3900 SW 30th Ave., #3, Fort Lauderdale, Florida 33312, or at such other place as may be subsequently designated by the Board. The name and address of the registered agent of the Association is Kristy Richardson, 3900 SW 30th Ave., #3, Fort Lauderdale, Florida 33394, or such other person as may be subsequently designated by the Board.


IN WITNESS WHEREOF, the undersigned incorporator has affixed his signature to these Articles of Incorporation, this 14th day of April, 2004.


Kenneth E. Richardson, President


Kristy Richardson, Secretary

ACCEPTANCE OF REGISTERED AGENT

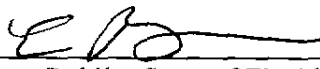
Having been named as registered agent and to accept service of process for Kensington Park Townhomes Association, Inc. at the place designated in the Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept obligations of my position as registered agent.


Kristy Richardson
Date: 4-14-04

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 14th day of April, 2004, by Kenneth E. Richardson as President, and Kristy Richardson, as Secretary, of Kensington Park Townhomes, Inc., a Florida not-for-profit corporation, on behalf of the corporation. They are personally known to me or has/have produced _____ as identification.



Notary Public, State of Florida
My commission expires:



Elizabeth Brandon-Brown
Commission #DD186650
Expires: Feb 23, 2007
Bonded Thru
Atlantic Bonding Co., Inc