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FLORIDA NON-PROFIT CORPORATION

PARK PLACE TOWNHOMES ASSOCIATION, INC.

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RE-SUBMIT

PLEASE OBTAIN THE ORIGINAL
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FLORIDA DEPARTMENT OF STATE

Glanda E. Hood
Secretary of State

May 18, 2004

YOUR CAPITAL CONNECTION, INC.

SUBJECT: PARK PLACE TOWNHOMES ASSOCIATION, INC.
REF: W04000019048

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Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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Alan Crum
Document Specialist
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FAX Aud. #: H04000106576
Letter Number: 604A00034669

REMIT
TO OBTAIN THE ORIGINAL
PER ORDER

**Articles of Incorporation
of
PARK PLACE TOWNHOMES OF PORT ST. LUCIE ASSOCIATION, INC.**

The undersigned, acknowledges and files in the Office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the "Florida Not For Profit Corporation Act" of the laws of the State of Florida F.S. Chapter 617 and F.S. Chapter 620, these Articles of Incorporation.

**ARTICLE I
Corporate Name**

1.1 **Name.** The name of the Corporation shall be **PARK PLACE TOWNHOMES OF PORT ST. LUCIE ASSOCIATION, INC.** and the principal office shall be at 326 NE Surfside Avenue, Port St. Lucie, FL 34983.

**ARTICLE II
Purposes and Powers**

2.1 **Purposes.** The purposes for which the Corporation as formed are as follows:

- a) To be the community association for the owner of common areas, within Park Place Townhomes, a PUD in Port St. Lucie, Florida;
- b) To own, hold, manage and maintain all park, recreation area landscape easements, drainage easements including any surface water management system permitted by South Florida Water Management District General Permit No. 56-00332-S and any and all other community and association assets related to the beneficial enjoyment and benefit of the community.
- c) Assess the Owners and Members of the Association for necessary operating funds, maintenance and reserves.
- d) Establish and enforce rules and regulations, and to enforce all covenants, restrictions common to Park Place Townhomes.
- c) To have generally all powers belonging to

homeowners' associations and Florida not for Profit Corporations and generally, to do all and everything lawful and proper, which may be necessary or expedient to the accomplishment of any purpose or to the attainment of any of the objects herein set forth, no matter how remotely connected.

- f) The Corporation shall have such corporate powers as are granted in Chapter 617 of the Florida Statutes and Chapter 720 of the Florida Statutes and all amendments subsequent thereto, together with such other additional powers as shall be reasonably co-existent and appropriate and necessary for the full use and proper management of the corporation or any of its purposes; provided however, that this corporation in exercising any one or more of its powers, shall do so in furtherance of the exempt purposes for which it has been organized, and as described in the Internal Revenue Code and Regulation and provisions herein, provided further that any which would render the corporation non-exempt for tax purposes shall be treated as void and of no effect.

2.2 Powers. To accomplish the foregoing purposes, the Corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued. No part of the income of the Corporation shall be distributed to the members, directors and officers of the Corporation.

- a) Limitation on Activities. Notwithstanding any other provisions of these Articles, this Corporation will not carry on any activities not permitted to be carried on by: (i) a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 and as may be amended.
- b) No Personal Inurement. The assets of Corporation shall not inure to the personal benefit of any individual, member, director or officer of Corporation or for the Corporation by any individual.

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ARTICLE III
Members

- 3.1 The Corporation shall have voting members who shall be Owners of Units within Park Place Townhomes in Port St. Lucie, Florida. Membership shall be automatic upon purchase of a Lot, property or unit in Park Place Townhomes, subject to review and approval by the Board of Directors of Corporation. The initial member representative shall be EUGENE WITKE as designated by Park Place of Port St. Lucie, LLC.

ARTICLE IV
Period of Duration

4.1 Period of Duration. The Corporation shall have perpetual existence. In the event of dissolution of this Corporation, no part of Corporation's assets shall inure to the benefit of any member but shall instead be distributed to such charitable organization or organizations selected by the final Board of Directors of the Corporation, which organization or organizations must qualify as charitable organizations under Article 501(c)(3) of the United States Internal Revenue Code of 1986 as may be amended.

4.2 Surface Water Management System. If the Association is dissolved, the surface water management system and property rights containing such system of common areas shall be conveyed to an agency of local government determined to be acceptable to the South Florida Water Management District. If the local government declines to accept the conveyances, then the surface water management system and property rights containing such water management portions of the common areas shall be dedicated to a similar non-profit corporation.

ARTICLE V
Directors of Corporation and Officers

5.1 Governing Board. The affairs and property of the Corporation shall be managed and governed by a Board of Directors in accordance with the By-Laws. The number of Directors shall be determined in accordance with the Corporation's By-Laws; however, in no event shall the Board of Directors be composed of less than two (2) persons nor more than five (5). The terms of office for the initial Directors named herein shall be one (1) year and until their successors have been elected and qualified as prescribed in the By-Laws. The terms of office of Directors serving after the initial Board shall be as prescribed in the By-Laws.

- 5.2 Initial Board of Directors. The names and addresses of the persons who shall serve on the initial Board of Directors are as follows:

Eugene Wittke
326 NE Surfside Avenue
Port St. Lucie, FL 34983

Debra Morris
326 NE Surfside Avenue
Port St. Lucie, FL 34983

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5.3 Officers. The officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, and such other officers and assistant officers as may be provided in the bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and such manner as may be prescribed by the bylaws. The name and address of each initial Officer of the Corporation is as follows:

Eugene Wittke, Director
8326 NE Surfside Avenue
Port St. Lucie, FL 34983
President and Treasurer

Deborah Morris
8326 NE Surfside Avenue
Port St. Lucie, FL 34983
Vice President and Secretary

ARTICLE VI
Non-Stock

6.1 No Stock Issued. The Corporation shall not issue stock nor any evidence of ownership of any interest in the Corporation.

6.2 Limitation. No By-Law shall be adopted or amended that would place the Corporation in violation of Section 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.

ARTICLE VII
Registered Agent and Office

7.1 Registered Office. The initial registered agent office of the Corporation is 326 NE Surfside Avenue, Port St. Lucie, FL 34983

7.2 Registered Agent. The initial registered agent whose address is identical with the registered office given above is Eugene Wittke.

ARTICLE VIII
Incorporator

8.1 Incorporators. The name and street address of the incorporator signing these Articles of Incorporation is:

Eugene Wittke
326 NE Surfside Avenue, Port St. Lucie, FL 34983.

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ARTICLE IX

Amendment of Articles of Incorporation

9.1 Vote. These Articles of Incorporation may be amended by a three-fourth (¾th) vote of the Board of Directors, unless applicable law or By-Law shall provide otherwise.

9.2 Limitation. No amendment of these Articles shall be made in violation of Article 501(c)(3) of the Internal Revenue Code of 1986, as it may be amended from time to time.

9.3 Limitation as to Surface Water Management System. Any amendment to these Articles or to the common areas which amendment would affect the surface water management system shall be submitted to South Florida Water Management District for a determination if such amendment requires a modification of the South Florida Water Management District permit.

IN WITNESS WHEREOF, the undersigned hereto set their hands and seals this 14th day of May, 2004.

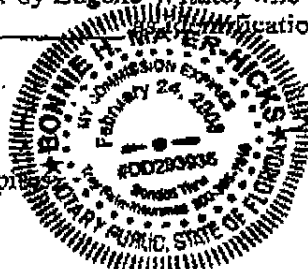

Eugene Wittke, Incorporator

STATE OF FLORIDA

COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 14th day of May, 2004 by Eugene Wittke, who ☒ is personally known to me; or ☐ has produced proper identification and who ☐ did ☐ did not take an oath.

My Commission Expires




NOTARY PUBLIC

Notary Public — State of Florida

**Certificate Designating Place of Business of Domicile
for Service of Process Within this State Naming Agent
Upon Whom Process may be Served**

In pursuance of §§ 48.091(1) and 617.0501, Florida Statutes, the following is submitted in compliance thereof:

of Part St Lucie

That Park Place Townhomes/Association, Inc., desiring to organize as a corporation under the laws of the State of Florida, with its initial registered office in Florida, being in the County of St.

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CAPITAL CONNECTION

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Lucie at 326 NE Surfside Avenue, Port St. Lucie, FL 34983, has named Eugene Witke located at that same address as its initial registered agent to accept service of process within this State.

Acknowledgment:

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, and I accept the duties and obligations of Section 617.0503, Florida Statutes.

By:


Eugene Witke

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