

NO 04000008632

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H04000179943 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 205-0381

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850) 521-1000  
Fax Number : (850) 558-1575

5/K

FLORIDA NON-PROFIT CORPORATION  
ROYAL PALM LAKES HOMEOWNERS' ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	0
Page Count	10
Estimated Charge	\$70.00

FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

2004 SEP -2 AM 8:30

FILED

Electronic Filing Menu

Corporate Filing

Public Access Help

9/13/04

SEP. 2. 2004 10:01AM

CORPORATION SVC CO

NO. 044 P. 2  
H04000179942 FILED

2004 SEP -2 AM 8:30

ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ROYAL PALM LAKES HOMEOWNERS' ASSOCIATION, INC.

The undersigned, by these Articles of Incorporation, associate themselves for the purpose of forming a corporation not for profit, pursuant to the provisions of Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

Name

The name of the corporation shall be ROYAL PALM LAKES HOMEOWNERS' ASSOCIATION, INC. For convenience, the corporation will be referred to in this instrument as the Association. The place of business shall be 1400 South Ocean Blvd., Suite N-203, Boca Raton, FL 33432, until changed by the owners at the first meeting.

ARTICLE II

Purposes

The purpose for which the Association is organized are as follows:

1.1 To establish, maintain and operate a corporation not for profit; to uphold, maintain and promote the property interests and rights of member owners and residents of the following-described real property located in Indian River County, Florida:

And to do any other thing necessary or desirable in the interests of the safety, health, protection, comfort and convenience of such member property owners and residents.

1.2 To make and establish reasonable rules and regulations governing the use and maintenance of the real property described above.

1.3 The Association shall levy and collect adequate assessments against

members of the Association for the costs of maintenance and operation of the surface water or stormwater management system. The individual assessments will be a pro rata share based on lot ownership of the entire property, except where the membership votes for a special assessment for a particular purpose for the benefit of a specific area of the properties in which event a majority of the members to be assessed must approve the special assessment.

1.4 To enforce and abide by the provisions of any covenants or restrictions which are or may be, applicable to the property and which may be adopted from time to time as provided in the Bylaws of the Association.

1.5 The Association shall operate, maintain and manage the surface water or stormwater management system(s) in a manner consistent with the St. Johns River Water Management District Permit No. 4-061-91036-1 requirements and applicable District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or stormwater management system.

### ARTICLE III

#### Powers

The Association shall have all of the powers and privileges granted to associations not for profit under the laws of the State of Florida and shall have all of the powers reasonable necessary to implement and effectuate the purposes of the Association, including, but not limited to, the following:

2.1 To promote the safety and health of members of the Association and their property interests and rights by providing, improving and maintaining drainage swales, road and right-of-way areas and such other further similar type services as may be reasonable necessary or desirable in ROYAL PALM LAKES, PHASE I AND II,  
AFFIDAVIT OF EXEMPTION.

2.2 To purchase insurance for properties owned by the Association and insurance for the protection of the Association and its members, officers and directors.

2.3 To maintain, repair, replace and operate the corporate properties.

2.4 To make and establish covenants and restrictions governing the use and

H04000179943 3

maintenance of property located within ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION.

2.5 To amend, modify or change any covenants and restrictions which are, have been or may be applicable to ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION.

2.6 To enforce the provisions of any covenants or restrictions, which are or may be made applicable to the property located within ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION and which may be adopted from time to time as provided in the Declaration of Covenants, Conditions and Restrictions of ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION, as they may exist from time to time.

2.7 To levy and collect, from time to time, assessments against members of the Association to defray expenses of maintenance and repair of the items in areas lying within ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION, as described in paragraph 2.1 above and other expenses incurred in implementing the Association's purposes in such manner as may be provided by the Bylaws of the Association and the Association shall have a lien upon any property of a member of the Association lying within ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION for the payment of such assessments. The lien herein provided shall secure the monies due for all assessments levied against a member of the Association, as provided in the Bylaws, together with interest upon delinquent assessments and for all the costs and expenses, including a reasonable attorney's fee, which may be incurred by the Association in preparing, recording and enforcing its lien. The lien shall be enforced by recording in the Public Records of Indian River County, Florida a claim of lien and by foreclosures in the same manner as real estate mortgages may be foreclosed in the State of Florida.

2.8 To reconstruct improvements comprising the items and areas lying within ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION as described in paragraph 2.1 above and to repair and maintain the same.

2.9 To employ personnel to perform the services required for the proper management and operation of the Association.

H04000179943 3

H04000179943 3

All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of Declaration of Covenants, Conditions and Restrictions of ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION, these Articles of Incorporation and the Bylaws.

The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Covenants, Conditions and Restrictions of ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION and the Bylaws.

#### ARTICLE IV

##### Existence and Duration

Existence of the Association shall commence with the filing of these Articles of Incorporation with the Secretary of State, Tallahassee, Florida. The Association shall exist in perpetuity.

#### ARTICLE V

##### Dissolution

In the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, F.A.C., and be approved in writing by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

#### ARTICLE VI

##### Members

3.1 Membership Every person or entity who is a record owner of a fee or undivided fee interest in any parcel which is subject to covenants of record to assessment by the Association shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security of the performance of an obligation shall not be a member.

3.2 Voting Rights Members shall be all those owners, as defined in paragraph 3.1 above. Members shall be entitled to one vote for each parcel which they hold the

H04000179943 3

interest required for membership by paragraph 3.1 hereof. When more than one person holds such interest or interests in any parcel, all such persons shall be members and the vote for such parcel shall be exercised as they among themselves determine, but in no event shall more than one weighted vote be cast with respect to any such parcel which is owned by more than one person.

## ARTICLE VII

### Board of Directors

4.1 The affairs of the Association shall be managed by a Board of Directors consisting of three (3) persons. Directors need not be members of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided by the Bylaws of the Association. The Directors of the Association shall be elected at the annual meeting of the Association.

4.2 The first election of Directors shall be held at the first Annual Meeting of the Association. The Directors named in these Articles will serve until the first election of Directors or until the parcel owned by a Director is conveyed to someone other than the individual elected as a Director, whichever event occurs first and any vacancies in their number occurring before the first election will be filled by the remaining Directors.

4.3 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>
Dennis D'Angelo	211 West Seaview Circle Duck Key, FL 33050
Marcel T. Damiecki	424 Harbour Drive Duck Key, FL 33050
Nancy D'Angelo	211 West Seaview Circle Duck Key, FL 33050

H04000179943 3

- 1.4 Any Director shall have the right to designate an authorized representative to act on behalf of said Director at any duly-called meeting.

## ARTICLE VIII

### Officers

The affairs of the Association shall be administered by the officers designated in the Bylaws of the Association. Said officers shall be elected by the Board of Directors annually at its meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who will serve until their successors are designated are as follows:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Marcel T. Damiecki	424 Harbour Drive Duck Key, FL 33050	President
Nancy D'Angelo	211 West Seaview Circle Duck Key, FL 33050	Secretary/Treasurer

## ARTICLE IX

### Bylaws

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

## ARTICLE X

### Amendments

Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

5.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

5.2 A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the

H04000179943 3

H04000179943 3

Secretary at or prior to the meeting. Such amendment must be approved by not less than seventy-five percent (75%) of the membership of the Association.

5.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members without approval in writing by all members and the joinder of all record owners of mortgages upon the owner's individual parcel. No amendment shall be made that is in conflict with the Declaration of Covenants, Conditions and Restrictions of ROYAL PALM LAKES, PHASE I AND II, AFFIDAVIT OF EXEMPTION.

5.4 A copy of each amendment shall be certified by the Secretary of State, State of Florida, and shall be recorded in the Public Records of Indian River County, Florida.

#### ARTICLE XI

##### Subscribers

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Marcel T. Damiecki	424 Harbor Drive Duck Key, FL 33050
Nancy D'Angelo	211 West Seaview Circle Duck Key, FL 33050

#### ARTICLE XII

##### Registered Agent

The street address of the initial registered office of the Association is 1400 South Ocean Blvd., Suite N-203, Boca Raton, FL 33432 and the name of the initial registered agent of the Association at that address is: Marcel T. Damiecki.

.....

H04000179943 3



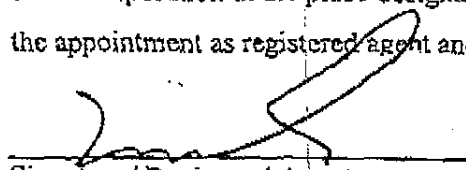
SEP. 2. 2004 10:03AM

CORPORATION SVC CO

NO. 044 P. 9

H04000179943 3

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


  
Signature / Registered Agent

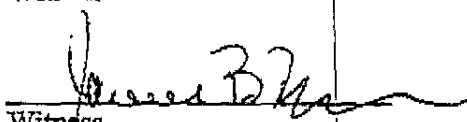
08/27/04  
Date

MARCEL T. DAMIECKI

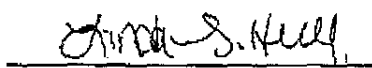
IN WITNESS WHEREOF, we the undersigned, being each and all of the original subscribers to the Association hereinabove named, for the purpose of forming a corporation to do business within and without the State of Florida and in pursuance of Florida law, do hereby make, subscribe, acknowledge and file this certificate, hereby jointly and severally declaring and certifying the facts herein stated are true and that we have associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida and accordingly have set our hands and seal at Vero Beach, Indian River County, Florida this 27 day of August 2004.

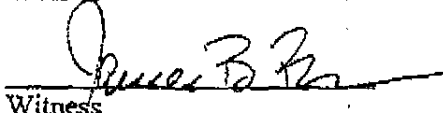
Signed, Sealed and Delivered  
In the Presence of:

  
Witness


  
Witness

Signed, Sealed and Delivered  
In the Presence of:

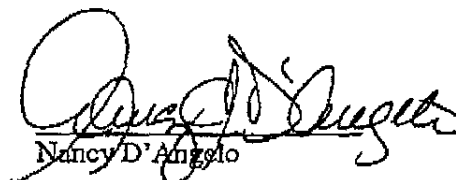
  
Witness

  
Witness

Subscriber

  
Marcel T. Damiecki

Subscriber

  
Nancy D'Angelo

2004 SEP -2 AM 8:30  
CLERK OF STATE  
TALLAHASSEE FLORIDA

FILED

H04000179943 3

SEP. 2. 2004 10:04AM

CORPORATION SVC CO

NO. 044 P. 10  
H04000179943 3

STATE OF FLORIDA *NY*  
COUNTY OF *Suffolk*

Before me, an officer duly authorized to take acknowledgements, personally appeared Marcel T. Damięcki, known to me and/or who produced FL license as identification, and he acknowledged before me that he executed the foregoing instrument of the purposes therein expressed.

Witness my hand and seal in the county and state last aforesaid this 27 day of August, 2004.

ELIZABETH A. SWEZEY  
Notary Public, State of New York  
Registration #01SW6074393  
Qualified in Suffolk County  
My Commission Expires May 13, 2006

(NOTARY SEAL)

*Elizabeth A. Swezey*  
NOTARY PUBLIC  
STATE OF FLORIDA *NY*

*Elizabeth A. Swezey*  
Printed name of Notary  
My Commission Expires: *May 13, 2006*

STATE OF FLORIDA *New York*  
COUNTY OF *Suffolk*.

Before me, an officer duly authorized to take acknowledgements, personally appeared Nancy D'Angelo, known to me and / or who produced \_\_\_\_\_ as identification, and she acknowledged before me that she executed the foregoing instrument of the purposes therein expressed.

Witness my hand and seal in the county and state last aforesaid this 27 day of August, 2004.

ELIZABETH A. SWEZEY  
Notary Public, State of New York  
Registration #01SW6074393  
Qualified in Suffolk County  
My Commission Expires May 13, 2006

(NOTARY SEAL)

*Elizabeth A. Swezey*  
NOTARY PUBLIC  
STATE OF FLORIDA

*Elizabeth A. Swezey*  
Printed name of Notary  
My Commission Expires: *May 13, 2006*

H04000179943 3