

N04000011820

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

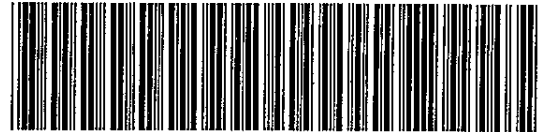
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



400042835824

12/06/04--01033--013 **122.50

FILED
04 DEC 20 PM 4:00
TALLAHASSEE, FLORIDA

FILED

04 DEC 20 PM 4:00

12-4-11-18-4
KSP
-25

Law Offices
of
STEVEN D. BRAVERMAN, P.A.

STEVEN D. BRAVERMAN
8751 W. BROWARD BLVD.
SUITE 206
PLANTATION, FL 33324

DIRECT: (954) 474-5988
TEL: (954) 474-7277
FAX: (954) 474-2844
EMAIL: BRAVEBAR39@AOL.COM

December 3, 2004

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: PINE CREEK HOMEOWNERS ASSOCIATION, INC.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation in connection with the above-referenced corporation. I have also enclosed a check in the amount of \$122.50 to cover the cost of the filing fee, one certified copy and a Registered Agent designation for same.

I would request that you return a certified copy of the Articles to my office in the enclosed self-addressed stamped envelope.

Thank you for your cooperation in connection with this matter and should you have any questions, please do not hesitate to contact me.

Sincerely,

STEVEN D. BRAVERMAN, P.A.

SDB:kk
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 8, 2004

LAW OFFICES OF STEVEN D BRAVERMAN, PA
8751 W BROWARD BLVD SUITE 206
PLANTATION, FL 33324

SUBJECT: PINE CREEK HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W04000044814

We have received your document for PINE CREEK HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

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

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Justin M Shivers
Document Specialist
New Filings Section

Letter Number: 504A00068611

**ARTICLES OF INCORPORATION
OF
PINE CREEK ESTATES HOMEOWNERS ASSOCIATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, does hereby adopt the following Articles of incorporation.

FILED
04 DEC 20 PM 4:00
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE I
NAME**

The name of the corporation shall be PINE CREEK ESTATES HOMEOWNERS ASSOCIATION, INC., a Florida corporation not for profit, which is hereinafter (in these Articles) referred to as the "Association". Whose principal place of business is 11441 Interchange Circle South Miramar, Fl. 33025.

**ARTICLE II
PURPOSE AND POWERS**

The objectives and purposes of the association are to own, operate, manage, and administer those portions of real property, and to perform those objectives and purposes, as are authorized by the Declaration recorded (or to be recorded) in the Public Records of Broward County, Florida, and amendments filed in accordance therewith and set forth in these Articles of Incorporation and the Bylaws of the Association.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any Pine Creek Member or other Person.

The Association shall have the power to contract for the management of the Association and to delegate to the party with whom such contract has been entered into the powers and duties of the Association.

The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles, the Bylaws or the Sub-Declaration. The Association shall also have all of the powers necessary to implement the purposes of the Association and to provide for the general health and welfare of its membership.

**ARTICLE III
MEMBERS AND VOTING RIGHTS**

Section 1. Membership. Every Person who is record Owner of a fee interest in any Lot which is or is at any time made subject to the Declaration shall be a Pine Creek Member of the Association, provided that any such Person who holds such interest merely as a security for the performance of an obligation shall not be a Member. Membership in the Association and transfer thereof shall be upon such terms and conditions as is provided for in the Declaration Bylaws of these Articles.

Section 2. Multiple Ownership.

- (a) If there is more than one Pine Creek Member with respect to a Lot as a result of the fee interest in such Lot being held by more than one Person, such Pine Creek Members collectively shall be entitled to only one vote. The vote of the Owners of Lot owned by more than one Person shall be cast by the person ("Voting Member") named in a certificate signed by all of the Owners of the Lot, or, if appropriate, by properly designated officers, partners or principals of the respective legal entity, and filed with the Secretary of the Association, and such certificate shall be valid until revoked by a subsequent such certificate. If such certificate is not filed with the Secretary of the Association, the vote of such Lot shall not be considered.
- (b) Notwithstanding the provisions of Section 5(a) above, whenever any Lot is owned by a husband and wife, they may, but shall not be required to, designate a Voting Member. If a proxy or certificate designating a Voting Member is not filed by the husband and wife, the following provisions shall govern their right to vote:
 - (1) When both husband and wife are present at a meeting, each shall be regarded as the agent and proxy of the other for purposes of casting the vote for each Lot owned by them. If they are unable to concur in their decision upon any subject requiring a vote, they shall lose their right to vote in that subject at that meeting.
 - (2) When only one spouse is present at a meeting, the spouse present may cast the Lot vote without establishing the concurrence of the other spouse. In the event of prior written notice to the contrary to the Association by the other spouse, the vote of said Pine Creek Member shall not be considered.
- (c) When neither spouse is present, the person designated in a proxy or certificate signed by either spouse may cast the vote, absent any prior written notice to the contrary to the Association by the other spouse of the designation of a different Voting Member by the other spouse. In the event of prior written notice to the contrary to the Association of the designation of a different Voting Member by the other spouse, the vote of said Pine Creek Member shall not be considered.

Section 3. Meeting of Pine Creek Members. The Bylaws of the Association shall provide for an annual meeting of Pine Creek Members, make provisions for regular and special meetings of Pine Creek Members other than the annual meeting and set the quorum requirements for meetings of the Pine Creek Members. Business of any nature whatsoever may be conducted at any special or annual meeting including, but not limited to, the election of directors.

Section 4. No Transfer of Hypothecation. No Pine Creek Member may assign, hypothecate or transfer in any manner his membership in the Association except as an appurtenance to his Lot.

Section 5. Loss of Membership. Any Pine Creek Member who conveys or loses title to a Lot by sale, gift, judicial decree or otherwise shall, immediately upon such conveyance or loss of title, no longer be a Pine Creek Member resulting from ownership of such Lot.

ARTICLE IV CORPORATE EXISTENCE

The Association shall have a perpetual existence.

ARTICLE V BOARD OF DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three persons and no more than seven persons. The number of Directors if in excess of three persons shall be determined by the membership. A majority of the Directors in office shall constitute a quorum for the transaction of business. The Bylaws shall provide for meetings of Directors.

Section 2. Board of Directors. The names and addresses of the Board of Directors of the Association, who shall hold office until the first annual meeting of PINE CREEK ESTATES HOMEOWNERS ASSOCIATION, INC. (which first annual meeting shall take place on or before December 31, 2006. And thereafter until qualified successors are duly elected and have taken office, shall be as follows:

<u>Name:</u>	<u>Address:</u>
Carl Lunetta, President	11441 Interchange Circle S. Miramar, Fl. 33025.
Troy Samuels, V.P.	11441 Interchange Circle S. Miramar, Fl. 33025.
Carmen Lunetta, Sec./Treas.	11441 Interchange Circle S. Miramar, Fl. 33025.

ARTICLE VI AMENDMENTS

Section 1. Manner of Amendment. Amendments to these Articles of Incorporation shall be proposed and approved by the Board of Directors and thereafter submitted for approval by at least two thirds (2/3) of the Lot Owners at a meeting of the membership of the Association, provided that no amendment shall be effective which would affect the rights of the Class B Member without the approval of the Class B Member, and no amendment shall be effective which will adversely affect the rights of any Institutional Mortgagee without the prior written consent of such Institutional Mortgagee. No amendment shall be made to these Articles of Incorporation which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Sub-Declaration. Any amendment to these Articles shall be filed with the Secretary of State of the State of Florida, and a certified copy of such amendment from the

Secretary of State shall be recorded in the Public Records of the County.

Section 2. Conflict. In case of any conflict between these Articles of Incorporation and the Bylaws, these Articles shall control.

ARTICLE VII REGISTERED AGENT

The name and address of the initial registered agent for these Articles of Incorporation is:

Name	Address
Steven D. Braverman	Steven D. Braverman, P.A. 8751 West Broward Blvd. Suite #206 Plantation, Florida 33324

ARTICLE VIII INDEMNIFICATION

Section 1. Indemnity. The Association shall indemnify any Person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, or suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a Director, employee, incorporator, officer or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had not reasonable cause to believe his conduct was unlawful, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his duty to the Association, unless and only to the extent that the court in which such action or suit was brought shall determine upon application that despite the adjudication of liability, but in view of all if the circumstances of the case, such Person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere, or its equivalent, shall not of itself, create a presumption that the Person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

Section 2. Expenses. To the extent that a Director, officer, incorporator, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in Section 1 above or in defense of any

claim, issue or matter therein, he shall be indemnified against expenses (including attorneys' fees, appellate attorneys' fees and court costs) reasonably incurred by him in connection therewith.

Section 3. Approval. Any indemnification under Section 1 above (unless ordered by a court) shall be made by the Association only as authorized in the specific case upon a determination that indemnification of the Director, officer, incorporator, employee or agent is proper under the circumstances because he has met the applicable standard of conduct set forth in Section 1 above. Such determination shall be made (a) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding, or (b) if such quorum is not obtainable, or, even if obtainable, if a quorum of disinterested Directors so directs, by independent legal counsel in a written opinion, or by a majority of the Pine Creek Estates Homeowners Association Member.

Section 4. Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding may be paid by the Association in advance of the final disposition of such action, suit or proceeding as authorized by the Board of Directors in the specific case upon receipt of an undertaking by or on behalf of the Director, officer, incorporator, employee or agent to repay such amount, unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article.

Section 5. Miscellaneous. The indemnification provided by this Article shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any bylaw, agreement, vote of Pine Creek Estates Homeowners Association Member or otherwise, both as to action in his official capacity while holding such office or otherwise, and shall continue as to a person who has ceased to be a Director, officer, incorporator, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such person.

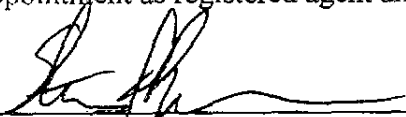
IN WITNESS WHEREOF, the undersigned agent of PINE CREEK ESTATES HOMEOWNERS ASSOCIATION, INC. has herewith set his hand and seal this 16 day of December, 2004.


CARL LUNETTA

04 DEC 20 PM 4:00
SECTION OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for the above state 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 of Registered Agent
STEVEN D. BRAVERMAN

12/17/04
Date