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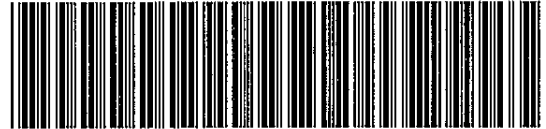
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CORPORATION SERVICE COMPANY

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ACCOUNT NO. : 072100000032

REFERENCE : 268257 7117422

AUTHORIZATION :

*Patricia Pajaro*

COST LIMIT : \$ 78.75

ORDER DATE : March 21, 2005

ORDER TIME : 11:04 AM

ORDER NO. : 268257-005

CUSTOMER NO: 7117422

CUSTOMER: Ms. Wendy Vann  
Katz & Green

1 Florida Park Drive South

Palm Coast, FL 32137

DOMESTIC FILING

NAME: PRESERVATION FALLS HOMEOWNERS'  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: \_\_\_\_\_

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CLERK OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION OF  
PRESERVATION FALLS HOMEOWNERS' ASSOCIATION, INC.,**

**a Corporation Not-for-Profit**

The undersigned natural person competent to contract, for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I: NAME**

The name of the corporation shall be PRESERVATION FALLS HOMEOWNERS' ASSOCIATION, INC.

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 10 Carol Court, Palm Coast, Florida 32137.

**ARTICLE III: PURPOSE**

The purpose for which this corporation is organized is to provide for maintenance, preservation and architectural control of the Lots and Common Area pursuant to Chapter 720, Florida Statutes, within that certain parcel of real property described on Exhibit A attached hereto ("the Property") and to promote the health, safety and welfare of the residents within the above-described Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for such purpose. In furtherance of such purpose, the Association shall have power to:

A. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants and Restrictions for Preservation Falls ("the Declaration") as same may be amended from time to time.

B. Fix, levy, collect and enforce payment of all charges or assessments pursuant to the terms of the Declaration and pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including without limitation all licenses, taxes or governmental charges levied or imposed against the Property of the Association and the expense of maintaining and repairing the surface water or stormwater management system.

C. Acquire (by gift, purchase or otherwise), own, hold, improve, build

upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association.

D. Borrow money, and with the assent of two-thirds (2/3) of the voting members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

E. Dedicate, sell or transfer all or any part of the Common Property to any public agency, authority, or utility for such purposes and subject to such terms and conditions as may be agreed to by the members, provided that no such dedication or transfer shall be effective unless consent to in writing by two-thirds (2/3) of the voting members.

F. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes and annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the voting members unless otherwise authorized by the Declaration.

G. Have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise.

#### **ARTICLE IV: MEMBERSHIP**

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot (including contract sellers but excluding persons or entities holding title merely as security for performance of an obligation) which is subject to assessment by the Association shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

#### **ARTICLE V: CLASSES OF MEMBERSHIP**

A. Class A. Class A members shall be all Owners, (as defined in the Declaration). Each Owner shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot. For all Association votes, only one vote shall be cast for each Building Lot by its "representative owner".

#### **ARTICLE VI: EXISTENCE**

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

corporation shall have perpetual existence.

#### **ARTICLE VII: SUBSCRIBER**

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

Michael J. Rheume                      2800 Wisconsin Street, Sturtevant, WI

Martin J. Rheume                      3545 Taurus Drive, Racine, WI 53406

Mark Linde                      10 Carol Court, Palm Coast, Florida 32137

#### **ARTICLE VIII: BOARD OF DIRECTORS**

The affairs of the Association shall be managed by a Board of Directors. The initial Board of Directors shall consist of three (3) persons appointed by the Declarants. After the sale of the first lot, the Board shall consist of three (3) members and the Directors shall be elected as provided in the By-Laws. Only owners of Lots may be Directors or officers. The number of Directors may be changed by amendment of the By-Laws of the Association. The name and address of the persons who shall serve as the initial Board of Directors until the selection of their successors are:

Michael J. Rheume                      2800 Wisconsin Street, Sturtevant, WI  
53177

Martin J. Rheume                      3545 Taurus Drive, Racine, WI 53406  
(Vice President, Secretary and Treasurer)

Mark Linde                      10 Carol Court, Palm Coast, Florida 32137  
(President)

#### **ARTICLE IX: INCORPORATORS**

The name and address of each incorporator executing these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Mark Linde	10 Carol Court, Palm Coast, Florida

## **ARTICLE X: DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed equally among the representative owners of each lot.

## **ARTICLE XI: AMENDMENT**

A. Amendments to the Articles of Incorporation may be proposed by any member of the Association. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds (2/3) of the representative members existing at the time of and present at such meeting.

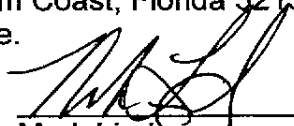
B. The By-Laws of the Association may be made, altered, or rescinded at any annual meeting of the Association, or at any special meeting duly called for such purpose, on the affirmative vote of two-thirds (2/3) of the representative members existing at the time of and present at such meeting by a person or by proxy, except that the initial By-Laws of the Association shall be made and adopted by the Board of Directors.

## **ARTICLE XII: INDEMNIFICATION**

Every director and officer of the Association and every member of the Association serving the Association at its request shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees and appellate attorneys' fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or in which he or she may become involved by reason of his or her being or having been a director or officer of the Association, or by reason of his or her serving or having served the Association at its request, whether or not he or she is a director or officer or is serving at the time the expenses or liabilities are incurred; provided, that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of gross negligence or willful misconduct, indemnification shall apply only when the Board of Directors approves the settlement and/or reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not in lieu of any and all other rights to which that person may be entitled.

### ARTICLE XIII: OFFICES AND AGENT

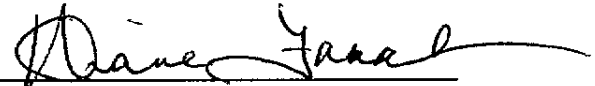
The street address and mailing address of the principal office of the corporation is 10 Carol Court, Palm Coast, Florida 32137. The initial registered office of the corporation is 10 Carol Court, Palm Coast, Florida 32137, and the registered agent at such address is Mark Linde.

  
Mark Linde      3/15/05  
Date

I HEREBY CERTIFY that, on this day, before me, an officer duly authorized in the State of Florida and County of Flagler to take acknowledgements, that Mark Linde is to me known to be the person described in and who executed the foregoing instrument, and he acknowledged before me that he executed the same.

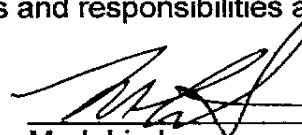
WITNESS my hand and official seal in the State and County aforesaid this 15<sup>th</sup> day of March, 2005.



  
Notary Public, in and for the County  
And State Aforementioned  
My Commission Expires: \_\_\_\_\_

### ACCEPTANCE BY REGISTERED AGENT

I am familiar with and accept the duties and responsibilities as Registered Agent for the foregoing corporation.

  
Mark Linde      3/15/05  
Date

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