

Box
13

05/31/05 09:51 FAX 3059359042

LKL PA

Division of Corporations

ND5000005627

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY 31 AM 10:24

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.

((H05000133449 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 : LEOPOLD KORN & LEOPOLD, P.A.
Account Number : I20010000025
Phone : (305)935-3500
Fax Number : (305)935-9042

FLORIDA NON-PROFIT CORPORATION
DEVCO PLAZA CONDOMINIUM ASSOCIATION, INC.

Certificate of Status	1
Certified Copy	0
Page Count	05
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 27, 2005

LEOPOLD KORN & LEOPOLD, P.A.

SUBJECT: DEVCO PLAZA CONDOMINIUM ASSOCIATION, INC.
REF: W05000026539

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

If you have any further questions concerning your document, please call (850) 245-6955.

Suzanne Hawkes
Document Specialist
New Filings Section

FAX Aud: #: H05000133449
Letter Number: 105A00038157

FILED 003
SECRETARY OF STATE
DIVISION OF CORPORATION

05 MAY 31 AM 10:24

**ARTICLES OF INCORPORATION
OF
DEVCO PLAZA CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

I.

NAME

The name of this corporation shall be DEVCO PLAZA CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

II.

PURPOSES AND POWERS

The Association shall have the following powers:

A. To manage, operate and administer DEVCO PLAZA, a Condominium (referred to herein as the "Condominium"), and to undertake the performance of, and to carry out the acts and duties incident to the administration of the Condominium in accordance with the terms, provisions, conditions and authorizations contained in these Articles, the Association's By-Laws and the Declaration of Condominium recorded among the Public Records of Palm Beach County, Florida.

B. To borrow money and issue evidences of indebtedness in furtherance of any or all of the objects of its business; to secure the same by mortgage, deed of trust, pledge or other lien.

C. To carry out the duties and obligations and receive the benefits given the Association by the Declaration of Condominium.

D. To establish By-Laws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association; to enforce the Condominium Act of the State of Florida, the Declaration of Condominium, the By-Laws and the Rules and Regulations of the Association.

E. To contract for the management of the Condominium.

F. To acquire, own, operate, mortgage, lease, sell and trade property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

G. The Association shall have all of the common law and statutory powers and duties set forth in Chapter 718, Florida Statutes, as amended (the "Condominium Act") and the Declaration of Condominium for the Condominium and all other powers and duties reasonably necessary to operate the Condominium pursuant to its Declaration of Condominium, as same may be amended from time to time.

III.

MEMBERS

A. Each unit owner in the Condominium and the Subscribers to these Articles shall automatically be members of the Association. Membership of the Subscribers shall terminate upon the entire Board of Directors of the Association being selected by unit owners other than the Developer.

LEOPOLD, KORN & LEOPOLD, P.A.

20801 Biscayne Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3500

B. Membership, as to all members other than the Subscribers, shall commence up the acquisition of record title to a unit as evidenced by the recording of a deed of conveyance amongst the Public Records of Palm Beach County, Florida or, as provided in the Declaration of Condominium, upon transfer of title upon the death of a member and membership shall terminate upon the divestment of title to said unit.

C. On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each Unit, as said term is defined in the Declaration of Condominium, which vote shall be exercised in the manner provided by the Declaration of Condominium and the By-Laws.

D. 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 his unit.

IV.

EXISTENCE

The Association shall have perpetual existence.

V.

SUBSCRIBERS

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

<u>NAME</u>	<u>ADDRESS</u>
ANDREW STEINBERG	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484
RICHARD SWARTZ	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484
STEPHEN PACOCHA	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484

VI.

DIRECTORS

A. The Condominium and Association affairs shall be managed by a Board of Directors initially composed of three persons, in accordance with Article III of the Association's By-Laws.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's By-Laws.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

<u>NAME</u>	<u>ADDRESS</u>
ANDREW STEINBERG	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484

RICHARD SWARTZ 5350 West Atlantic Avenue, Suite 100
Delray Beach, Florida 33484

STEPHEN PACOCHA 5350 West Atlantic Avenue, Suite 100
Delray Beach, Florida 33484

VII.

OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-Laws are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
ANDREW STEINBERG	President	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484
RICHARD SWARTZ	Vice-President	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484
STEPHEN PACOCHA	Secretary/Treasurer	5350 West Atlantic Avenue, Suite 100 Delray Beach, Florida 33484

VIII.

BY-LAWS

The By-Laws of the Association shall be adopted by the initial Board of Directors. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as would prejudice the rights of the Developer of the Condominium or mortgagees holding mortgages encumbering units in the Condominium, without their prior written consent.

IX.

AMENDMENTS TO ARTICLES

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

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

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association having a majority of the votes in the Association. In order for any amendment or amendments to be effective, same must be approved by an affirmative vote of 66-2/3% of the entire Board of Directors and by an affirmative vote of members having no less than 75% of the total votes in the Association.

C. No amendment shall make any changes in the qualifications for membership nor in the voting rights of members of the Association, without approval in writing by all members and the joinder of all record owners of mortgages encumbering condominium units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment adopted shall be filed within ten (10) days of adoption with the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

LEOPOLD, KORN & LEOPOLD, P.A.

20801 Biscayne Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3300

**X.
INDEMNIFICATION**

Every Director and every Officer of the Association shall be indemnified by the Association and by each member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereof to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director(s) or Officer(s) of the Association, whether or not a Director(s) or Officer(s) at the time such expenses are incurred, except in such cases wherein the Director(s) or Officer(s) is adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty; provided that in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive of any Director(s) seeking indemnification, approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director(s) or Officer(s) may be entitled.

**XI.
INITIAL REGISTERED OFFICE, AGENT AND ADDRESS**

The principal office of the Association shall be at: 5350 West Atlantic Avenue, Suite 100, Delray Beach, Florida 33484, or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office of the Association is at 5350 West Atlantic Avenue, Suite 100, Delray Beach, Florida 33484, and the initial registered agent therein is ANDREW STEINBERG.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 24 day of May, 2005.

Signed, Sealed And Delivered
In the Presence of:

Stephanie Dileo

Print Name: Stephanie Dileo

Rick Agnassi

Print Name: RICK AGHASSI

Rick Agnassi

Print Name: RICK AGHASSI

Maria Espada

Print Name: Maria Espada

Rick Agnassi

Print Name: RICK AGHASSI

Maria Espada

Print Name: Maria Espada

Andrew Steinberg
ANDREW STEINBERG

Richard Swartz
RICHARD SWARTZ

Steve Paoletta
STEVE PAOLETTA

[Notarial acknowledgments continued on next page]

LEOPOLD, KORN & LEOPOLD, P.A.

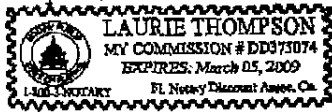
20801 Biscayne Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3500

[Notarial acknowledgments continued from previous page]

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

The foregoing instrument was acknowledged before me this 24 day of May, 2005, by ANDREW STEINBERG, who is personally known to me.

My Commission Expires:



Laurie Thompson
Notary Public, State of Florida

Print Name: Laurie Thompson

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

The foregoing instrument was acknowledged before me this 24 day of May, 2005, by RICHARD SWARTZ, who is personally known to me.

My Commission Expires:



Laurie Thompson
Notary Public, State of Florida

Print Name: Laurie Thompson

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS:

The foregoing instrument was acknowledged before me this 24 day of May, 2005, by STEVE PACOCHA, who is personally known to me.

My Commission Expires:



Laurie Thompson
Notary Public, State of Florida

Print Name: Laurie Thompson

am familiar with and
I hereby accept the designation of Registered Agent as set forth in these Articles of Incorporation

and the duties and responsibilities
Andrew Steinberg
ANDREW STEINBERG

LEOPOLD, KORN & LEOPOLD, P.A.
20801 Dreyfus Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3500

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
05 MAY 31 AM 10:24