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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Pointe West South Village Homeowners Association
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) Inc.

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

\$88.50 ☒
+1 page

FROM: Christine Horrocks
Name (Printed or typed)

1999 Pointe West Drive
Address

Vero Beach, FL 32966
City, State & Zip

772-794-9912
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
POINTE WEST SOUTH VILLAGE HOMEOWNERS ASSOCIATION, INC.

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

ARTICLE I

Name

The name of the Corporation shall be Pointe West South Village Homeowners Association, Inc., hereinafter the "Association". The initial place of business of the Association shall be 1999 Pointe West Drive, Vero Beach, Florida 32966 until changed by the developer, Pointe West of Vero Beach, Ltd., or the owners or members of the Association at the first meeting after turnover of control of the Association to the owners or members.

ARTICLE II

Purposes

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

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

SEE ATTACHED EXHIBIT "A"

2.2 To do everything necessary or desirable in the interests of the safety, health, protection, comfort and convenience, of such members or owners and residents of the Association.

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

2.4 To collect, from time to time, assessments from members or owners to defray expenses of operation of the Association, including, but not limited to, security, taxes, maintenance, repairs, utilities, common areas, recreational facilities, reserves, expenditures for capital improvements and repair of commonly-owned property with particular reference to entrance ways, non-governmental roads and right-of-way areas, drainage facilities, sewage lines, storm water management systems, common landscape areas and all other items described in the Declaration of Covenants and Restrictions recorded in the public records of Indian River County with respect to the property described in Exhibit A (hereinafter the "Declaration") or

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SECRETARY OF STATE

applicable Florida law or as shown on the Plat(s) of Pointe West South Village. The individual assessments will be based upon an allocation or share per individual lot owner of the total expenses of the Association as set forth in the Declaration, except where the assessment pertains to a special assessment or an assessment against a single or limited number of parcels for a particular purpose or for the benefit of a specific area of the property described in Exhibit A.

2.5 To enforce and abide by the provisions of any covenants or restrictions which are, and may be, applicable to the property described in Exhibit A or shown on the Plat(s) of Pointe West South Village and which may be adopted from time to time as provided in the by-laws of the Association or a part of the Declaration with respect to the property described in Exhibit A.

2.6 The Association shall operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. John's River Water Management District Permit No. 4-061-0177-ERP requirements and applicable St. John's River Water Management District rules, and shall assist in the enforcement of the Declaration of Covenants and Restrictions which relate to the surface water or storm water management system.

2.7 To exercise such rights and perform such duties as granted to the Association in that certain Master Declaration of Covenants, Conditions, Easements and Restrictions for Pointe West recorded in the land records of Indian River County, Florida in Official Record Book 1319, Page 0950, as amended and supplemented.

ARTICLE III

Powers

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

3.1 To promote the safety and health of members of the Association and their property interests and rights as owners of lots in the real property described in Exhibit A by providing, improving and maintaining lighting, entrance ways, non-governmental roads and right-of-way areas, drainage facilities, sewage lines, storm water management systems, common areas, recreational facilities, and common landscape areas, and such other and further similar type of services as may be reasonably necessary or desirable.

3.2 To purchase insurance for common areas, recreational facilities and properties owned by the Association; and insurance for the protection of the Association and its members, boards, committees, officers and directors.

3.3 To maintain, repair, replace, purchase or sell, and operate the Association's properties, common areas and recreational facilities.

3.4 To make and establish rules and regulations, covenants and restrictions governing the use and maintenance of the property described in Exhibit A or shown on the Plat(s) of Pointe West South Village.

3.5 To promulgate, create, amend, modify, change, revoke or nullify any rules and regulations, covenants and restrictions which are, have been, or may be applicable to the property described in Exhibit A or shown on the Plat(s) of Pointe West South Village.

3.6 To enforce the provisions of the Declaration or any other covenants, conditions or restrictions, reservations, or easements which are or may be made applicable to the property described in Exhibit A or shown on the Plat(s) of Pointe West South Village and which may be adopted from time to time by the Association or as provided in the Master Declaration of Covenants, Conditions, Easements and Restrictions for Pointe West, as amended or supplemented.

3.7 To levy and collect, from time to time, assessments against parcels or lots owned by members, and against the owners and members of the Association, to defray expenses of maintenance and repair of the improvements in areas lying within the property described in Exhibit A and are shown as "common areas" or "recreation, landscape or open space" on the Plat(s) of Pointe West South Village or recreational facilities in which the Association has any interest, and other expenses incurred in implementing the Association's purposes in such manner as may be provided by the by-laws of the Association, and the Association shall have a lien upon any property of a member of the Association lying within the property described in Exhibit A or shown on the Plat(s) of Pointe West South Village or the individual owner or member 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 and owner of any parcel or lot as provided in the Declaration, together with interest upon delinquent assessments, and for all the costs and expenses, including a reasonable attorneys' fee, which may be incurred by the Association in preparing, recording and enforcing its lien. The lien shall be enforced in accordance with the Declaration. Furthermore, the Association shall have the right and power to levy fines and penalties in accordance with applicable Florida law and the Master Declaration of Covenants, Conditions, Easements and Restrictions for Pointe West.

3.8 To construct, reconstruct, repair, maintain or alter improvements, now or hereafter existing, lying within the property described in Exhibit A and shown on the Plat(s) of Pointe West South Village, whether designated as common or recreational or open areas or otherwise.

3.9 To employ personnel or entities to perform the services required for the proper or efficient management and operation of the Association.

3.10 To own and hold fee simple title to lands within reasonable proximity to the property described in Exhibit A, upon which the entrance way, non-governmental roads and right-of-way areas, drainage facilities, sewage lines, storm water management systems, and common

landscape area or common or recreational areas are, or may be, constructed for the benefit of lot owners or members, and to manage, control and maintain the same; provided, however, that such facilities shall and must be for the use and enjoyment of all lot owners in the property described in Exhibit A. The Association shall assess each lot and member and owner for its pro-rata share of the cost and expenses of operation, maintenance and repair of the said foregoing facilities as set forth in the Declaration.

3.11 To approve or disapprove the transfer of ownership and the leasing of lots and residences within the property described in Exhibit A as may be provided by the bylaws and the Declaration.

3.12 To levy and collect assessments against the parcels or lots within the property described in Exhibit A, the owners, and the members of the Association for the costs of maintenance, repairs and operation of the surface water or storm water management system.

The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Master Declaration of Covenants, Conditions, Easements, and Restrictions for Pointe West, as amended and supplemented, and the by-laws.

ARTICLE IV

Additional Powers of the Association

4.1 The Association shall operate, maintain and manage the surface water or storm water management system(s) in a manner consistent with the St. John River Water Management District Permit No. 4-061-0177-ERP requirements and applicable District rules, and shall enforce the provisions of the Declaration pertaining to the surface water or storm water management system(s) and assist in the enforcement of the District's requirements, rules and regulations by the District or the Master Association for Pointe West.

4.2 All funds received by the Association and the titles of all properties acquired by the Association or the proceeds from the property's sale or other disposition shall be held in trust for the members in accordance with the provisions of the Declaration, these Articles of Incorporation, and the by-laws.

4.3 The Association shall have all powers granted or permitted by the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617.

ARTICLE V

Existence and Duration

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

ARTICLE VI

Members

6.1 Membership. Every person or entity, including Pointe West of Vero Beach, Ltd., its successors or assigns (hereinafter "Developer"), who is a record owner of a fee simple interest in any lot or parcel which is subject to the Declaration and assessments by the Association, shall be member of the Association; provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

6.2 Voting Rights. The Association shall have two classes of voting membership:

Class A: Class A members shall be all those owners as defined in Paragraph 6.1 above with the exception of the Developer. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership by Paragraph 6.1 hereof. When more than one person holds such interest in any lot, all such persons shall be members, and the vote for such lot be exercised as they among themselves shall determine, but in no event shall more than one vote be cast with respect to any such lot which is owned by more than one person. Class A membership shall be appurtenant to and may not be separated from ownership of the lot.

Class B: The Class B member shall be Developer. The Class B member shall be entitled to ten(10) votes for each lot in which it holds the interest required for membership. Class B membership shall cease and become converted to Class A membership on the date that control of the Association is turned over to the Class A members in accordance with applicable Florida statutory law. From and after the happening of the date of turnover, the Class B member shall be deemed to be a Class A member entitled to one vote for each lot in which it holds the interest required for membership under Paragraph 6.1.

ARTICLE VII

Board of Directors

7.1 The affairs of the Association shall be managed by a Board of Directors consisting of not less than three(3), nor more than five(5) persons. Directors must 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 by-laws of the Association. The Directors of the Association shall be elected by the members of the Association at the annual membership meeting of the members of the

Association.

7.2 The first election of Directors shall be held upon the date of the turn over of control of the Association from the Class B member to the Class A members as further described in Article VI above. The Directors named in these Articles will serve until the first election of Directors and any vacancies in their number occurring before the first election will be filled by the remaining Directors or by the Developer.

7.3 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:

Name	Address
Stephen R. Melchiori	1999 Pointe West Drive Vero Beach, Florida 32966
Christine Horrocks	1999 Pointe West Drive Vero Beach, Florida 32966
Dan Burton	1999 Pointe West Drive Vero Beach, Florida 32966

ARTICLE VIII

Officers

The daily affairs of the Association shall be administered and performed 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. The officers shall serve at the pleasure of the Board of Directors. The names and addresses of the initial officers, who will serve until their successors are designated, are as follows:

Name	Address	Office
Stephen R. Melchiori	1999 Pointe West Drive Vero Beach, Florida 32966	President
Christine Horrocks	1999 Pointe West Drive Vero Beach, Florida 32966	Vice- President and Treasurer
Dan Burton	1999 Pointe West Drive Vero Beach, Florida 32966	Secretary

ARTICLE IX

Amendments

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

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

9.2 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 Secretary at or prior to the meeting. Except as elsewhere provided, (a) such amendment must be approved by not less than two-thirds (2/3) of the Board of Directors and by not less than two-thirds (2/3) of the entire membership of the Association or (b) by not less than seventy-five percent (75%) of the entire membership of the Association.

9.3 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 lots and the consent of the developer, Pointe West of Vero Beach, Ltd. No amendment shall be made that is or will be in conflict with the Master Declaration of Covenants, Conditions, Easements and Restrictions for Pointe West

9.4 A copy of each amendment shall be certified by the Secretary of State, State of Florida, and shall be recorded on the public records of Indian River County, Florida.

ARTICLE X

Incorporator

The name and address of the incorporator of the Association is Pointe West of Vero Beach, Ltd., 1999 Pointe West Drive, Vero Beach, Florida 32966.

ARTICLE XI

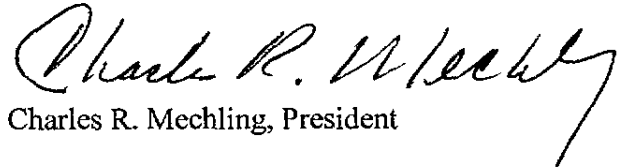
Registered Agent and Office

The name of the initial Registered Agent for the Association is Charles R. Mechling and the street address of the initial registered office of the Association is 1999 Pointe West Drive, Vero Beach, FL 32966.

IN WITNESS WHEREOF, the undersigned, being the original incorporator of the Association herewith above named, for the purpose of forming a corporation to do business within and without the State of Florida, does hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying the facts herein stated are true and for the purpose of forming a not for profit corporation under the laws of the State of Florida, and accordingly have set my hand and seal at Vero Beach, Indian River County, Florida, this 6th day of July, 2005.

Pointe West of Vero Beach, Ltd.


By: Pointe West of Vero Beach, Inc., a Florida Corporation, General Partner


Charles R. Mechling, President

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

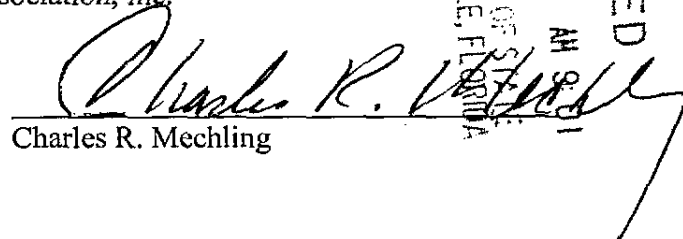
BEFORE ME appeared Charles R. Mechling, President of Pointe West of Vero Beach, Inc., to me personally known and who executed the forgoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed and who did not take an oath. Witness my hand and official seal, this 6 day of July, 2005.




Notary Public.

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation of Registered Agent on behalf of Pointe West South Village Homeowners Association, Inc.


Charles R. Mechling

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EXHIBIT "A"

LEGAL DESCRIPTION

POINTE WEST SOUTH VILLAGE, PHASE I PD AS RECORDED IN PLAT BOOK 18, PAGES 49, 50, 51 AND 52, PUBLIC RECORDS OF INDIAN RIVER COUNTY, FLORIDA

AND

POINTE WEST SOUTH VILLAGE, PHASE II PD AS RECORDED IN PLAT BOOK 19, PAGES 29, 30, 31 AND 32, PUBLIC RECORDS OF INDIAN RIVER COUNTY, FLORIDA