

AUG-01-2006 THU 01/21
Division of Corporations

Smith H. Perkins

386 571 834

P. 01

Page 1

06000008123

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.

((H06000193720 3)))



H060001937203AEC

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 : SMITH, HOOD, PERKINS, LOUCKS, STOUT, BIGMAN, LANE, RR
Account Number : I20050000189
Phone : (386)254-6875
Fax Number : (386)257-1834

FLORIDA PROFIT/NON PROFIT CORPORATION

Eastgate Townhomes at Pelican Bay Homeowners Associa

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

Electronic Filing Menu

Corporate Filing Menu

Help

06 AUG -1 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

02 3-2-06

(H06000193720 3)

FILED

05 AUG -1 PM 12:23

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
EASTGATE TOWNHOMES AT PELICAN BAY HOMEOWNERS ASSOCIATION, INC.
A Florida Corporation Not-For-Profit

The undersigned, being desirous of forming a corporation not for profit, do hereby associate ourselves into a corporation for the purposes and with the powers herein specified and do hereby agree to the following Articles of Incorporation.

ARTICLES I. NAME

The name of this corporation shall be EASTGATE TOWNHOMES AT PELICAN BAY HOMEOWNERS ASSOCIATION, INC., (hereinafter referred to as the "Association"). For convenience, the corporation shall be referred to in this instrument as the "Association", these Articles of Incorporation as the "Articles", and the Bylaws of the Association as the "Bylaws".

ARTICLE II. PURPOSE

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

- A. To take title, operate, administer, manage, lease and maintain the assets and property of the Association as such are dedicated to or made the responsibility of the Association by the recorded Plat of Eastgate Townhomes at Pelican Bay (hereinafter the "Townhomes"), the Declaration of Covenants and Restrictions for Eastgate Townhomes at Pelican Bay (hereinafter the "Declaration"), these Articles or the Bylaws.
- B. To Manage the Association of owners established by the Declaration. The Declaration was executed by Mid Florida Development, LLC, a Florida limited liability company (the "Declarant"), developer of the Townhomes.
- C. To enforce the Declaration and perform all duties and responsibilities imposed upon the Association by the Declaration.
- D. To carry out all duties placed upon it by these Articles, the Bylaws, the Declaration and Florida law.

ARTICLE III. POWERS

The Association shall have the following powers:

- A. All of the powers and privileges granted to corporations not for profit under the laws of the State of Florida, not in conflict with the terms of these Articles, the Bylaws and the Declaration.
- B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to:
 - 1. Make and establish reasonable rules and regulations governing the use of the Townhomes and Common Areas, as such terms will be defined in the Declaration.
 - 2. Own, operate, lease, sell, manage, and otherwise deal with such real and personal property as may be necessary or convenient for the administration of the Association.

(H06000193720 3)

3. To own, manage, administer and operate such property as may be conveyed to it by the Developer, its successors or assigns for the mutual benefit and use of all members.

4. Levy and collect assessments against members of the Association to defray the Common Expenses of the Association, as will be provided in the Declaration and the Bylaws, including, without limitation, the right to levy and collect adequate assessments for the cost of maintenance and operation of the surface water or stormwater management system, the right to levy and collect assessments for the purpose of acquiring, owning, holding, operating, leasing, encumbering, selling, conveying, exchanging, managing and otherwise dealing with the Association Property, as such term is defined in the Declaration, including Townhomes, which may be necessary or convenient in the operation and management of the Association and in accomplishing the purposes set forth in the Declaration.

5. Maintain, repair, replace, operate and manage the Association Property, and any tangible personal property owned by the Association, including the right to reconstruct improvements after casualty and to further improve and add to the Association Property and other property owned by the Association.

6. Contract for the management of the Association and, in connection therewith, to delegate any and/or all of the powers and duties of the Association to the extent and in the manner permitted by the Declaration and the Bylaws.

7. Enforce the provisions of these Articles, the Declaration, the Bylaws, and all Rules and Regulations governing use of the Association which may hereafter be established.

8. Operate, maintain and manage the surface water or stormwater management systems in a manner consistent with the St. Johns River Water Management District ("District") requirements and applicable District rules, and shall assist in the enforcement of the provisions in the Declaration of Association which relate to the surface water or stormwater management system.

9. Have access to each townhome during reasonable hours, when necessary for the maintenance, repair, or replacement of any common areas or of any portion of a townhome to be maintained by the Association pursuant to the Declaration, or as necessary to prevent damage to the common areas or to a townhome or townhomes.

ARTICLE IV. QUALIFICATION OF MEMBERS

The qualifications of members, manner of their admission to and termination of membership and voting by members shall be as follows:

A. The record owner(s), whether one or more persons or entities, of fee simple title to any Townhome which is part of the Property, including contract sellers, but excluding those having such interest merely as security for the performance of any obligation, shall be qualified members, and no other persons or entities shall be entitled to membership, except the subscribers hereof. Owner does not mean a mortgagee.

B. A person shall become a Member by the acquisition of a vested present interest in the fee title to a Townhome. The membership of any person or entity shall be automatically terminated upon his being divested of his title or interest in such Townhome.

C. Transfer of membership shall be recognized by the Association upon its being provided with a copy of the recorded warranty deed for the Townhome.

(H06000193720 3)

(H06000193720 3)

D. If a corporation, partnership, joint venture or other entity is the fee simple title holder to a Townhome, or the Townhome is owned by more than one person, the Townhome owner shall designate one person as the Member entitled to cast votes and/or to approve or disapprove matters as may be required or provided for in these Articles, the Bylaws or the Declaration.

E. Except as an appurtenance to his Townhome, no Member can assign, hypothecate or transfer in any manner, his membership in the Association or his interest in the funds and assets of the Association. The funds and assets of the Association shall belong solely to the Association subject to the limitation that the same be expended, held or used for the benefit of the membership and for the purposes authorized herein, in the Declaration, the Bylaws and the laws of the State of Florida.

ARTICLE V. TERM OF EXISTENCE

Existence of the Association shall commence with the filing of these Articles with the Secretary of State for the State of Florida. The Association shall have perpetual existence unless dissolved by the terms of Article XI below.

ARTICLE VI. OFFICE

The principal office and mailing address of the Association shall be 2970 S. Atlantic Avenue, Daytona Beach Shores, FL 32118, or such other place as the Board of Directors may designate.

ARTICLE VII. BOARD OF DIRECTORS

The names and addresses of the persons who are to serve as the initial Board of Directors until their successors are chosen, are as follows:

<u>Director</u>	<u>Address</u>
Wayne S. Gove	2970 S. Atlantic Avenue Daytona Beach Shores, FL 32118
Scott Tobin	2970 S. Atlantic Avenue Daytona Beach Shores, FL 32118
Sheriff Guindi	720 S. Atlantic Avenue Ormond Beach, FL 32176

ARTICLE VIII. OFFICERS

The names and addresses of the persons who are to serve as officers of the Association until their successors are chosen are:

<u>Office</u>	<u>Name</u>
President/Treasurer	Wayne S. Gove 2970 S. Atlantic Avenue Daytona Beach Shores, FL 32118

(H06000193720 3)

Office

Name

Vice President

Scott Tobin
2970 S. Atlantic Avenue
Daytona Beach Shores, FL 32118

Secretary

Sheriff Guindi
720 S. Atlantic Avenue
Ormond Beach, FL 32176

ARTICLE IX. AMENDMENT TO ARTICLES

A. For so long as the Developer is entitled to elect a majority of the members of the Board of Directors, the Articles can be amended upon adoption of a resolution by a majority of the members of the Board of Directors at a meeting of the Board of Directors.

B. After the Townhome Owners are entitled to elect a majority of the members of the Board of Directors, an amendment to the Articles shall be proposed by the Board of Directors after adopting a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of members entitled to vote on the proposed amendment, which may be either an annual or a special meeting. Written notice setting forth the proposed amendment or a summary of the changes to be effected by the amendment shall be given to each member entitled to vote at such meeting in accordance with the Bylaws. The proposed amendment shall be adopted upon receiving at least Two-Thirds (2/3) of the votes which members present at such meeting or represented by proxy are entitled to cast.

C. Any number of amendments may be submitted and voted upon at any one meeting.

ARTICLE X. BYLAWS

The Board of Directors shall adopt by a majority vote the original Bylaws of the Association which shall be subject to amendment in accordance with the procedures set forth in the Bylaws

ARTICLE XI. DISSOLUTION

The Association may be dissolved only with the consent in writing by the owners and holders of all mortgages and liens on any lots, by the City Commission of the City of Daytona Beach, and by Two-Thirds (2/3) of the voting Members. In the event of the dissolution of the Association, or any successor entity thereto, other than incident to a merger or consolidation, any property dedicated or conveyed to the Association shall be transferred to either a successor entity or an appropriate governmental agency or public body to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to a non-profit corporation, association, trust or other organization to be devoted to such similar purposes. In the event of termination, dissolution or liquidation of the Association, the responsibility for the operation and maintenance of the surface water and storm water management system must be transferred to and accepted by an entity which complies with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

(R06000193720 3)

(H06000193720 3)

ARTICLE XII. SEVERABILITY

Invalidation of any of these Articles or portions thereof by judgment, court order or operation of law shall in no way affect other provisions, which shall remain in full force and effect.

ARTICLE XIII. INDEMNIFICATION

The Association shall indemnify any officer, Board member or committee member or any former officer, Board member or committee member to the full extent permitted by law.

ARTICLE XIV. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is 2970 S. Atlantic Avenue, Daytona Beach Shores, FL 32118, and the initial Registered Agent of the Association at that address shall be Wayne S. Gove.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set its hand and seal this 1st day of August, 2006.

MID FLORIDA DEVELOPMENT, LLC, a Florida
limited liability company

By 
WAYNE S. GOVE, Manager

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing Articles of Incorporation were acknowledged before me this 1st day of August, 2006, by WAYNE S. GOVE, Manager and on behalf of Mid Florida Development, LLC. He is personally known to me.



Gay E. Rickmyre
MY COMMISSION # DD218599 EXPIRES
July 8, 2007
BONDED THROUGH TROY FAIR INSURANCE, INC.


NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation of Registered Agent of Eastgate Townhomes at Pelican Bay Homeowners Association, Inc., and agrees to comply with the provisions of the State of Florida relative to keeping open said office.


WAYNE S. GOVE

(H06000193720 3)