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Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION

Beach Club at Hammock Dunes, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
BEACH CLUB AT HAMMOCK DUNES, INC.
(A Non-Profit Florida Corporation)

ARTICLE I

The name of this corporation is **Beach Club at Hammock Dunes, Inc.** (the "Association").

ARTICLE II

The purpose for which this corporation is organized is to administer, operate, maintain (and when deeded by the Declarant) hold record title to the Common Areas (as that term is defined in the Declaration of Covenants and Restrictions for Beach Club at Hammock Dunes to be recorded in the Public Records of Flagler County, Florida (the "Declaration")). The initial principal office of the Association is 24301 Walden Center Drive, Suite 300, Bonita Springs, Florida.

ARTICLE III

The qualification of members shall be as follows: Any person or persons, entity or entities who are the record owners of legal title to any residential unit ("Unit") in the Neighborhood (as defined in the Declaration), and the Declarant; shall by virtue of such ownership, be a member of the Association. No other person, persons, entity or entities shall be members. Change of membership in the Association shall be established by recording in the Public Records of Flagler County, Florida, a deed or other instrument establishing record legal title to a Unit in the Neighborhood.

ARTICLE IV

The Association shall exist perpetually.

ARTICLE V

The name and address of the Incorporator is as follows:

Vivien N. Hastings
WCI Communities, Inc.
24301 Walden Center Drive
Suite 300
Bonita Springs, Florida 34134

The rights and interests of the Incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

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ARTICLE VI

The affairs of the Association are to be managed initially by a Board of three Directors (which may be expanded to five) who will be appointed by the Declarant as provided for in the By-Laws of the Association. After relinquishment of Declarant control (turnover), the Board may be composed of either three, five or seven Directors.

ARTICLE VII

Amendments to these Articles of Incorporation may be proposed and adopted as follows:

After turnover, an amendment may be proposed by either the Board of Directors or by twenty-five percent (25%) of the voting interests and may be considered at any meeting of the owners, regular or special, of which due notice has been given according to the By-Laws, which includes a notice of the substance of the proposed amendment; prior to turnover, by a majority of the Directors alone.

After turnover, the amendment must be approved by a vote of two-thirds of the voting interests of the Association; prior to turnover, by the Board of Directors alone.

ARTICLE IX

The voting rights of each Member are set forth in the Declaration. All votes shall be exercised or cast in the manner provided by the By-Laws. Any person or entity owning more than one Unit shall be entitled to cast the aggregate number of votes attributable to all Units owned.

ARTICLE X

The Association reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XI

The Association shall have all powers not prohibited to it by law together with such additional powers as are contained in the Declaration and the By-Laws.

ARTICLE XII

No part of the net earnings of the Association shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance or care of Association property or through the rebate of the excess membership dues, fees or assessments.

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ARTICLE XIII

The name of the registered agent and place for service of process shall be Vivien N. Hastings, whose address is: 24301 Walden Center Drive, Suite 300, Bonita Springs, Florida 34134.

ARTICLE IX

The Association shall indemnify its directors, officers and committee members and may indemnify its employees and agents, to the fullest extent permitted by law against any and all expenses or liabilities incurred in defending civil, criminal or administrative proceedings resulting from the performance or attempted performance in good faith of their offices on behalf of the Association or its members. Such indemnification shall include advancement of expenses prior to the final disposition of any such proceedings and amounts paid in settlement of such proceedings, and such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any document other than these Articles, by vote of the members or disinterested directors, or otherwise. This indemnification shall continue as to a person who has ceased to be a director, officer, committee member, employee or agent, and shall inure to the benefit of his or her heirs and personal representatives.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 6th day of October, 2006.


VIVIEN N. HASTINGS

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ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



VIVIEN N. HASTINGS

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