

NO 788888 1794

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(City/State/Zip/Phone #)

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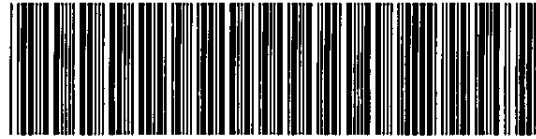
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 12, 2007

C. WILLIAM CURTIS, III, ESQ.
2107 HENDRICKS AVE., 2ND FLOOR
JACKSONVILLE, FL 32207

SUBJECT: DANCEY TERRACE II HOMEOWNERS ASSOCIATION, INC.
Ref. Number: W07000007000

We have received your document for DANCEY TERRACE II HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filing Section

Letter Number: 907A00010314

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TALLAHASSEE, FLORIDA

LAW OFFICES OF
C. WILLIAM CURTIS, III, P.A.

ATTORNEYS AT LAW
2107 HENDRICKS AVENUE, 2ND FLOOR
JACKSONVILLE, FLORIDA 32207
WWW.CURTISFIRM.COM

C. WILLIAM CURTIS, III
JAIME COUNCIL

PHONE: (904) 398-5466
FAX: (904) 398-5467

February 7, 2007

VIA DHL

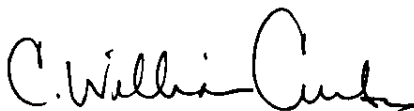
Department of State
Division of Corporations
Corporate Filings
409 E. Gaines Street
Tallahassee, FL 32399

Re: Not-for-profit Corporation Filing for Dancey Terrace II Homeowners
Association, Inc.

Dear Sir or Madame:

Enclosed are one (1) original and one (1) copy of the Articles of Incorporation for Dancey Terrace II Homeowners Association, Inc. Please file the original Articles and provide us with a certified copy and a certificate of status. Enclosed is our office check number 2037 in the amount of \$87.50 to cover the filing fee, certificate of designation of registered agent, certificate of status and the certified copy fee.

Very truly yours,



C. William Curtis, III

Enclosures: Check no. 2037
Articles of Incorporation

**ARTICLES OF INCORPORATION
OF
DANCEY TERRACE II HOMEOWNERS ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION**

The undersigned, being desirous of forming a corporation not-for-profit, does hereby form this corporation for the purposes and with the powers herein specified and does hereby agree to the following Articles of Incorporation.

ARTICLE I. NAME

The name of the Corporation shall be Dancey Terrace II Homeowners Association, Inc., (hereinafter referred to as the "Association").

ARTICLE II. PURPOSE

The purpose and object of the Association shall be to exercise all the rights, powers and duties granted to it under that certain Declaration of Covenants and Restrictions for Dancey Terrace II, as amended from time to time and recorded in Public Records of Duval County, Florida (the "Declaration"), as well as all other rights, powers and duties which may be granted to it. The Association shall exercise architectural control over the development of the property that is subject to the Declaration (the "Property"), and shall have the right to enforce the covenants, conditions, restrictions, and easements contained in the Covenants and Restrictions. All capitalized terms contained herein shall have the same meaning as such terms as defined by the Covenants and Restrictions.

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 and the Covenants and Restrictions.
- B. All the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to:

- a. Make and establish reasonable rules and regulations governing the use of the Property or the Common Areas, as such terms will be defined herein and in the Covenants and Restrictions.
- b. Adopt, for, and in advance of, each fiscal year, a budget necessary to carry out the purposes of the Association as set out herein.
- c. Levy and collect by any lawful means, all charges or assessments against Members of the Association pursuant to the terms of the Covenants and Restrictions to defray the expenses of the Association.
- d. Enforce any lien right granted the Association to secure the payment of assessments as described in Article III(B)(c) above.
- e. Own, operate, lease, sell, manage, encumber, convey, subject to easements, and otherwise deal with such real and personal property as may be necessary or convenient for the administration of the Common Elements.
- f. To own, manage, administer and operate such property as may be conveyed to it by the Developer, its successors or assigns as Common Areas for the mutual benefit and use of all Members.
- g. Enforce the provisions of these Articles of Incorporation, the Bylaws, the Covenants and Restrictions and all covenants, restrictions, rules and regulations governing the use of the Property, or a portion thereof, and the Common Areas which may or hereafter be established.

ARTICLE IV. QUALIFICATION OF MEMBERS

The qualification of members, manner of their admission to and termination of membership and voting by members shall be as follows: each Owner of a Lot shall be and become a member of the Association upon the recording of a deed in the public records of Duval County, Florida, granting him or her fee simple title to a Lot; in addition, the Developer of the Property shall be a member of the Association as set forth below and in the Declaration.

ARTICLE V. VOTING

- A. The affairs of the Association shall be administered and managed by the Board of Directors as described in Article VIII hereof.
- B. Until such time as the first Lot is conveyed to an Owner other than Developer, the membership of the Association shall be comprised of the Developer, who shall be entitled to cast votes as set forth in C below on all matters upon which the membership would be entitled to vote.
- C. There shall be two classes of voting membership in the Association:

Class A. Class A Members shall be all Owners with the exception of the Developer while the Developer is a Class B Member. Class A Members shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, other than as security for the performance of an obligation, all such persons shall be Members. The vote for such Lot shall be exercised as they, between themselves, determine, by written designation to the Association, but in no event shall more than one vote be cast with respect to any Lot. The vote appurtenant to any Lot shall be suspended in the event that, and for as long as, more than one holding an interest in that Lot lawfully seeks to exercise it.

Class B. Class B Member shall be the Developer, who shall be entitled to the number of votes equal to the number of votes held by all Class A Members, plus one. The Class B membership shall cease when the Developer has conveyed ninety percent (90%) of the Lots or when the Developer, in its sole discretion, elects to terminate its Class B Membership, whichever shall occur first. Upon this termination of its Class B Membership, the Developer shall be a Class A Member so long as it owns any Lots.

ARTICLE VI. TERM OF EXISTENCE

The Association shall exist perpetually or until terminated, dissolved or liquidated, in accordance with Chapter 720, Florida Statutes.

ARTICLE VII. ADDRESSES

The principal place of business of the Corporation shall be located at 2107 Hendricks Avenue, 2nd Floor, Jacksonville, Florida 32207. The mailing address of the Corporation shall be 8625 Banyan Court, Tamarac, Florida 33321. The initial registered office of the Corporation shall be located at 2107 Hendricks Avenue, 2nd Floor, Jacksonville, Florida 32207. The initial registered agent of the Corporation at that address shall be C. William Curtis, III, P.A.

ARTICLE VIII. BOARD OF DIRECTORS

- A. The business affairs of this Association shall be managed by the Board of Directors. Each member of the Association Board of Directors shall be entitled to one vote.
- B. The name and address of the persons who are to serve as the sole members of the initial Board of Directors until their successors are chosen, are as follows:

<u>Director</u>	<u>Address</u>
Frank Tedeschi	8625 Banyan Court Tamarac, Florida 33321
Marc Falzarano	1295 Route 23 South Butler, NJ 07405
Greg Bradle	1295 Route 23 South Butler, NJ 07405

- C. The members of the Board of Directors shall be elected or appointed in the manner provided in the Bylaws.

ARTICLE IX. OFFICERS

- A. The Officers of the Association shall be a President, one or more Vice Presidents, Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the State of Florida subject to the directions of the Board of Directors.

entity to administer or assist in the administration of the operation and management of the affairs of the Association, and any and all such persons and/or entity or entities may be so employed without regard to whether any such person or entity is a Member, Director or Officer of the Association.

- C. The persons who are to serve as Officers of the Association until their successors are chosen are:

<u>Officer</u>	<u>Name</u>
President and Treasurer	Frank Tedeschi
Vice-President and Secretary	Marc Falzarano

- D. The Officers shall be elected by the Board of Directors at their annual meeting as provided in the Bylaws. Any vacancies in any office shall be filled by the Board of Directors at any meeting duly held.
- E. The President shall be elected from the membership of the Board of Directors, but no other Officer need be a Director. The same person may hold two offices, provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person. Officers shall be elected annually.

ARTICLE X. AMENDMENT OF ARTICLES

- A. These Articles of Incorporation may be amended upon the proposal of the Board of Directors. Upon such proposal, a special meeting of the Members shall be called, the notice of which shall state that such proposal is to be voted upon at that meeting. The proposal shall be passed if a majority of the votes present at a meeting at which a quorum is present, vote to approve the proposal.
- B. If so approved, a certified copy of the said amendment shall be filed in the office of the Secretary of State of the State of Florida.

ARTICLE XI. INDEMNITY

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, incurred by him in connection with any proceeding in which he may be a party, or in which he may become involved, by reason of his being or having been a Director or Officer of the Association, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases where the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event any claim for reimbursement or indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII. NON-PROFIT STATUS

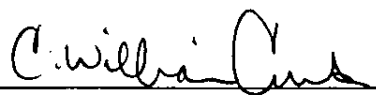
No part of the income of this corporation shall be distributed to the Members except upon dissolution or final liquidation and as permitted by the court having jurisdiction thereof.

ARTICLE XIII. INCORPORATOR

The name and address of the incorporator under these Articles is:

Name	Address
C. William Curtis, III	2107 Hendricks Avenue, 2 nd Floor Jacksonville, Florida 32207

IN WITNESS WHEREOF, the undersigned subscribing Incorporator, has hereunto set his hand and seal this 7th day of February, 2007, for the purpose of forming this corporation not-for-profit under the laws of the State of Florida.


C. William Curtis, III, Incorporator

CERTIFICATE NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED

In compliance with Section 48.091, Florida Statutes, the following is submitted:

THE DANCEY TERRACE II HOMEOWNERS ASSOCIATION, INC., a corporation duly organized and existing under the laws of the State of Florida, with principal office, as indicated in the Articles of Incorporation at City of Jacksonville, County of Duval, State of Florida, hereby names C. William Curtis, III, P.A. located at 2107 Hendricks Avenue, 2nd Floor, Jacksonville, Florida 32207, as its agent to accept service of process within this state.

By: C. William Curtis
C. William Curtis, III, Incorporator

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with provisions relative to said office.

C. William Curtis, III, P.A.

By: C. William Curtis
C. William Curtis, III

Its: President

Date: February 7, 2007