

**NO7000008677**

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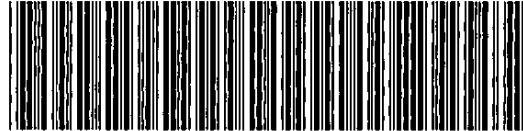
(Business Entity Name)

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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2007 SEP -4 PM 3:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Burch SEP 05 2007

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Welfert Point Estate  
Homeowners Association, Inc.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☒ Cert. Copy

☐ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

Courier

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ARTICLES OF INCORPORATION

2007 SEP -4 PM 3:03

OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WULFERT POINT ESTATES HOMEOWNERS ASSOCIATION, INC.

This corporation is formed pursuant to Florida Statute Section 617 to operate as a non-profit Florida corporation.

ARTICLE I

NAME

The name of the corporation is WULFERT POINT ESTATES HOMEOWNERS ASSOCIATION, INC., hereinafter called the "Association" or "Corporation".

ARTICLE II

LOCATION

The principal office of the Corporation is located at 300 71<sup>st</sup> Street, Suite 303, Miami Beach, Florida 33141.

ARTICLE III

REGISTERED AGENT AND OFFICE

WILLIAM BROEDER, whose address is 300 71<sup>st</sup> Street, Suite 303, Miami Beach, Florida 33141, is hereby appointed the initial registered agent of this Corporation.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

The purpose for which this Corporation is organized is for the operation and maintenance of the Wulfert Point Estates subdivision located on Sanibel Island in Lee County, Florida. The

Corporation shall provide for maintenance of the common areas and architectural control of the residential buildings and building sites, and to promote the health, safety and welfare of the residents within the above described property and any additions thereto. In the performance of these purposes, the Corporation shall:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Corporation as set forth in the By-Laws and in that certain Declaration of Covenants and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the public records of Lee County, Florida, and as the same may be amended from time to time as therein provided;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration, to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes and governmental charges levied or imposed against the property of the Corporation;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(d) borrow money, and with the consent of sixty-seven percent (67%) of the entire membership, mortgage, pledge, deed in

trust, or otherwise hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by sixty-seven percent (67%) of the entire membership, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the consent of sixty-seven percent (67%) of the entire membership;

(g) purchase necessary insurance for the protection of the Corporation and the owners;

(h) the Corporation shall have and exercise all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise, as well as those contained in the By-Laws and the Declaration of Covenants and Restrictions, as same may be amended from time to time.

#### ARTICLE V

#### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any building site or lot which is subject to assessment by the Corporation, including contract

sellers, shall be a member of the Corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any building site or lot which is subject to assessment by the Corporation. The term Member or Owner may be used interchangeably in the Corporation's governing documents.

#### ARTICLE VI

##### VOTING RIGHTS

There shall be one class of voting membership. The members shall all be Owners of Lots within the Properties, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members; the vote of such Lot shall be exercised as they determine among themselves, but in no event shall more than one vote be cast with respect to any building site or lot.

#### ARTICLE VII

##### INITIAL BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors composed of any odd number of Directors that the members decide, but not less than three (3). The number of Directors may be changed by vote at any meeting of the Owners, whether annual, periodic or special. The Directors shall be elected each year at the annual meeting of the Corporation as provided for in the Bylaws. The names and addresses of the

persons who are to act in the capacity as Directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
William Broeder	300 71 <sup>st</sup> Street, Suite 303, Miami Beach, FL 33141.
Barbara Broeder	300 71 <sup>st</sup> Street, Suite 303, Miami Beach, FL 33141.
Larry Flett	5301 San-Cap Road, Sanibel, FL 33957.

#### ARTICLE VIII

##### INITIAL OFFICERS

The affairs of the Corporation shall be administered by the Officers and shall be a President, Vice President, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws. The same person can hold the office of both Secretary and Treasurer. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

OFFICE

NAME AND ADDRESS

President

William Broeder, 300 71<sup>st</sup> Street,  
Suite 303, Miami Beach; FL 33141.

Secretary/Treasurer

Larry Flett, 5301 San-Cap Road,  
Sanibel, FL 33957.

ARTICLE IX

MEMBERS' MEETINGS

The annual meeting of members shall be held at such place, time and date each year as may be determined by the Board of Directors, or otherwise as set forth in the Bylaws, for the purpose of electing directors and transacting any business authorized to be transacted by the members. Special meetings of members shall be held in accordance with the By-Laws.

ARTICLE X

AMENDMENTS

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

Section 1. An amendment may be proposed by either the Board of Directors or by any member and may be considered at any meeting of the members, regular or special, of which due notice has been given according to the By-Laws. The Notice shall include the substance of the proposed amendment.



Section 2. An amendment must be approved by a sixty-seven percent (67%) vote of the members of the Corporation. Directors and members not present in person or by proxy at the meeting considering the amendment may exercise their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting.

Section 3. Until the sale of the first unit or parcel covered by these Articles, an amendment may be accomplished only by a sixty-seven percent (67%) vote of the Directors of the Corporation.

#### ARTICLE XI

##### BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Board of Directors, and may be altered, amended or rescinded at a regular or special meeting of the members, by a vote of a majority of the members of the Corporation, in person or by proxy.

#### ARTICLE XII

##### DURATION

The corporation shall exist perpetually.

#### ARTICLE XIII

##### NON-PROFIT CORPORATION

This is a non-profit Corporation. The Corporation does not contemplate pecuniary gain or profit to the members thereof. No part of the net earnings of this Corporation shall inure to the

benefit of any member or individual except through the acquisition, construction, management, maintenance or care of Corporation property after the rebate of the excess membership fees, due or assessments.

#### ARTICLE XIV

##### DISSOLUTION

The Corporation may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the entire membership. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

#### ARTICLE XV

##### INCORPORATOR

The name and residence of the incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>RESIDENCE ADDRESS</u>
William Broeder	300 71 <sup>st</sup> Street, Suite 303, Miami Beach, FL 33141.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the

undersigned, constituting the incorporator of this Corporation, has executed these Articles of Incorporation on this 28<sup>th</sup> the day of AUGUST, 2007.

  
WILLIAM BROEDER

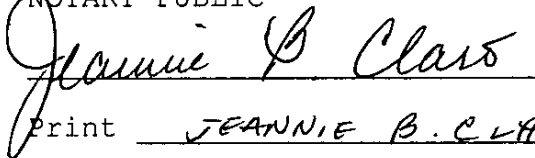
STATE OF FLORIDA

COUNTY OF MIAMI-DADE

Personally appeared this day before me, the undersigned authority WILLIAM BROEDER, to me well known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to the same for the purposes therein expressed.

Witness my hand and official seal, this 28<sup>th</sup> day of August, 2007.

NOTARY PUBLIC

  
Print JEANNIE B. CLARO

My commission expires:  
(Seal)

State of Florida at Large



JEANNIE B. CLARO  
MY COMMISSION # DD 680217  
EXPIRES: May 23, 2011  
Bonded Thru Budget Notary Services

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

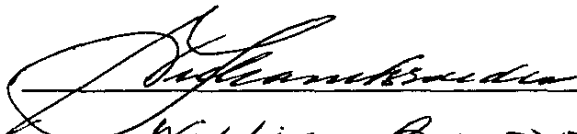
In pursuance of Chapter 48.091, Florida Statutes, the  
following is submitted, in compliance with said Act:

First - That WULFERT POINT ESTATES HOMEOWNERS  
ASSOCIATION, INC.

desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the Articles of  
Incorporation at the City of Miami Beach, County of Miami-  
Dade, State of Florida has named WILLIAM BROEDER, located at  
300 71<sup>st</sup> Street, Suite 303, Miami Beach, County of Miami-  
Dade, State of Florida 33141, as its agent to accept service  
of process within this State.

**ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

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

  
WILLIAM BROEDER

WILLIAM BROEDER  
(RESIDENT AGENT)