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## FLORIDA PROFIT/NON PROFIT CORPORATION

### THE PLAZA AT OCEANSIDE PROPERTY OWNERS' ASSOCIATION

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ARTICLES OF INCORPORATION

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OF  
THE PLAZA AT OCEANSIDE PROPERTY OWNERS' ASSOCIATION, INC.  
(a non-profit Florida corporation)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation is The Plaza at OceanSide Property Owners' Association, 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 Area (as that term is defined in the Master Declaration of Covenants, Restrictions and Easements for The Plaza at OceanSide to be recorded in the Public Records of Broward County, Florida (the "Declaration"). The initial principal office of the Association is 24301 Walden Center Drive, Suite 300, Bonita Springs, Florida. Capitalized terms not otherwise defined in these Articles shall have the meanings ascribed to such terms in the Declaration.

ARTICLE III

The Declarant and every Owner shall be a Member of the Association. Notwithstanding the foregoing, any such person or entity who merely holds record ownership as security for the performance of an obligation shall not be a Member of the Association. No Owner shall have more than one (1) membership in the Association, although a Member may have more or less than one (1) vote in the Association. Memberships in the Association shall not be assignable, except to a successor in interest of the Owner, and every Membership of an Owner in the Association shall be appurtenant to and may not be separated from fee ownership of such Owner's Lot, Condominium Unit or other portion of the Properties which is subject to assessment by the Association.

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

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

#### 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 the Turnover Date, 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 the Turnover Date, 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 the Turnover Date, an amendment may be proposed by a majority of the Directors alone.

After the Turnover Date, the amendment must be approved by a vote of two-thirds of the voting interests of the Association. Prior to the Turnover Date, the amendment must be approved 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 Lot or Condominium Unit shall be entitled to cast the aggregate number of votes attributable to all Lots and/or Condominium 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.

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**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.

**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 4th day of January, 2008.

  
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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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA