

NO8000001475

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

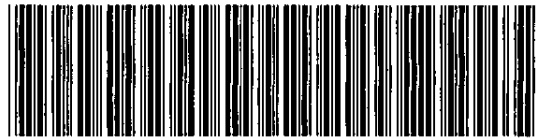
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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02/29/08--01035--008 \*\*35.00

FILED  
2008 MAR 12 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Astart  
Lewis  
3/12/08

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** The Courtyard Homes at Limestone Creek Property Owners Association Inc.

**DOCUMENT NUMBER:** N08000001475

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

John T. Paxman, Esquire

(Name of Contact Person)

John T. Paxman, P.A.

(Firm/ Company)

1832 North Dixie Highway

(Address)

Lake Worth, Florida 33460

(City/ State and Zip Code)

For further information concerning this matter, please call:

John T. Paxman

(Name of Contact Person)

at ( 561 ) 547-2424

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

THE LAW OFFICES OF  
JOHN T. PAXMAN, P.A.

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March 10, 2008

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

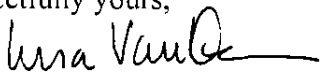
re: Letter Number 608A00013403

Dear Sir/Madam:

Enclosed please find a copy of your recent correspondence as noted above and the corrected documents. These are to be filed as Articles of Incorporation not the Bylaws as previously stated.

Thank you in advance for your assistance with this matter.

Respectfully yours,



Lisa Van Orman  
Assistant to Mr. Paxman



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 4, 2008

JOHN T. PAXMAN, ESQ.  
JOHN T. PAXMAN, P.A.  
1832 NORTH DIXIE HIGHWAY  
LAKE WORTH, FL 33460

SUBJECT: THE COURTYARD HOMES AT LIMESTONE CREEK PROPERTY  
OWNERS ASSOCIATION INC.  
Ref. Number: N08000001475

We have received your document for THE COURTYARD HOMES AT LIMESTONE CREEK PROPERTY OWNERS ASSOCIATION INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

Bylaws are not filed with this office. Please retain them for your records.

Please return 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) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 608A00013403

RECEIVED  
2008 MAR 12 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

The Courtyard Homes at Limestone Creek Property Owners Association Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N08000001475

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

not applicable

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Adopting Amended and Restated Bylaws which are attached.

ARTICLES OF INCORPORATION

1

FILED  
2008 MAR 12 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended & Restated  
**ARTICLES OF INCORPORATION OF**  
**The Courtyard Homes at Limestone Creek Property Owners Association Inc.**

In compliance with the requirements of Chapter 617 Florida Statutes, the undersigned, being residents of the State of Florida who are of full age certify:

**Article I - Corporate Name**

The name of the corporation is "The Courtyard Homes at Limestone Creek Property Owners Association Inc." referred to below as the "Association."

**Article II - Corporation Not For Profit**

Association is incorporated as a corporation not for profit under the provisions of the laws of the State of Florida.

**Article III - Principal Place of Business**

The initial mailing address of Association shall be 619 Palm Drive, City of Hallandale Beach, Broward County, State of Florida. The principal office of Association shall be located at the mailing address or at any other place as may be subsequently designated by the board of directors of Association.

**Article IV - Registered Agent**

The name and address of the initial registered agent is John T. Paxman, P.A., whose address is 1832 North Dixie Highway, City of Lake Worth, Palm Beach County, State of Florida, and who is appointed the initial registered agent of Association and who is authorized to accept service of process within this State.

**Article V - Purpose and Powers of the Association**

Association is not formed for pecuniary gain or profit, direct or indirect, to itself or to its members, directors or officers. The specific purposes for which it the Association is organized are to operated and manage the affairs and property of the Association and to perform all acts provided in the Declaration and applicable Florida laws.

Association shall have the following powers:

1. to exercise all of the common law and statutory powers of a corporation not for profit organized under the laws of the State of Florida that are not in conflict with the terms of the declaration, these articles or the bylaws of Association;

2. to exercise all of the powers and privileges and to perform all of the duties and obligations of Association as set forth in a declaration applicable to the property and recorded in the public records of Palm Beach County, State of Florida, and as may be amended from time to time, the declaration being incorporated by reference as if set forth in its entirety;
3. to 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 and all other expenses incident to the conduct of the business of Association, including but not limited to all licenses, taxes or governmental charges levied or imposed against the property of Association;
4. to manage, operate, maintain and repair all of the common facilities within the jurisdiction of the Association including but not limited to an entrance sign, storm water retention easements, and other facilities enjoyed in common by the owners of, as well as all other powers as set forth in the Declaration;
5. to purchase insurance on the property of Association and insurance for the protection of Association and its members;
6. to reconstruct improvements after casualty and make further improvements on the property;
7. to carry out and to enforce by legal means the provisions of the declaration, and the articles of incorporation and bylaws of Association, and the rules and regulations adopted pursuant to it;
8. to employ personnel to perform the services required for proper operation of Association;
9. to acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of Association; and
10. to borrow money, and with the assent of a majority of members of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred.

#### **Article VI - Membership**

1. **Membership Generally:** No person except an owner of a lot or lots, or the Developer as referenced in the declaration, is entitled to membership in Association. The duration of membership and the rights and obligations associated with membership shall be in accordance with the terms in the declaration. All lot owners and Developers, regardless of whether a Developer is also a lot owner, shall be either class A or class B members of Association, as provided in this article.

2. **Class A Membership:** Until termination of class B membership, as provided in Section 3 of this article, every lot owner who holds record title to a residential lot that is subject to assessment under the Declaration shall be a class A member of Association. Each class A membership shall be appurtenant to the residential lot and shall be transferred automatically to a conveyance of record title to the lot. An owner of more than one lot is entitled to one class A membership for each residential lot to which the owner holds record title. If more than one person hold an interest in any residential lot, all such persons shall be members; provided however, that only one vote shall be cast with respect to any one residential lot. No person other than an owner may be a class A member of Association, and a class A membership may not be transferred except by a transfer of record title to the residential lot to which it is appurtenant.
3. **Class B Membership:** The Developer, as defined the declaration shall be a class B member of Association. The class B membership shall terminate and be converted to class A membership on the following events: When Developer no longer owns any lots subject to the Declaration.

On termination of class B membership, all provisions of the declarations, articles, or bylaws referring to class B membership shall be without further force or effect.

#### **Article VII - Voting Rights**

1. **Class A Voting:** All class A members shall be entitled to one vote for each residential lot owned. If more than one person holds record title to a residential lot, there shall be only one vote cast with respect to the lot, exercised as the owners determine among themselves.
2. **Class B Voting:** The class B members shall be entitled to one vote for each residential lot owned. In addition, until such a time as the class B membership is converted to class A membership, the class B membership shall have a right of veto on all questions coming before the membership for a vote on it.

#### **Article VIII - Board of Directors**

1. **Number of Directors:** The affairs of Association shall be managed and governed by a board of directors consisting of at least three (3) directors. The number of directors may be changed by amendment of the bylaws of Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Mark Reinhold, 619 Palm Drive, Hallandale Beach, Florida 33009  
Susan L. Reinhold, 619 Palm Drive, Hallandale Beach, Florida 33009  
Anthony Provo, 916 Anglers Way, Jupiter, Florida 33458

2. **Prior to Turnover,** directors need not be a residents within the Jurisdiction of the



Association nor Members, and they shall be appointed by the Declarant. Prior to Turnover directors serve at the pleasure of Declarant, and all vacancies on the Board shall be filled by a majority vote of the remaining Directors, unless Declarant chooses to fill the directorship.

3. After Turnover, Directors shall be elected by the Members of the Association at the annual meeting of the membership as provided in the Bylaws of the Association, and the Bylaws may provide for the method of voting in the election of Directors. Election shall be by a majority vote of the Members where there is a quorum present or represented
4. Attendance of Meetings; Action By Directors Without A Meeting: Members of the board of directors may participate in a meeting of the board by means of a conference telephone or similar means of communication whereby all persons participating in the meeting may hear one another. Participation by these means shall be considered the equivalent of being present, in person, at the meeting. Action by the board may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by all of the directors and filed in the minutes of the proceedings of the board. The consent shall have the same effect as a unanimous vote.

#### **Article IX - Officers**

The affairs of Association shall be administered by a president, a vice president, a secretary and a treasurer and any other officers as may be designated from time to time by the directors. The officers shall be elected or designated by the board of directors at its initial meeting and at the first meeting following the annual meeting of the members of Association. The initial officer of the Association shall be: Mark Reinhold, 619 Palm Drive, Hallandale Beach, Florida 33009, who shall be the initial President, Vice President, Treasurer and Secretary.

#### **Article X - Indemnification**

Every director and every officer of Association, and every member of Association serving Association at its request, shall be indemnified by Association against all expenses and liabilities, including attorneys fees, reasonably incurred by or imposed on the person in connection with any proceeding or any settlement of any proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been a director or officer of Association, or by reason of him/her having served Association at its request, whether or not he/she is a director or officer or member serving Association at the time the expenses or liabilities are incurred, except when the director, officer or member serving Association is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement before entry of judgment, the indemnification shall apply only when the board of directors approve the settlement and reimbursement as being in the best interest of Association. This right of indemnification shall be in addition to and not exclusive of all other rights to which the director, officer or member serving Association may be entitled.

### **Article XI - By-Laws**

Association may be dissolved on written consent signed by members holding not less than 100% of the total number of votes of each class of members. On dissolution of Association, other than incident to a merger or consolidation, the assets of Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that the dedication is refused acceptance, the assets shall be granted, conveyed and assigned to any nonprofit corporation, Association, trust or organization to be devoted to any similar purposes.

### **Article XII - Term**

The term of Association shall be perpetual or until such a time as the not-for-profit corporation is dissolved pursuant to Article XI.

### **Article XIII - Amendments**

Amendments to the articles of incorporation shall be proposed and adopted in the following manner:

1. Prior to Turnover, Amendment to the articles of incorporation may be made by a majority vote of the Directors.
2. After Turnover.
  - a. Notice: Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.
  - b. Vote: A resolution for the adoption of an amendment may be proposed by either the board of directors or by the members of Association. Directors and members *not present in person or by proxy at the meeting considering the amendment* may express their approval in writing, providing that the approval is delivered to the secretary at or prior to the meeting. Except as elsewhere provided, the resolutions must be adopted by not less than [percentage of votes]% of the votes of the entire membership of Association.
  - c. Limit on amendments: No amendment shall make any changes in the qualifications for membership, nor in the voting rights of members, without approval in writing by all members.
  - d. Certification: A copy of each amendment shall be certified by the secretary of state.

### **Article XIV - Definitions**

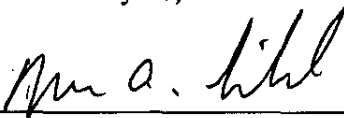
All terms that are used in but not otherwise defined in these Articles of Incorporation, shall have

the meanings ascribed to such terms in the Declaration of Covenants, Conditions and Restrictions for The Courtyard Homes at Limestone Creek, and any amendments or supplements thereto as may be recorded in the Public Records of Palm Beach County, Florida.

**Article XV - Incorporator**

The name and address of the incorporator of these articles of incorporation is as follows: John T. Paxman, Esquire, 1832 North Dixie Highway, Lake Worth, Florida 33460.

In witness of the above, I have executed these Amended and Restated articles of Incorporation on this February 26, 2008.

  
\_\_\_\_\_  
Director: Mark Reinhold

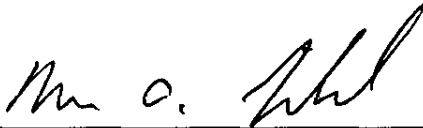
The date of adoption of the amendment(s) was: February 26, 2008

Effective date if applicable: February 26, 2008  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature



(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Mark Reinhold

(Typed or printed name of person signing)

Director

(Title of person signing)

**FILING FEE: \$35**