

NO8000003511

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800122703468

04/10/08--01013--013 **78.75

FILED
08 APR 10 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/11

LEVY KNEEN, P.L.

ATTORNEYS AT LAW

April 8, 20088

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

RE: East Willow Creek Property Owners' Association, Inc.
Our File No.: 6282.001

Dear Sir or Madam:

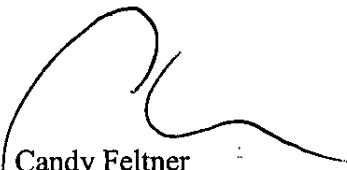
In connection with the above referenced matter, enclosed please find an original and one copy of the executed Articles of Incorporation, as well as this firm's check in the amount of \$78.75 to cover your costs of filing the same within your records.

Please date stamp the copy and return to me along with the confirmation of recording and corporate document number for insertion within the Corporate Minute Book.

Thank you for your assistance. Should you have any questions regarding the enclosed, or require anything further at this time, please do not hesitate to call me.

Very truly yours,

LEVY KNEEN, P.L.



Candy Feltner
Legal Assistant

enc:

ARTICLES OF INCORPORATION
OF
EAST WILLOW CREEK PROPERTY OWNERS ASSOCIATION, INC.

FILED
08 APR 10 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned does hereby execute these Articles of Incorporation for the purpose of forming a not-for-profit corporation under Chapter 617, Florida Statutes.

ARTICLE I
NAME

The name of the Corporation shall be **EAST WILLOW CREEK PROPERTY OWNERS ASSOCIATION, INC.**

ARTICLE II
PRINCIPAL PLACE OF BUSINESS.

The principal place of business of the Corporation is 806 Mystic Drive, Apt. 503, Cape Canaveral, FL 32930.

ARTICLE III
DURATION

The Corporation shall commence its existence upon the filing of these Articles of Incorporation with the Secretary of State of Florida. The duration of the Corporation is perpetual, unless it is dissolved pursuant to any applicable provision of the Florida Statutes.

ARTICLE IV
PURPOSE AND POWERS

The purposes for which this Association is organized are to take title to, operate, administer, manage and maintain the Common Areas and improvements thereon and such other areas as are dedicated to or made the responsibility of the Association within the Willow Creek Commercial Center-Phase I, according to the Plat thereof recorded in Plat Book 51, Pages 20 through 26, of the Public Records of Brevard County, Florida, and the Declaration of Covenants, Conditions and Restrictions of the East Willow Creek Commercial Center, which shall be recorded in the Public Records of Brevard County, Florida, as may be amended from time to time (the "Declaration"), or in any other Association documents in accordance with the terms of and purposes set forth therein and to conduct any lawful business permitted under the laws of the State of Florida for corporations not-for-profit in order to carry out the covenants and enforce the provisions of the Declaration. To carry out these purposes, the Corporation shall have all of the common law and statutory powers of a

corporation not-for-profit which are not in conflict with the terms of the Declaration including, but not limited to, the laws set forth in Sections 617 and 720, Florida Statutes.

ARTICLE V
CAPITAL STOCK AND MEMBERSHIP

The Corporation shall have no capital stock and shall be composed of Members rather than Shareholders, who shall be comprised of Lot Owners of property encumbered by the Declaration.

ARTICLE VI
TRANSFER OF MEMBERSHIP

Except as provided in the Bylaws, Membership shall be transferred by the sale of a Lot.

ARTICLE VII
VOTING RIGHTS

Members shall have such voting rights as are provided in the Bylaws of the Corporation.

ARTICLE VIII
BOARD OF DIRECTORS

The Board of Directors of the Corporation will be responsible for the administration of the Corporation in accordance with the Bylaws. Directors shall be elected or appointed as provided in the Bylaws. The names and addresses of the Members of the First Board of Directors are as follows:

Alex Maddalozzo
806 Mystic Drive, Apt. 503
Cape Canaveral, FL 32930

Elio Maddalozzo
740 Harbor Drive
Key Biscayne, FL 33149

ARTICLE IX
OFFICERS

The affairs of the Corporation shall be managed by a President Vice President, a Secretary and a Treasurer. The Board of Directors may appoint such other Officers and Assistant Officers as it may desire. The Officers shall be appointed as provided in the Bylaws. The names of the initial Officers of the Corporation are as follows:

Alex Maddalozzo
Elio Maddalozzo

President and Treasurer
Vice President and Secretary

ARTICLE X
REMOVAL OF DIRECTORS AND OFFICERS

Any Officer or Director may be removed as provided in the Bylaws.

ARTICLE XI
LIABILITY FOR DEBTS AND INDEMNIFICATION

Neither the Members nor the Officers nor the Directors of the Corporation shall be liable for the debts of the Corporation. The Corporation shall indemnify and hold harmless, to the maximum extent permitted by Florida Statutes, each person who shall serve at any time as a Director or Officer of the Corporation.

ARTICLE XII
BYLAWS

The Bylaws of the Corporation may be adopted, amended, altered or repealed as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation.

ARTICLE XIII
AMENDMENT OF ARTICLES

These Articles of Incorporation may be amended, altered or repealed as provided in the Bylaws.

ARTICLE XIV
ASSESSMENTS AND CHARGES

Members shall pay assessments and charges in accordance with the provisions of the Declaration and the Bylaws.

ARTICLE XV
MANAGEMENT AGREEMENT

The Board of Directors may authorize the Officers of the Corporation to enter into a Management Agreement with any person, firm or corporation to manage the affairs of the Corporation.

ARTICLE XVI
DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, all the property and assets of the Corporation, after payment of its debts, shall be distributed among the Members in accordance with the provisions of the Bylaws applicable to the dissolution of the Corporation.

ARTICLE XVII
TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one (1) or more of its Directors or Officers, or between the Corporation and any other corporation, partnership, association or other organization in which one (1) or more of its officers or directors are Officers or Directors of this Corporation shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board or Committee thereof which authorized the contract or transaction, solely because said Officers' or Directors' vote(s) are counted for such purposes. No Director or Officer of the Corporation shall incur liability by reason of the fact that said Director or Officer may be interested in any such contract or transaction.

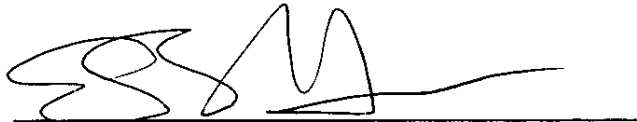
ARTICLE XVIII
INCORPORATOR

The name and address of the person signing these Articles is: Eleanor B. Halperin, Esquire, Levy Kneen, PL, 1601 Forum Place, Suite 300, West Palm Beach, Florida, 33401.

ARTICLE XIX
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Association is 1601 Forum Place, Suite 300, West Palm Beach, Florida, 33401, the initial Registered Agent of the Association at that address shall be Eleanor B. Halperin.

IN WITNESS WHEREOF, we have made and subscribed these Articles this 8th
day of April, 2008.



ELEANOR B. HALPERIN

STATE OF FLORIDA)
)SS.:
COUNTY OF PALM BEACH)

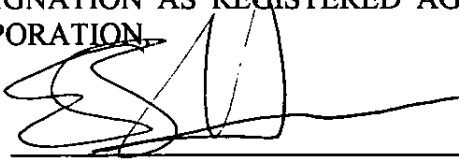
Before me personally appeared Eleanor B. Halperin, to me well known and known to me to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that she executed said instrument for the purposes therein expressed and did take an oath.

WITNESS my hand and official seal this ____ day of April, 2008.

NOTARY SEAL:

NOTARY PUBLIC
My Commission Expires:

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH IN THESE ARTICLES OF INCORPORATION



ELEANOR B. HALPERIN

FILED
08 APR 10 PM 4:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA