

No. 0832 P. 2
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
2009 JUN 19 AM 10:47

**ARTICLES OF INCORPORATION
OF
PLUM TREE COTTAGES CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, Chapters 617 and 718, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

**ARTICLE I.
NAME OF CORPORATION**

The name of this corporation shall be Plum Tree Cottages Condominium Association, Inc., hereinafter referred to as the "Association". The initial mailing address and principal place of business of the corporation is 312 64th Street, Holmes Beach, Florida 34217.

**ARTICLE II.
GENERAL NATURE OF BUSINESS**

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the condominium known as PLUM TREE COTTAGES, A CONDOMINIUM, located in Manatee County, Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes, and as amended from time to time.

**ARTICLE III.
POWERS AND DUTIES**

The Association shall have all of the condominium law and statutory powers of a corporation not for profit and all of the powers and duties set forth in said Condominium Act and the Declaration of Condominium of PLUM TREE COTTAGES CONDOMINIUM, as amended from time to time.

**ARTICLE IV.
MEMBERS**

All persons owning a vested present interest in the fee title to any of the Condominium Units of PLUM TREE COTTAGES, A CONDOMINIUM, as evidenced by a duly recorded proper instrument in the public records of Manatee County, Florida, shall be Members. Membership shall terminate automatically and immediately as a Member's vested interest in the fee title terminates, except that upon termination of the entire Condominium project, the Membership shall consist of those who were Members at the time of termination. In the event a Unit is owned by a legal entity other than a natural person, the officer, director, or other official so designated by such legal entity shall exercise its Membership rights.

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The share of a Unit Owner in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the Unit Owner's Unit.

ARTICLE V.
VOTING RIGHTS

Each Unit shall be entitled to cast one (1) vote at any meeting of the Association. This shall be the manner and method of voting notwithstanding that the same Unit Owner may own more than one Unit or that Units may be joined together and occupied by one owner. In the event of joint ownership of a Unit, the vote to which that Unit is entitled may be exercised by one of such joint owners by written agreement of the remainder of the joint owners, in the absence of said agreement, all joint unit owners must execute the unit vote unanimously.

ARTICLE VI.
INCOME DISTRIBUTION

No part of the income of this corporation shall be distributable to its Members.

ARTICLE VII.
TERM OF EXISTENCE

This corporation shall exist perpetually, commencing on the date these Articles are filed with the Florida Department of State, unless dissolved according to law.

ARTICLE VIII.
REGISTERED OFFICE AND REGISTERED AGENT

The registered office of the corporation shall be at 1401 8TH Avenue West, Bradenton, FL 34205. The initial Registered Agent shall be Louis Najmy.

ARTICLE IX.
NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of no less than three (3) persons, as shall be designated by the Bylaws. The method of election of the Directors shall be as designated in the Bylaws.

ARTICLE X.
FIRST BOARD OF DIRECTORS

The names and post office addresses of the Members of the first Board of Directors, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

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<u>Name</u>	<u>Address</u>
SARA BENJAMIN	312 64 TH Street Holmes Beach, Florida 34217
STEVEN HANSON	312 64 TH Street Holmes Beach, Florida 34217
SHAWN KALETA	208 72 nd Street A Holmes Beach, Florida 34217

The initial directors and officers, and any directors and officers subsequently designated, appointed or elected by the Developer in accordance with the terms of the Declaration and Bylaws, need not be Members of the Association.

ARTICLE XI.
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors shall be indemnified by the Association against all expenses and liabilities, including legal counsel fees (including but not limited to appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office, except when the

the director or officer is adjudged guilty of willful and wanton misfeasance or malfeasance in the performance of his or her duties; provided, that in the event of a settlement, the indemnification shall apply only when the Board approves the settlement as being in the best interest of the Association. The Association shall purchase and maintain insurance on behalf of all officers and directors against any liability asserted against them or incurred by them in their capacity as officers and directors or arising out of their status as such. The premiums for such insurance shall be paid by the Unit Owners of the Association as part of the Common Expenses.

ARTICLE XII.
BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XIII.
INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is as follows:

SARA BENJAMIN	312 64 TH Street Holmes Beach, Florida 34217
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STEVEN HANSON

312 64TH Street
Holmes Beach, Florida 34217

SHAWN KALETA

208 72ND Street A
Holmes Beach, Florida 34217

ARTICLE XIV.
AMENDMENTS

The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a two-thirds (2/3) vote of all voting rights of all Members of the Association and all rights conferred upon the Members herein are granted subject to this reservation. For the period of time that the developer has the authority to appoint a majority of the Board of Directors in accordance with the Declaration of Condominium of Plum Tree Cottages, the developer shall have the right to unilaterally amend this document.

IN WITNESS WHEREOF, I, the undersigned incorporator of these Articles of Incorporation, have hereunto set my hand this 6th day of MAY, 2009.


Print Name: STEVEN HANSON, Incorporator

ACCEPTANCE OF REGISTERED AGENT

The undersigned, Louis Najmy, hereby accepts designation as Registered Agent and Registered Agent of the foregoing corporation and acknowledges that he is familiar with the duties and responsibilities of a Registered Agent in Florida.

Dated this 7th day of May, 2009.


Louis Najmy, Registered Agent

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