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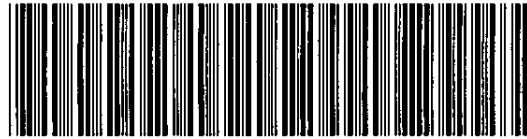
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

12 JUN 27 PM 3:59

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EFFECTIVE DATE 7/1/12

MRS  
6/28/12

**DICKER, KRIVOK & STOLOFF, P.A.**

ATTORNEYS AT LAW

1818 AUSTRALIAN AVENUE SOUTH  
SUITE 400  
WEST PALM BEACH, FLORIDA 33409

EDWARD DICKER  
JAMES N. KRIVOK  
SCOTT A. STOLOFF  
LAURIE G. MANOFF  
JOHN R. SHEPPARD, JR.

TELEPHONE  
(561) 615-0123  
FAX  
(561) 615-0128

June 22, 2012

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

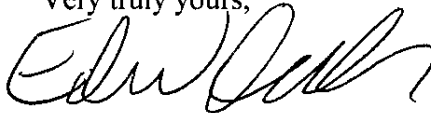
**Re: Articles of Incorporation of Tuscany E Condominium Association, Inc.**

Dear Secretary of State:

Enclosed please find an original and one copy of Articles of Incorporation of Tuscany E Condominium Association, Inc. Please accept said Articles for filing, and return a copy to the undersigned. Also, enclosed is the firm's check in the amount of \$70.00 to cover the filing fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



EDWARD DICKER  
For the Firm

EAD:sao  
Enclosure  
275910106.22L

**ARTICLES OF INCORPORATION  
OF  
TUSCANY E CONDOMINIUM ASSOCIATION, INC.**

**FILED**  
12 JUN 27 PM 3:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves for the purpose of forming a corporation not-for-profit under and pursuant to Chapter 617 and 718, Florida Statutes, and do certify as follows:

**I**

**EFFECTIVE DATE** 7/1/12

**Name**

The name of this corporation shall be Tuscany E Condominium Association, Inc. For convenience, the corporation shall be herein referred to as the "Association".

**II**

**Purpose**

The general purpose of this not-for-profit corporation shall be to be the "Association" (as defined in the Condominium Act of the State of Florida, Florida Statutes Chapter 718, et. Seq., as same is amended from time to time) for the operation and management of the condominium, and as such Association to operate and administer said condominium and carry out the functions and duties of said condominium Association, as set forth in the Declaration of Condominium establishing said condominium and exhibits annexed thereto.

**III**

**Powers**

The Board of Directors of the Association shall have the power and duties necessary for the administration of the affairs of the Association and may do all such acts and things as are not by law or by the Declaration of Condominium, or the Bylaws, directed to be exercised and done by unit owners. These powers shall specifically include, but shall not be limited to the following:

A To exercise all powers specifically set forth in the Declaration of Condominium, in the Bylaws, and in the Condominium Act, and all powers incidental thereto.

B. To prepare a budget for the condominium and to make assessments, collect said assessments, and use and expend the assessments to carry out the purposes and powers of the Association.

**Exhibit 1**

C. To improve the condominium property, real and personal, and the right to purchase items or realty and items of furniture.

D. To maintain in Palm Beach County, Florida, accounting records for the condominium, according to good accounting practices and in accordance with the requirements of the Condominium Act. The records shall be open to inspection by unit owners or their authorized representatives at reasonable times and written summaries of them shall be supplied at least annually to unit owners or their authorized representatives in accordance with the Condominium Act and subject to such rules and regulations as may be adopted and amended from time to time by the Board of Directors. The records shall include all records defined as official records in the Condominium Act.

E. To employ, dismiss and control the personnel necessary for the maintenance and operation of the condominium, including the right and power to employ attorneys, accountants, contractors, and other professionals, as the need arises.

F. To contract for the management of the condominium and to delegate to such contractor all of the powers and duties of the Association except those which may be required by the Declaration of Condominium to have approval of the Board of Directors or membership of the Association. To contract for the management or operation of portions of the common elements or facilities susceptible to the separate management or operation thereof, and to lease or concession such portions.

G. Designate one or more committees to assist the Board of Directors in an advisory capacity, in the management and affairs and business of the Association. The committee or committees shall have such name or names as may be determined from time to time by the Board of Directors, and said committee(s) shall keep regular minutes of their proceedings and report the same to the Board of Directors, as required, subject to the provisions of the Bylaws as amended from time to time. The foregoing powers shall be exercised by the Board of Directors or its contractor or employees, subject only to the approval by unit owners when such is specifically required.

## **IV**

### **Members**

The qualifications of members, the manner of their admission to membership, the termination of such membership and voting by members shall be as follows:

A. The record title owners of all units in the condominium shall be members of the Association.

B. Membership shall be established by the acquisition of ownership of fee title to or fee interest in a condominium parcel in the condominium, whether by conveyance, devise, judicial

decree, or otherwise, subject to the provisions of the Declaration, and by the recordation amongst the Public Records of Palm Beach County, Florida, of the Deed or other instrument establishing the acquisition and designating the parcel affected thereby and by the delivery in such Deed or other instrument shall thereupon become a member of the Association, and the membership of the prior owner as to the parcel designated shall be terminated.

C. The share of a member in the fund and assets of the Association in its common elements and in common surplus, and membership in this Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to the unit in his condominium.

D. On all matters as to which the membership, shall be entitled to vote, as hereinafter provided, there shall be only one vote for each unit, which vote shall be exercised in the manner provided by the Declaration of Condominium and the Bylaws.

## **V**

### **Term**

The term for which this Association is to exist shall be perpetual.

## **VI**

### **Incorporator**

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

Name	Residence
Marianne Guiliani	270 Tuscany E Delray Beach, FL 33446

## **VII**

### **Board of Directors**

The affairs of the Association shall be managed by a Board of Directors composed of between three (3) and five (5) directors, as determined by the Board from time to time. The members of the Board shall be members of the Association.

Directors shall be elected annually in accordance with the provisions of the Bylaws. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the Bylaws.

The names and address of the members of the first Board of Directors who shall hold office and serve until the first annual meeting of the membership or their successors are elected and qualify are:

<u>Name</u>	<u>Residence</u>
Marianne Guiliani	270 Tuscany E Delray Beach, FL 33446
Blanca Soto	273 Tuscany E Delray Beach, FL 33446
Gloria Murphy	260 Tuscany E Delray Beach, FL 33446

## **VIII**

### **Officers**

The affairs of the Association shall be administered by the President of the Association; Vice President; a Secretary and Treasurer. The Board of Directors, or President with prior approval of the Board, may employ a Managing Agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the operation or management of this Association and the affairs of the Association subject to the following limitation: No such person or principal or any entity employed as managing agent or personnel of the Association shall be a member of the Association.

The officers shall be elected, and may be removed from office, by vote of the directors from time to time as provided in the Bylaws.

## **IX**

### **First Officers**

The names and address of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and Bylaws are as follows:

<u>Name</u>	<u>Office</u>	<u>Residence</u>
Marianne Guiliani	President	270 Tuscany E Delray Beach, FL 33446

Blanca Soto

Secretary

273 Tuscany E  
Delray Beach, FL 33446

Gloria Murphy

Treasurer

260 Tuscany E  
Delray Beach, FL 33446

**X**

**Indemnification**

To the greatest extent allowed by law, every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him in connection with any proceeding to which he may be party, or in which he may become involved, by reason of his being or having been a Director or officer of the Association, or any settlement thereof, whether or not he is a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of wilful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

**XI**

**Address**

The principal office of the Association shall be located at % Seabreeze Community Management Services Inc. 4227 Northlake Blvd. Palm Beach Gardens, FL 33410.

**XII**

**Amendments**

The amendments to the Articles of Incorporation shall be proposed and adopted in the following fashion:

- A. Notice of the meeting shall contain a statement of the proposed amendment.
- B. The amendment shall be approved upon the affirmative vote of a majority of those persons present and voting, in person or by proxy, at a meeting of the Association at which a quorum has been established. An amendment may also be approved by written consent as permitted by law.
- C. Said amendment shall be recorded and certified as required by the Condominium Act.

**XIII**

**Initial Registered Office and Agent**

The street address of the initial registered office of this corporation is 1818 Australian Avenue South, Suite 400, West Palm Beach, Florida 33409, and the name of the initial registered agent of this corporation at that address is Edward Dicker, Dicker, Krivok & Stoloff, P.A. The registered office and/or registered agent of the Association may be changed by the Board of Directors from time to time per the provisions of applicable law.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Edward Dicker  
Signature/Registered Agent  
Print Name: Edward Dicker  
EDWARD DICKER

6/21/12  
Date

**XIII**

**Effective Date of Corporation**

The effective date of the corporation shall be July 1, 2012.

**FILED**  
12 JUN 27 PM 3:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Marianne Guiliani  
Signature/Incorporator  
Print Name: MARIANNE GUILIANI  
MARIANNE GUILIANI

6-21-12  
Date