

N140000006324

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

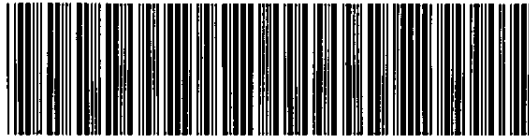
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



000271439990

04/13/15--01039--025 **35.00

15 MAY 15 AM 5:47

15 MAY 15

5-18-15
CRm
4-15-15



FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 15, 2015

BRIANA O'NEILL
DUBIN SINGER PC
123 N. WACKER DRIVE, SUITE 1600
CHICAGO, IL 60606

SUBJECT: HENDRICKS ISLE RETREAT PROPERTY OWNERS
ASSOCIATION, INC.
Ref. Number: N14000006324

We have received your document 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):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If you have any questions concerning the filing of your document, please call (850) 245-6838.

Cheryl R McNair
Regulatory Specialist II

Letter Number: 915A00007520

RECEIVED
15 MAY 15 PM 12:37
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

www.sunbiz.org

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314



Briana J. O'Neill
Paralegal
123 North Wacker Drive
Suite 1600
Chicago, Illinois 60606
Main 312.801.8777
Dir 312.801.8750
Fax 312.801.8767
E-mail: bonelli@dubinsinger.com

May 12, 2015

VIA FIRST CLASS MAIL

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

Re: Hendricks Isle Retreat Property Owners Association, Inc.
Reference Number: N14000006324

Ms. McNair,

On April 27, 2015, we received a letter from you rejecting the above-referenced document for filing. We have since made the requested changes and are re-submitting the document for filing. Enclosed please find the following items:

- Amended Articles of Incorporation of Hendricks Isle Retreat Property Owners Association, Inc., A Florida Corporation Not For Profit
- Copy of letter dated April 15, 2015 from the Florida Department of State Division of Corporations
- Check for \$35.00 made payable to the Florida Department of State

Should you have any questions, please do not hesitate to contact our office.

Sincerely yours,

Dubin Singer P.C.



Briana J. O'Neill

15 MAY 15 PM 5:17

**AMENDED ARTICLES OF INCORPORATION OF
HENDRICKS ISLE RETREAT PROPERTY OWNERS ASSOCIATION, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT**

In accordance with the provisions of the applicable laws of the State of Florida, the undersigned do hereby associate themselves into a corporation not for profit, for the purposes and with the powers hereinafter set forth, and do hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME OF CORPORATION**

The name of the corporation shall be: HENDRICKS ISLE RETREAT PROPERTY OWNERS ASSOCIATION, INC. (hereafter the "Association").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS OF THE ASSOCIATION**

The initial principal office and mailing address of the Association is located at 216 Hendricks Isle, Fort Lauderdale, FL 33301. The Association may, however, maintain other offices and transact business in such other places within or without the state of Florida as may from time to time be designated by the Board of Directors.

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the initial registered office of the Association is 216 Hendricks Isle, Fort Lauderdale, Florida 33301, and the name of the initial registered agent of this corporation at that address is Nicholas Stratigakes.

**ARTICLE IV
DOCUMENTS AND DEFINITIONS**

The words and terms used in these Articles shall have the same meaning as set forth in the Declaration of Restrictive Covenants for Hendricks Isle Retreat, as recorded on April 9, 2008 in Official Records Book 45258, Page 1613, and as recorded on October 28, 2008 in Official Records Book 45775, Page 1700 of the Public Records of Broward County, Florida, and as amended from time to time (hereinafter called the "Declaration").

**ARTICLE V
PURPOSES OF THE ASSOCIATION**

The objects and purposes of the Association are:

A. To administer any matters affecting the "Property" (as defined in the Declaration) for which responsibility has been lawfully delegated to, imposed upon, or

duly accepted by the Association, including, in particular, the stormwater management system facilities ("SWMS") on the Property and the conditions and requirements related to the Property's Marine Facility Operating License ("MFOL"), as issued under the provisions of Chapter 27 of the Broward County Natural Resource Protection Code and County Ordinance No. 2007-34, and, in connection therewith, to convey the operation and maintenance of the SWMS or the MFOL to another entity.

B. To collect on behalf of the Association, all assessments levied by the Association against "Lots" (as defined in the Declaration) owned by Members of the Association.

C. To furnish, contract for or otherwise provide for such services, capital improvements, and equipment for the Property as may be deemed necessary or desirable by the Board of Directors of the Association.

D. To carry out any of the duties and obligations assigned to it as an Association by its Members or by the terms of the Declaration.

F. To operate without profit and for the sole and exclusive benefit of the Members of the Association.

G. To exercise all other statutory powers and privileges that are afforded to Florida corporations not for profit, pursuant to Section 617.0302 of the Florida Statutes..

ARTICLE VI

POWERS OF THE ASSOCIATION

The Association shall have all of the common law and statutory powers of a corporation not-for-profit, including the powers set forth in Section 617.0302 of the Florida Statutes, which are not in conflict with the terms of these Articles, the Bylaws of the Association, and the Declaration, the rights, powers and duties reasonably necessary to operate and maintain the Association, and administer the Property pursuant to the Declaration and the Bylaws, including without limitation, the following:

A. To purchase, accept, lease or otherwise acquire title to, and to own, hold, mortgage, rent, sell, convey or otherwise dispose of, any and all real or personal property related to the purposes or activities of the Association.

B. To make, enter into, perform and carry out contracts of every kind and nature with any person, firm, corporation or association for services to provide for operation and maintenance of the SWMS and the MFOL.

C. To sue and be sued.

D. To establish a budget, fix assessments and assess Members and Lots within the Property which are subject to assessment pursuant to the Bylaws and the

Declaration for the purpose of defraying the expenses and costs of accomplishing the operation and maintenance of the SWMS and the MFOL, and to create, at its election, reasonable reserves for such expenditures, including a reasonable contingency fund for the ensuing year and a reasonable annual reserve for anticipated needs of the Association.

E. To place liens against any Lot subject to assessment for delinquent and unpaid assessments or charges and to bring suit for the foreclosure of such liens or to otherwise enforce the collection of such assessments and charges for the purpose of obtaining revenue in order to accomplish the purposes and objectives of the Association.

F. To hold funds solely and exclusively for the benefit of the Members of the Association for the purposes expressly set forth in these Articles of Incorporation.

G. To adopt, promulgate and enforce rules, regulations, bylaws, covenants, restrictions and agreements in order to accomplish the expressed purposes for which the Association is organized.

H. To delegate such of the powers of the Association as may be deemed to be in the Association's best interest by the Board of Directors and hire personnel to perform the services required for the responsibilities and operation of the Association.

I. To charge recipients of services rendered by the Association and users of property of the Association where such charge is deemed appropriate by the Board of Directors.

J. To pay all taxes and other charges or assessments, if any, levied against property owned, leased or used by the Association.

K. To enforce by any and all lawful means the terms and provisions of these Articles of Incorporation, the Bylaws of the Association and the Declaration. The governing provisions of each of said documents shall remain in effect for a minimum period of twenty (20) years from the dates thereof, and shall be automatically renewed thereafter.

L. To do any and all other acts necessary to accomplish the expressed objects and purposes of the Association, as set forth in these Articles of Incorporation, the Bylaws and the Declaration.

ARTICLE VII **MEMBERSHIP**

A. The Members of this Association shall consist of all Owners of Lots subject to the provisions of the Declaration. Owners of Lots shall automatically become Members upon acquisition of the fee simple title to their respective Lots. Each such party is hereinafter sometimes referred to as a "Member".

B. The membership of any Member in the Association shall automatically terminate upon conveyance or other divestment of title to such Member's Lot, except that nothing herein contained shall be construed as terminating the membership of any Member who may own two (2) or more Lots, so long as such Member owns at least one (1) Lot.

C. The interest of a Member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except as an appurtenance to the Lot, to which such Member's interest is related.

D. The Secretary of the Association shall maintain a list of the Members of the Association. Whenever any Person or entity becomes entitled to membership in the Association, it shall become such person's obligation to so inform the Secretary in writing, giving such person's name, address and Lot number. Any notice given to or vote accepted from the prior Owner of a Lot before receipt of written notification of change of ownership of such Lot shall be deemed to be properly given or received. The Membership rights of a Lot owned by a corporation, partnership, limited liability company, limited partnership, Trust or other entity shall be exercised by the individual designated by the Owner (the "Voting Representative") in a written instrument provided to the Secretary of the Association. The Secretary shall be entitled to rely upon the Association's records until notified in writing of any change in Lot ownership.

E. No action taken by a vote of the Members of the Association shall be binding upon the Association if taken in the absence of a quorum. Except as otherwise provided for in the Bylaws or the Declaration for certain actions, the Board may determine the number of Members which will constitute a quorum, which shall in no event be less than the Members or the proxies therefor entitled to cast fifty percent (50%) of the total votes of the Association.

ARTICLE VIII

BOARD OF DIRECTORS

A. The business of the Association shall be managed by a Board of Directors, which shall consist of a minimum of three (3) Directors, who must be Members of the Association. The initial Board of Directors shall consist of the following persons:

NAME	ADDRESS
Nicholas Stratigakes	216 Hendricks Isle Fort Lauderdale, FL 33301
Richard Buono	210 Hendricks Isle Fort Lauderdale, FL 33301

Nicole Stratigakes

216 Hendricks Isle
Fort Lauderdale, FL 33301

B. Directors may be removed, and vacancies on the Board shall be filled, in the manner provided by the Bylaws.

C. No action taken by a vote of the Board shall be binding upon the Board or the Association if taken in the absence of a quorum of the Board. A majority of the number of Directors then in office shall constitute a quorum for the transaction of business.

D. All of the rights, powers and responsibilities of the Association existing under the Bylaws and Declaration shall be exercised exclusively by its Board and its elected officers, agents, contractors, delegates and designees.

ARTICLE IX **OFFICERS**

A. The officers of the Association shall consist of a President, Vice President, Secretary and Treasurer, and such other officers as the Board may from time to time create by resolution, all of which shall be elected by and serve at the pleasure of the Board. The names and addresses of the persons who shall act as the officers of the Association until the election of their successors are as follows:

NAME	OFFICE	ADDRESS
Nicholas G. Stratigakes	President	216 Hendricks Isle Ft. Lauderdale, FL
Richard Buono	Vice President	210 Hendricks Isle Ft. Lauderdale, FL
Nicole Stratigakes	Secretary & Treasurer	216 Hendricks Isle Ft. Lauderdale, FL

The Board shall elect the President, Vice President, Secretary, and the Treasurer. Such officers shall be elected annually by the Board at the first meeting of the Board following the Members' Annual Meeting. The President shall be a Director of the Association but no other officer need be a Director. The same person may hold two (2) offices; however, the same person may not be both the President and Vice President, and the same person may not be both the President and the Secretary.

ARTICLE X

INDEMNIFICATION

The Association shall indemnify and hold harmless every Director, every Officer and every Person who is duly appointed by the Association to act as its representative, and their heirs, personal representatives, family members, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which said Person may be made a party by reason of being or having acted in a representative capacity, including reasonable fees for counsel, except in cases where such Person is finally adjudged in such action, suit or proceeding to be guilty of willful misconduct. In the event of any claim for indemnification hereunder which is based upon a settlement made or entered into by the indemnitee, the settlement shall qualify for the Association's indemnification only if the Board approves such settlement and indemnification as being in the best interests of the Association. The foregoing rights shall be in addition to all other indemnification rights to which such Person may be entitled, by law or otherwise.

ARTICLE XI

DURATION

This Association shall have perpetual existence, unless it is dissolved as herein provided.

ARTICLE XII

DISSOLUTION OF THE ASSOCIATION

A. The Association may be dissolved upon a resolution to that effect being approved unanimously by the Members of the Association, or dissolution may occur in the manner provided by Section 617.1430 of the Florida Statutes. If a judicial decree is necessary at the time of dissolution, then after receipt of an appropriate decree as provided in Section 617.1433 of the Florida Statutes, or any applicable statute then in effect the Association shall be dissolved.

B. Upon dissolution of the Association, all of its assets remaining after provision for payment of creditors and all costs and expenses of such dissolution shall be distributed in the following manner:

- (1) Any property or interests, including without limitation any property consisting of or comprising the surface water management system, or the Marine Operating Facility, as determined by the Board of Directors of the Association to be appropriate for dedication or conveyance to any applicable governmental agency or authority may be dedicated or conveyed to such agency

or authority, if acceptable to the agency or authority. If the dedication of conveyance of the surface water management system is not accepted by said authority, then said property will be dedicated to a similar non-profit corporation.

- (2) All remaining assets, or the proceeds from the sale of such assets, shall be apportioned among the Lots, which are then subject to assessment in equal shares, and the share attributable to each Lot shall be distributed to the then Owners of each Lot.

ARTICLE XIII **AMENDMENTS**

A. There shall be no amendment to these Articles which shall abridge, amend or alter the priority of any Institutional Mortgagee, or the validity of any Mortgage held by an Institutional Mortgagee, without the prior written consent of such Mortgagee. No amendment shall be made which is in conflict with applicable governmental laws and regulations, or which is in conflict with the Declaration, unless a corresponding amendment to the Declaration is also adopted. Any amendment proposed to these Articles which would affect the SWM system will be submitted to the South Florida Water Management District ("SFWMD") for a determination of whether the amendment necessitates a modification of the SFWMD permit that affects the Property. If a modification of the permit is necessary, the SFWMD will so advise the Association.

B. Amendments to these Articles shall be proposed and adopted in the following manner:

- (1) Amendments may be proposed by a resolution passed by a majority of the entire Board, setting forth the proposed amendment and directing that it be submitted to a vote at a special or annual meeting of the Association; or, by a petition signed by twenty-five percent (25%) of the Members and delivered to the Secretary of the Association. Such proposed amendment shall be transmitted to the President of the Association or other Officer acting in the absence of the President, who shall thereupon call a special meeting of the Membership, unless the amendment is to be considered at an annual meeting.
- (2) Written notice of the meeting, setting forth the proposed amendment, or a summary of the purpose and effect of such amendment, shall be given to each Member entitled to vote thereon, in accordance with

procedures set forth in the Bylaws. Any number of amendments may be submitted to the Members and voted upon at any one meeting.

- (3) In order for an amendment to be adopted, the same must be approved by the then Owners of seventy five percent (75%) of all of the Lots, who must vote in person or by proxy at a meeting duly called for that purpose. A defeated proposed amendment may be resubmitted any number of times by the same method, except that it may be voted upon by the Members only one time in any twelve (12) month period. No provision of these Articles which requires a certain percentage vote may be amended by a smaller percentage vote.
- (4) In the event that the then Owners of seventy-five percent (75%) of all of the Lots, by and through their Voting Representatives, sign a statement manifesting their intention that a duly proposed amendment to these Articles be adopted, then such amendment shall thereby be adopted, without regard to the preceding paragraphs.
- (5) Upon the approval of an amendment to these Articles, the Articles of Amendment shall be executed and delivered to the Florida Department of State, and a certified copy thereof shall be recorded in the Public Records of Broward County, Florida.

ARTICLE XIV **BUDGET AND EXPENDITURES**

The Association shall obtain funds with which to operate and maintain the SWMS and the MOFL by annual assessment of its Members in accordance with the provisions of the Bylaws of the Association as the same may be supplemented by the provisions of these Articles and said Bylaws. Accordingly, the Board of Directors shall annually adopt a budget for the operation of the Association for the ensuing year and for the purpose of levying assessments against all Lots subject to assessments, which budget shall be conclusive and binding upon all persons; provided, however, that the Board of Directors may thereafter at any time approve or ratify variations from such budget and make special assessments as required to accomplish the purposes of the Association.

ARTICLE XV **INCORPORATOR**

The name and street address of the Incorporator is as follows:

NAME

Nicholas Stratigakes

ADDRESS

216 Hendricks Isle
Fort Lauderdale, FL 33301

At a meeting of the members of the Association, duly called and held on August 19, 2014, at which a quorum was present and voting, or by other duly authorized action in lieu of a meeting, the resolutions set forth in this Declaration were adopted.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 28th of April, 2015, for the purpose of forming this non-profit corporation under the laws of the state of Florida, and the incorporator does hereby make and file in the office of the Secretary of State of the state of Florida these Articles of Incorporation and certify that the facts herein stated are true.

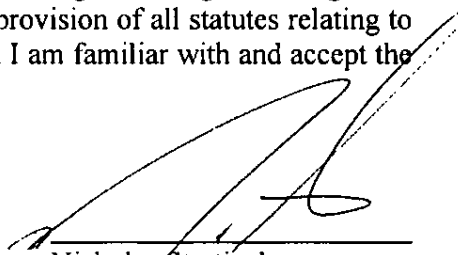


Nicholas Stratigakes

ACCEPTANCE

Having been named Registered Agent and to accept service of process for Hendricks Isle Retreat Property Owners Association, Inc., at the place designated in the Articles of Incorporation, I hereby accept appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Dated: April 28, 2015



Nicholas Stratigakes,
Registered Agent