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**FLORIDA PROFIT/NON PROFIT CORPORATION  
MOWRY ESTATES HOMEOWNERS ASSOCIATION, INC.**

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**Articles of Incorporation  
of  
MOWRY ESTATES  
HOMEOWNERS ASSOCIATION, INC.**

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By these Articles, the undersigned hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

**ARTICLE I**

**NAME AND DEFINITIONS**

The name of the non-profit corporation shall be **MOWRY ESTATES HOMEOWNERS ASSOCIATION, INC.** The corporation is herein referred to as the "Association," and the terms used herein shall have the meaning for each stated in the Bylaws, and the Declaration of homeowners to be recorded in the Public Records of Miami-Dade County, Florida, unless the context otherwise requires.

**ARTICLE II**

**PURPOSE AND POWERS OF THE ASSOCIATION**

The Association does not contemplate pecuniary gain or profit to the members, and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the residence Lots and Common Area within that certain tract of property described as: (legal description of property, which must be identical to that contained in the Declaration of Covenants, Conditions, and Restrictions. In staged developments, the description may include the entire development), and to promote the health, safety, and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration hereinafter called the "Declaration" applicable to the property and recorded or to be recorded in the Office of the Clerk of the Circuit Court of Miami-Dade County, Florida, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) 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 therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes, or governmental charges levied or imposed against the property of the Association;

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(c) Acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) 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;

(e) Dedicate, sell, or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Area, provided that any such merger, consolidation, or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and exercise any and all powers, rights, and privileges that a corporation organized under Chapter 617, Florida Statutes, by law may now or hereafter have and exercise.

### ARTICLE III

#### ASSOCIATION FUNDS AND PROPERTY

The Association shall pay no dividend, and shall distribute no part of its income to its Members, Directors, or Officers. Nevertheless, the Association may pay compensation in a reasonable amount to its Members, Directors, and Officers for services rendered, and it may confer benefits on its Members in conformity with the Declaration of Homeowners and the purposes of the Association. On termination, the Association may make distributions to its Members as permitted by law, and no such payment, benefit, or distribution shall be deemed to be a dividend or distribution of income. All funds and property acquired by the Association and all proceeds therefrom shall be held and used for the benefit of the Members of the Association in accordance with the provisions of the Declaration, these Articles and the Bylaws.

### ARTICLE IV

#### MEMBERS / MEMBERSHIP

##### Qualification

The Members of the Association shall consist of all of the Unit Owners of record in the Association.

Each Lot which is subject by covenants of record to assessment by the Association shall have appurtenant thereto a membership in the Association, which membership shall be held by the person or entity, or in common by the persons or entities, owning such unit, except that no person or entity holding an interest or title to a unit as security for performance of an obligation

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shall acquire the membership appurtenant to such Lot by virtue of such interest or title. In no event may any membership be severed from the Lot to which it is appurtenant.

#### Voting rights

The owner of each Unit shall be entitled to the number of votes specified in the Bylaws for that Unit. The manner of exercising voting rights shall be determined by the Bylaws.

The Association shall have two classes of voting membership:

Class "A". Class A members shall be all owners with the exception of the Developer and shall be entitled to one vote for each Lot owned. When more than one (1) person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class "B". Class B members shall be the Developer (as defined in the Bylaws) and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) Six years from the recording of this Declaration; or
- (c) Earlier than (a) or (b) above at the option of Developer.

#### Change in Membership

Change of membership in the Association shall be established by the recording in the public records of Miami-Dade County, Florida, of a deed or other instrument establishing a record title to a Unit Owner, and delivery to the Association of a certified copy of such instrument. The new Unit Owner designated by such instrument shall thereupon become a Member of the Association, and the membership of the prior Unit Owner shall thereby be terminated.

#### Transfer of Membership

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

#### Meetings

The Bylaws shall provide for an annual meeting of Members and may provide for regular and special meetings other than the annual meeting.

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**ARTICLE V****DIRECTORS****Number**

The property, business, and affairs of the Association shall be managed by a Board of Directors consisting of the number of Directors determined by the Bylaws, but which shall consist of not less than three Directors. Except as may otherwise be provided in the Bylaws, each Director shall be either a person designated by the Developer or a person entitled to cast a vote in the Association.

**Election**

Directors may be designated or elected and removed, and vacancies on the Board of Directors shall be filled as provided in the Bylaws.

**Authority**

All of the duties and powers of the Association existing under these Articles, and the Bylaws shall be exercised exclusively by the Board of Directors, its agents, contractors, or employees, subject only to approval by Unit Owners when such approval is specifically required by these Articles, or the Bylaws.

**Initial Directors**

The names and addresses of the three members of the first Board of Directors, who shall hold office until the election or appointment of their successors, are as follows:

<b>NAME</b>	<b>ADDRESS</b>
IRVIN PENA	5001 SW 193 <sup>rd</sup> Lane Southwest Ranches, Florida 33332
JAIDZY HERNANDEZ	5001 SW 193 <sup>rd</sup> Lane Southwest Ranches, Florida 33332
ALFREDO DOMINGUEZ	5001 SW 193 <sup>rd</sup> Lane Southwest Ranches, Florida 33332

**ARTICLE VI****OFFICERS**

The affairs of the Association shall be administered by the officers designated in accordance with the Bylaws. The names and addresses of the officers who shall serve until the election or appointment of their successors in accordance with the Bylaws are as follows:

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PRESIDENT	IRVIN PENA
VICE-PRESIDENT	ALFREDO DOMINGUEZ
SECRETARY	JADZY HERNANDEZ
TREASURER	IRVIN PENA

**ARTICLE VII****TERM**

The term of the Association shall be perpetual; provided, however, that the Association shall be terminated by the termination of the Homeowners in accordance with the terms of the Bylaws.

**ARTICLE VIII****REGISTERED OFFICE AND AGENT**

The initial registered office of the Association is 6505 Blue Lagoon Drive, Suite 130, Miami, Florida 33126, and the name of the initial registered agent at that address is Marcelo Law Group, P.A.

**ARTICLE IX****INCORPORATORS**

The name and address of each incorporator of the Association is:

NAME	ADDRESS
IRVIN PENA	5001 SW 193 <sup>rd</sup> Lane Southwest Ranches, Florida 33332

IN WITNESS WHEREOF, the Incorporator has hereto affixed his signature this 20 day of March, 2017.

  
\_\_\_\_\_  
IRVIN PENA**ARTICLE X****ADDRESS**

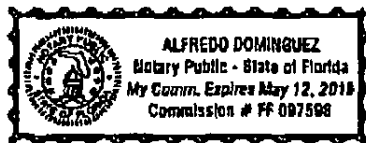
The principal and mailing address is: 5001 SW 193<sup>rd</sup> Lane, Southwest Ranches, Florida 33332.

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STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, IRVIN PENA, to me well known and well known to me to be the person described in and who executed the foregoing and he acknowledged before me that he executed the said instrument as his free and voluntary act and deed for the uses and purposes therein set forth and expressed.

Witness my hand and seal this 20 day of March, 2017.



*Alfredo Dominguez*  
NOTARY PUBLIC

This instrument was prepared by:

MAGDA MARCELO-ROBAINA, ESQ.  
MARCELO LAW GROUP, P.A.  
6505 Blue Lagoon Drive -- Suite 130  
Miami, Florida 33126  
(305) 262-2206

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