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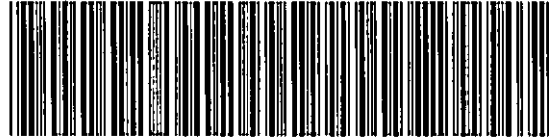
(Business Entity Name)

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2019 MAR 21 PM 4:55  
SECRETARY OF STATE  
TALLAHASSEE, FL

## COVER LETTER

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

**SUBJECT:** Veronica Court Homeowners' Association, Inc.  
**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Dana Quinones  
Name (Printed or typed)

1860 Forest Hill Blvd., Ste. 105  
Address

West Palm Beach, FL 33406  
City, State & Zip

561-966-9563  
Daytime Telephone number

dana@kirkgrantham.com  
E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
VERONICA COURT HOMEOWNERS' ASSOCIATION, INC.  
(a Florida Corporation not for profit)**

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SECRETARY OF STATE  
PALM BEACH COUNTY

In order to form a corporation not for profit, under and in accordance with Chapter 617 of the Florida Statutes, we, the undersigned, hereby incorporate this corporation not for profit, for the purposes and with the powers hereinafter set forth and to that end, we do, by these Articles of Incorporation, certify as follows:

The terms contained in these "Articles" are defined in Chapter 720, Florida Statutes, as amended through the date of recording the Declaration amongst the Public Records of Palm Beach County, Florida, shall have the meaning of such terms set forth in such Chapter 720.

**ARTICLE I  
NAME, PRINCIPAL AND MAILING ADDRESS**

The name of this Association shall be VERONICA COURT HOMEOWNERS' ASSOCIATION, INC., whose principal and mailing address is: 13969 Veronica Court, Wellington, Florida 33414.

**ARTICLE II  
PURPOSE OF ASSOCIATION**

The Purposes for which this Association is organized is to maintain, operate and manage the Homeowners' Association, including the Homeowners' Association Property for the property at Veronica Court, Village of Wellington, Florida being developed by R.P.S. Holding Corp., a Florida corporation ("Developer") and to own portions of, operate, lease, sell, trade and otherwise deal with certain of the improvements located therein now or in the future.

**ARTICLE III  
POWERS**

The Association 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 Chapter 720. The Association has the power to assess members for the purposes of the Association including the costs to maintain common areas. The Association has the power to place liens. The Association shall have the power to enter into contracts with governmental entities.

**ARTICLE IV  
MEMBERS**

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

A. Membership in the Association shall be established by the acquisition of ownership of fee title to a Unit or Parcel as evidenced by the recording of a deed or other instrument of conveyance amongst the Public Records whereupon the Membership of the prior Unit or Parcel Owner shall terminate as to that Unit or Parcel.

B. No Member may assign, hypothecate or transfer in any manner his membership or his share in the funds and assets of the Association.

C. With respect to voting, the Association shall have one class of voting membership:

There shall be one vote for each Unit or Parcel and the vote shall be cast by the owner(s) of the Unit or Parcel.

D. All members are subject to assessments for the purposes of the Association and after turnover the Developer shall pay assessments on Units or Parcels still owned.

E. Any member may petition the appropriate court for the appointment of a receiver to manage the affairs of the corporation in the event of dissolution of corporation.

#### **ARTICLE V TERM**

The term that this Association is to exist shall be perpetual.

#### **ARTICLE VI INCORPORATOR**

The names and addresses of the incorporator of these Articles is as follows:

Alvaro Reyes	13969 Veronica Court Wellington, FL 33414
Maria Teresa Reyes	13969 Veronica Court Wellington, FL 33414
Julio Reyes	13969 Veronica Court Wellington, FL 33414
Gloria Reyes	13969 Veronica Court Wellington, FL 33414

C. Directors must be Members or the spouses, parents or children of Members, except that if a Dwelling Unit is owned by an entity and not an individual, such entity may appoint two individuals on its behalf to be eligible to serve on the Board of Directors.

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**ARTICLE VII  
POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

All of the power and duties of the Association shall be exercised by the Board in accordance with the provisions of Chapter 720 and the Homeowners' Association Documents.

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2019 MAR 29 PM 4:55  
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TALLAHASSEE, FL

**ARTICLE VIII  
INDEMNIFICATION**

Every Director and Officer of the Corporation shall be indemnified by the Corporation against all expenses and liability, including attorneys' fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in or in which he may become involved by reason of his being or having been a director or officer, whether or not he is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties, provided however, that in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification shall be in addition to but not exclusive of all other rights to which such officer or director may be entitled.

**ARTICLE IX  
BYLAWS**

The Bylaws of the Association may be altered, amended or rescinded by the affirmative vote of not less than a majority of the Members present at an Annual Members' Meeting or special meeting of the membership and the affirmative approval of a Majority of the board at a regular or special meeting of the Board. In the event of a conflict between the provisions of these Articles and the provisions of the Bylaws, the provisions of these Articles shall control.

**ARTICLE X  
BOARD OF DIRECTORS**

A. The number of initial directors on the Board of Directors shall be four (4). The number of Directors elected by the Members at and subsequent to the Majority Election Date shall be as provided in Paragraph C and D of this Article VII.

B. The names and addresses of the persons who are to serve as the First Board are as follows:

Alvaro Reyes 13969 Veronica Court  
Wellington, FL 33414

Maria Teresa Reyes 13969 Veronica Court  
Wellington, FL 33414

Julio Reyes 13969 Veronica Court  
Wellington, FL 33414

Gloria Reyes 13969 Veronica Court  
Wellington, FL 33414

C. The number of directors may be up to four (4). Directors must be Members or the spouses, parents or children of Members, except that if a Dwelling Unit is owned by an entity and not an individual, such entity may appoint two individuals on its behalf to be eligible to serve on the Board of Directors.

D. The following provisions shall govern the right of each Director to vote and the manner of exercising such right:

1. There shall be only one (1) vote for each Director.
2. In the case of deadlock by the Board, application shall be made to a court of competent jurisdiction to resolve the deadlock.

#### **ARTICLE XI POWERS AND DUTIES OF THE BOARD OF DIRECTORS**

All of the power and duties of the Association shall be exercised by the Board in accordance with the provisions of Chapter 720 and the Homeowners' Association Documents.

#### **ARTICLE XII AMENDMENTS**

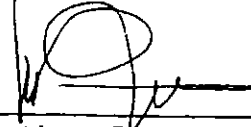
These Articles may be amended by an instrument in writing signed by the President (or a Vice President) and the Secretary (or an Assistant Secretary) and filed in the Office of the Secretary of State of the State of Florida. The instrument amending these Articles shall identify the particular Article or Articles being amended, give the exact language of such amendment and give the date of a adoption of the amendment by the Board. A certified copy of each such amendment shall always be attached to any certified copy of these Articles or a certified copy of Articles as related to include such Amendments and shall be an exhibit to each Declaration upon the recording of each Declaration. This Article XI is intended to comply with Chapter 617, Florida statutes

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TALLAHASSEE, FL

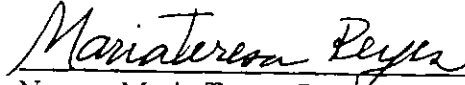
**ARTICLE XIII  
REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Association is 13969 Veronica Court, Wellington, FL 33414 and the initial registered agent of the Association at that address shall be Alvaro Reyes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 12 day of March, 2019.



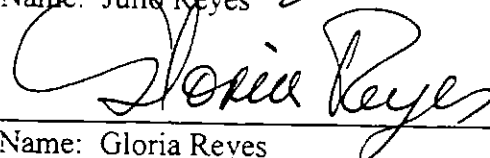
Name: Alvaro Reyes, Incorporator



Name: Maria Teresa Reyes



Name: Julio Reyes



Name: Gloria Reyes

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TALLAHASSEE, FL

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA. NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - **VERONICA COURT HOMEOWNERS' ASSOCIATION, INC.**, DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH IT'S PRINCIPAL PLACE OF BUSINESS AT CITY OF VILLAGE OF WELLINGTON, COUNTY OF PALM BEACH OF FLORIDA, HAS NAMED ALVARO REYES, 13969 VERONICA COURT, WELLINGTON, FLORIDA 33414, COUNTY OF PALM BEACH, STATE OF FLORIDA, AS IT'S AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE



Name: Alvaro Reyes

Title: Incorporator

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

ALVARO REYES

NAME: Alvaro Reyes

DATE: 4/10/2019, 2019

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2019 MAR 21 PM 4:55

SECRETARY OF STATE  
TALLAHASSEE, FL