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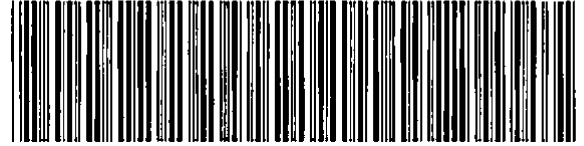
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SECRETARY OF STATE
TALLAHASSEE, FL

N CULLIGAN

AUG 22 2019

COVER LETTER

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

SUBJECT: Hallandale Commons 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: Matthew West

Name (Printed or typed)

820 N 4th Street

Address

Lantana, FL 33462

City, State & Zip

561-588-2027

Daytime Telephone number

mwest@westconstructioninc.net

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
HALLANDALE COMMONS HOMEOWNERS ASSOCIATION INC.,
A FLORIDA CORPORATION NON-FOR-PROFIT

The undersigned incorporator, for the purpose of forming a corporation not-for-profit pursuant to the laws of the State of Florida, Florida Statutes, Chapter 617, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is **HALLANDALE COMMONS HOMEOWNERS ASSOCIATION INC.**, hereinafter called the "Association."

ARTICLE II - TYPE OF CORPORATION:

The association is a not-for-profit corporation and has no capital stock.

ARTICLE III - DURATION

The period of duration is perpetual.

ARTICLE IV - PURPOSE AND POWER

This Association does not contemplate pecuniary gain or profit to its members, and the purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and common maintenance areas within that certain real property described in that certain Declaration of Covenants, Conditions and Restrictions for HALLANDALE COMMONS executed by DONALDSON-WEST VENTURE, LLC, a Florida Limited Liability Company ("Declarant") to be recorded in the Official Records of Broward County, Florida. (hereinafter called the "Declaration"), and to Promote the health, safety and welfare of the residents within such properties and for these purposes the Association shall have the following powers:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in said Declaration and Bylaws as the same may be amended from time to time, and the powers conferred by Florida Statute 720 et. seq. otherwise known as The Florida Homeowners Act as amended from time to time.

(b) To fix, levy and collect (enforcing payment by any lawful means) all charges and 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 for example, but not by way of limitation, all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) With the consent of 70% of each class of members, to purchase, receive, lease 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) To borrow money, and with the consent of two-thirds (2/3) of each class of members to mortgage or pledge any or all of its real or personal property as security for money borrowed or debts incurred;

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SECRETARY OF STATE
TALLAHASSEE, FL

(c) To contract for and engage the services of agents, independent contractors or employees to manage, maintain, operate or perform all or any part of the affairs and business of the Association;

(f) To do and perform any and all lawful things and acts which in its discretion are necessary or desirable in carrying out any or all of the purposes for which the Association is formed, and pay the costs and/or expenses in connection therewith.

(g) Establish rules and regulations governing membership and take any other necessary actions as permitted by law, including the right to sue and be sued.

Further, the Association shall have and exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of the Florida Statutes may now or hereafter have or exercise.

ARTICLE V - MEMBERSHIP

Every person or entity who is a record owner ("Owner") of a fee or undivided fee interest in any lot which is subject by the Declaration to assessment by the Association, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. Ownership of such lot shall be the sole qualification of membership.

ARTICLE VI - VOTING RIGHTS

Section 1. The Association shall have two (2) classes of voting membership:

(a) Class A. Class A Membership shall be all Owners of Lots (except the Declarant and its successors and assigns.) Class A Members shall be entitled to one (1) vote for each Lot in which they hold the interests required for membership. When more than one person holds such interest or interests in any Lot, all such persons shall be Members, but the vote for such Lot shall be exercised only by that one person who is Entitled to Vote as outlined in Section 1.9. In no event shall more than one vote be cast with respect to any Lot.

(b) Class B. The Class B Member shall be the Declarant. The Class B Member shall be entitled to ten (10) votes for each Lot owned by the Class B member. All voting rights of Class B Membership shall be freely transferable, subject to this Declaration, to third parties. The Class B membership shall cease and terminate upon the sale or transfer of all Residences from developer to a third party.

"Entitled to Vote" means and refers to that Lot Owner who shall be entitled to cast a vote at an Association meeting. If more than one person or legal entity shall own any Lot, the Owners thereof shall determine among themselves who shall be the Member Entitled to Vote and the vote of any one owner shall be accepted by the association with no voting certificate being necessary. If the lot is owned by a trust, the trustee shall be entitled to cast the vote for the lot. If the lot is owned by a corporation or LLC, the right of a specific person to cast a vote for said lot shall be determined by a voting certificate that is to be signed by the President of the corporation or the Managing Member of the LLC and given to the Secretary of the Association. All Lot Owners shall be Members of the Association. In no event shall any mortgagee or other party holding any type of security interest in a Lot be Entitled to Vote for any purpose hereof, unless and until any of said parties obtain or receive fee simple title to such Lot.

ARTICLE VII– BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of three (3) directors, who must be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association but shall always consist of an odd number. The names and addresses of the persons who are to serve until the election of their successors are:

ARTICLE VIII – QUORUM

A quorum of members in attendance at all member's meetings, including the annual meeting shall be 30%. A quorum of Board members necessary for a meeting of the Board of Directors shall be a majority of the board members.

ARTICLE IX - MEETINGS OF MEMBERSHIP

Section 1. Meetings of the membership shall be held at a place specified in the Notice of Meeting, said location to be no greater than five miles from the Association Property.

Section 2. The annual meeting of the members shall be held at 8 o'clock p.m. on the first Monday of February each year, or in the event that day is a holiday, on the first day thereafter which is not a legal holiday. At each such meeting there shall be an election of directors who shall serve one year terms. The members shall also transact such other business as may properly come before them.

The Agenda for the Annual Meeting shall be as follows:

1. Call to Order.
2. Certification of a Quorum.
3. Reports of Officers.
4. Reports of Committees.
5. Annual Election. Nominations shall be taken from the floor. When all nominations are completed, owners shall cast their vote by written ballot. An election is not necessary if there are more open director positions than there are candidates.
6. Adjournment.

Section 3. It shall be the duty of the President to call a Special Meeting of the members as directed by resolution of the Board of Directors or upon a Petition signed by twenty-five percent (30%) of the members. The Notice of any Special Meeting shall state the time, place and purpose thereof. No business shall be transacted at a Special Meeting except as stated in the said Notice.

Section 4. It shall be the duty of the Secretary, or upon his failure or neglect then of any officer or member, to mail by United States mail, postage prepaid, a Notice of each Annual or Special Meeting stating the purpose, the time and place thereof to each member of record.

ARTICLE X - AUTHORITY TO MORTGAGE

After same real property has been conveyed to the Association, any mortgage by the Association of the Association Property defined in said Declaration shall have the assent of 7 members of each class of membership.

ARTICLE XI - AUTHORITY TO DEDICATE

The Association shall have power to dedicate, sell or transfer all or any part of the Association Property (after same has been conveyed to it) 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 may be

effective unless an instrument has been signed by members entitled to cast 70% of the votes of each class of membership agreeing to such dedication, sale or transfer.

ARTICLE XII - OFFICERS

The officers of the Association shall be a president, vice president, secretary, treasurer and such other officers as the Board may from time to time by resolution create. The officers shall serve at the pleasure of the Board. The Bylaws may provide for the removal from office of officers, for filling vacancies, and for the duties of the officers. The name of the officers who shall serve until their successors are designed by the Board are as follows:

President:	Matthew West
Vice President:	Kevin Hanna
Secretary:	Kevin Hanna
Treasurer:	Matthew West

ARTICLE XIII - BYLAWS

The first Bylaws shall be adopted by the Board and may be altered, amended or rescinded by the Declarant (as defined in the Declaration), the directors or members in the manner provided by the Bylaws.

ARTICLE XIV - AMENDMENTS

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

- (a) A resolution setting for the proposed amendment may be proposed by a majority of the Board or by not less than one-third (1/3) of the membership.
- (b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member entitled to vote thereon within the time and in the manner provide in the Bylaws for the giving of notice of a meeting of the members. The proposed amendment or such summary shall be included in the notice of such annual meeting.
- (c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of 70% of the votes of each class of membership of the Association.
- (d) Any number of amendments may be submitted to the members and voted upon by them at any meeting.
- (e) Prior to the closing of the sale of all Lots within the Property, no amendment shall make any changes which would in any way affect any of the rights, privileges, powers of options herein provided in favor of, or reserved to, the Declarant, unless the Declarant shall join in the execution of the amendment.
- (f) Upon approval of an amendment to these Articles by the members, the articles of amendment shall be executed and delivered to the Department of state as provided by law, and a copy certified by the Secretary of State shall be recorded in the public records of Broward County Florida.

ARTICLE XV - AGENT AND OFFICE

The Initial Registered Office Of The Association and Registered Agent Shall Be:

Matthew West
820 N 4th Street
Lantana, FL 33462

The principal office of the Association is located at:

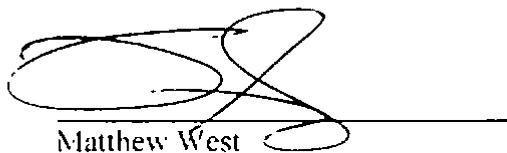
820 N 4th Street
Lantana, FL 33462

ATTESTATION – FIRST BOARD OF DIRECTORS

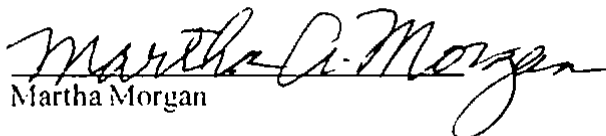
The undersigned incorporators who shall serve as the corporation's first board of directors, submit these Articles of Incorporation on this 14th day of August, 2019.


Kevin R. Hanna

820 N 4th Street
Lantana, FL 33462
Address


Matthew West

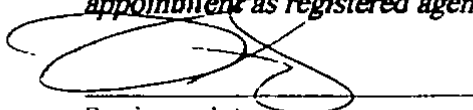
820 N 4th Street
Lantana, FL 33462


Martha Morgan

820 N 4th Street
Lantana, FL 33462

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Having been named as registered agent to accept service of process for the above states 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.


Registered Agent

14-Aug-19
Date