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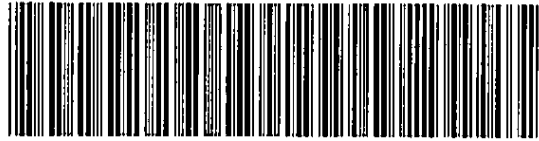
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T. SCOTT



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FILED
2019 SEP 12 AM 12:59
CLERK OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Belle Arbor West Property Owners 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: Jacqueline J. Peregrin

Name (Printed or typed)

6621 Willow Park Drive, Suite 1

Address

Naples, Florida 34109

City, State & Zip

239-349-2628

Daytime Telephone number

jacqueline@peregrinlaw.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
BELLE ARBOR WEST PROPERTY OWNERS ASSOCIATION, INC.

FILED
2013 SEP 12 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In order to form a corporation under the provisions of Chapter 617 of the Florida Statutes, Specterra Land, LLC, Developer, hereby submits these Articles of Incorporation. The Articles of Incorporation of BELLE ARBOR WEST PROPERTY OWNERS ASSOCIATION, INC. shall henceforth be as follows:

ARTICLE I

NAME: The name of the corporation, herein called the "Association", is BELLE ARBOR WEST PROPERTY OWNERS ASSOCIATION, INC., and its mailing address is P.O. BOX 1710, LABELLE, FLORIDA 33975 and its principal address is 180 N. MAIN STREET, LABELLE, FLORIDA 33935

ARTICLE II

PURPOSE AND POWERS: The purpose for which the Association is organized is to provide an entity for the operation of BELLE ARBOR WEST, located in Hendry County, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida, except as limited or modified by these Articles, the Declaration of Covenants, Conditions and Restrictions, the Bylaws; and it shall have all of the powers and duties reasonably necessary to operate BELLE ARBOR WEST pursuant to said Declaration as it may hereafter be amended, including but not limited to the following:

- (A) To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Association, and to use the funds in the exercise of its powers and duties.
- (B) To protect, maintain, repair, and replace the common areas, cross access easements, sewer/utility lines, common water management systems and generally operate the property as provided for in the Declaration.
- (C) To purchase insurance for the protection of the Association and its members as reasonably necessary as shall be determined by the Board of Directors.

- (D) To reconstruct improvements after casualty and to make further improvements of the property.
- (E) To make, amend and enforce reasonable rules and regulations governing the use of the Lots, common areas, cross access easements, utility easements, water management systems and the operation of the Association.
- (F) To impose a fine or fines upon an Owner, tenant, guest, or other invitee for failure of the Owner, his contractors, customers, guests, invitees, tenants, or employees to comply with any covenant, restriction, rule or regulation contained herein or promulgated pursuant to the Governing Documents.
- (G) To approve or disapprove the transfer, leasing and occupancy of Lots, to the extent provided in the Declaration.
- (H) To enforce the provisions of the Declaration, these Articles, the Bylaws and any Rules and Regulations of the Association.
- (I) To contract for the management and maintenance of the Association and the property, and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association.
- (J) To enter into contracts which the Board of Directors determines are in the interest of the Association.
- (K) To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Association.
- (L) To enter into agreements, or acquire leaseholds, memberships, and other possessory, ownership or use interests in lands or facilities. It has this power whether or not the lands or facilities are contiguous to the lands of the property submitted to the Declaration, if they are intended to provide use or benefit to the Lot owners.
- (M) To borrow money without limit as to amount if necessary to perform its other functions hereunder.
- (N) To sue, or be sued, with respect to the exercise or non-exercise of its powers and on behalf of the Owners of Lots.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Declaration, these Articles of Incorporation and the Bylaws such as are specifically required by the Declaration to be exercised by the Board of Directors or the membership of the Association.

ARTICLE III

MEMBERSHIP:

- (A) There shall be two classes of membership: Class A Memberships and one Class B Membership.
- (B) The Class A Memberships shall be all Lot Owners with the exception of the Developer while the Developer is a Class B Member. There shall be one (1) Class A membership for each Lot. The total number of Class B Memberships shall be one(1).
- (C) The Class A members of the Association shall be the record owners of a fee simple interest in one or more Lots in BELLE ARBOR WEST, as further provided in the Bylaws. The Class B Member shall be the Developer, and any successor Developer.
- (D) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to his Lot.
- (E) The Class A Members shall be entitled to one vote in Association matters for each lot owned. The manner of exercising voting rights shall be as set forth in the Bylaws. There shall be no cumulative voting.
- (F) The Class B Member shall be the Developer, who shall be entitled to the number of votes equal to the number of votes held by all Class A Members, plus one. Until such time as the Developer no longer owns a lot in BELLE ARBOR WEST, or otherwise relinquishes the Class B membership, all actions taken by the corporation hereunder shall require the affirmative vote of the Class B member.

ARTICLE IV

TERM: The term of the Association shall be perpetual.

ARTICLE V

BYLAWS: The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

ARTICLE VI

DIRECTORS AND OFFICERS:

- (A) The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws.
- (B) Directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

- (C) The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.
- (D) So long as the Developer owns any Lots in BELLE ARBOR WEST, or retains a Class B membership, all directors shall be appointed by the Developer.
- (E) The names and addresses of the initial Board of Directors are:

Daniel Peregrin 180 N. Main Street, LaBelle, FL 33935

Jennifer Peregrin 180 N. Main Street, LaBelle, FL 33935

ARTICLE VII

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

- (A) Proposal. Amendments to these Articles may be proposed by a majority of the Board or by written petition, signed by at least one-third (1/3) of the voting interests.
- (B) Procedure. Upon any amendment to these Articles being proposed by said Board or Lot owners, such proposed amendment shall be submitted to a vote of the owners not later than the next annual meeting for which proper notice can be given.
- (C) Vote Required. Except as otherwise provided for by Florida law, these Articles of Incorporation may be amended by vote of a two thirds (2/3) of the voting interests, present in person or by proxy at any annual or special meeting, or by approval in writing of two thirds (2/3) of the voting interests without a meeting, provided that notice of any proposed amendment has been given to the members of the Association, and that the notice contains a copy of the proposed amendment. So long as there is a Class B member, any amendment to these Articles shall also require the approval of the Class B member. The Class B Member may amend or restate these Articles without the consent of the Class A Members.
- (D) Effective Date. An amendment shall become effective upon filing with the Secretary of State.

ARTICLE VIII

INDEMNIFICATION: To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Association against all expenses and liabilities, including attorney's fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

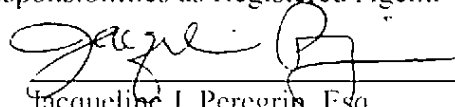
ARTICLE IX

The name and address of the incorporator is:

Jacqueline J. Peregrin, Esq.
6621 Willow Park Drive, Suite 1
Naples, Florida 34109

ARTICLE X

The name and address of the initial registered agent is Peregrin Law Firm, P.A., 6621 Willow Park Drive, Suite 1, Naples, Florida 34109. The corporation may change the registered agent, principal place of business, and mailing address from time to time. The Resident agent hereby is familiar with, and accepts the duties and responsibilities as Registered Agent.


Jacqueline J. Peregrin, Esq.
Peregrin Law Firm, P.A.

CERTIFICATE

In Witness whereof, the incorporator has hereunto set her hand and seal on this 11th day of September, 2019.

INCORPORATOR

Jacqueline J. Peregrin
(SEAL)

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing Articles of Incorporation were acknowledged before me by Jacqueline J. Peregrin, the Incorporator, who X is personally known to me or ___ who provided drivers license as identification and did not take an oath on this 11th day of September, 2019.



Tracy L. Price
Notary Public (SEAL)
Print name: Tracy L. Price
My Commission Expires: 03/05/2022