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FLORIDA STATE
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COVER LETTER

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

N.E. 36th STREET TOWNHOMES II HOMEOWNERS ASSOCIATION, INC. A FLORIDA NOT FOR PROFIT
SUBJECT: _____
(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: TOD A. WESTON ESQ.

Name (Printed or typed)

51 E COMMERCIAL BLVD

Address

FORT LAUDERDALE, FL 33334

City, State & Zip

954-938-5333

Daytime Telephone number

TWESTON@TODWESTONLAW.COM OR MSANROM.
E-mail address: (to be used for future annual report notification)

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CLERK

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

Prepared By:
Tod Weston, Esq
51 E. Commercial Boulevard
Fort Lauderdale, FL 33334

ARTICLES OF INCORPORATION OF
N.E 36TH STREET TOWNHOMES II
HOMEOWNERS ASSOCIATION, INC.
(A Florida Corporation Not for profit)

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

The terms contained in these "Articles" shall have the meanings set forth in Chapter 617 and in Chapter 720, Florida Statutes and the Amended Declaration of Covenants, Restrictions, Easements, and Party Walls for N.E. 36th Street Townhomes II (the "Amended Declaration"). All initially capitalized terms not defined herein shall have the meanings set forth in Article I of the Amended Declaration. For Clarification, the following terms will have the following Meanings:

- A. "Act" means Chapter 720, Florida Statutes.
- B. "Articles" means these Articles of Incorporation.
- C. "Assessments" means the share of funds required for the payment of "Annual Assessments" and "Special Assessments" (as such terms are defined in the Amended Declaration) which from time to time are assessed against a Unit Owner.
- D. "Association" means the N.E. 36th Street Townhomes II Association, Inc. a Florida corporation not for profit.
- E. "Board" means the Board of Directors of the Association.
- F. "Bylaws" means the Bylaws of the Association.
- G. "Common Expenses" means expenses for which the Unit Owners are liable to the Association as set forth in various sections of the Act and/or as described in the Declaration.
- H. "Common Surplus" means the excess of the receipts collected by the Association over the Common Expenses.
- I. "Declaration" means the Declaration of Covenants, Restrictions, Easements, And Party Walls for N.E. 36TH Street Townhomes II.
- J. "Director" means a member of the Board of Directors.
- K. "Governing Documents" means collectively the Amended Declaration, these Articles, the Bylaws, and any Rules and Regulations from time to time promulgated by the Association.
- L. "Member" means a Unit Owner/member of the Association who, by definition, shall be an Owner of one of the two (2) Townhomes.
- M. "Unit" means a townhome dwelling unit as described in the Amended Declaration.
- O. "Unit Owner" means the person(s) or entity who holds fee simple title to a Unit.
- P. "Voting Certificate" means the document which designates one (1) of the record title owners, or the corporate, partnership or entity representative, who

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is authorized to vote on behalf of a Unit owned by more than one(1) owner or by any entity.

- Q. "Voting Interests" means the voting rights allocated to Members pursuant to the Declaration.

ARTICLE I NAME AND ADDRESS

1.1 The name of this Association shall be N.E. 36TH Street Townhomes II Homeowners' Association, Inc. The initial principal office and mailing address of the Association shall be 2503 NE 36 ST, Lighthouse Point, Florida 33064.

ARTICLE II PURPOSE OF ASSOCIATION

2.1 The Association shall be a "homeowners association" as defined in the Act.

2.2 The Association has been organized to administer and manage the Association, to service, maintain, repair, and replace the Properties, to service, maintain, repair, and replace the roofs, pavers in front of the Units, party wall, privacy wall and paint the surfaces of the exterior walls of the two (2) townhomes, all in accordance with the mandate in the Amended Declaration, and to perform and discharge the various duties and responsibilities assigned to the Association under the Amended Declaration and under the Act.

ARTICLE III POWERS

The Association shall have the following powers:

3.1 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 the Declaration.

3.2. The Association shall have all of the powers that have been granted to the Association in the Governing Documents.

3.3 The Association shall have all of the powers of a homeowners' association under the Act including, but not limited to, the following:

3.3.1 To make, establish and enforce reasonable rules and regulations governing the maintenance, repair, painting, alteration and use of (i) the surfaces of the exterior walls of the two (2) townhomes, party wall, privacy wall and of (ii) the roof systems that are a part of each townhome;

3.3.2 To make, levy, collect and enforce payment of Assessments from and against Unit Owners as provided in the Act and in the Amended Declaration in order to provide funds to pay for the Common Expenses in the manner provided in the Act and in the Amended Declaration and to use and expend the proceeds of such Assessments in the exercise of the powers and duties of the Association;

3.3.3 To service, maintain, repair, and replace all of the pavers in front of the Properties;

3.3.4 To enforce, by legal means, the provisions of the Governing Documents and of the Act.

3.3.5 To engage independent contractors and professionals, and to enter into such contracts, as shall be needed to perform the powers identified herein; and

3.3.6 To engage independent contractors and to enter into contracts needed (i) to provide for the servicing, maintenance, repair and replacement of the roofs and roof systems of the two (2) townhomes, and (ii) to provide for the servicing, maintenance, and repair and paint of the surfaces of the exterior walls of the townhomes, and (iii) to provide for servicing, maintenance, repair, and replacement of the pavers, party wall and privacy wall on the Properties.

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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:

4.1. Membership in the Association shall be established by the acquisition of ownership of fee title to a Unit as evidenced by the recordation of a deed of conveyance as to such Unit in the Public Records of Broward County, Florida. Conversely, the membership of the prior (conveying) Unit Owner shall terminate as to that Unit as of the date of such Unit Owner's execution and delivery to the new Unit Owner of the deed of conveyance. New Members shall deliver to the Association a true copy of the deed or other instrument evidencing the acquisition of title to the Unit.

4.2 No Member may assign, hypothecate or transfer, in any manner, his membership in, or his share in the funds and assets of, the Association, except as an appurtenance to his Unit.

4.3 With respect to voting, the following provisions shall apply:

4.3.1 Each Unit shall be entitled to one (1) vote, which vote shall be exercised and cast in accordance with the Governing Documents. In the event that fee simple title to a Unit is held by more than one (1) Unit Owner such Unit Owners collectively shall be entitled to only one (1) vote in each matter before the membership.

4.3.2 Matters that require a vote of the Members shall be decided by a unanimous vote of the Members in attendance at any meeting having a quorum (as determined in accordance with the Bylaws).

4.3.3 The Members shall be entitled to elect the Board as provided in Article VIII of these Articles.

4.3.4 Notwithstanding any other provisions of these Articles, on matters which require voting by the Members, the vote must be unanimous.

ARTICLE V TERM

5.1 The term of this Association shall be perpetual.

ARTICLE VI OFFICERS

6.1 The Association shall be managed by a President, a Vice President, a Secretary and a Treasurer, which officers shall serve at the pleasure and direction of the Board.

6.2 The Board shall elect the President, the Vice President, the Secretary, and the Treasurer. Such officers shall be elected annually by the Board at the first meeting of the Board following each annual Members' Meeting; provided. All officers shall be Directors of the Association. The same person may hold two (2) offices; provided, that the duties of the two are not incompatible. However, the offices of President and Vice President shall not be held by the same person, nor shall the same person hold the office of President and the office of Secretary. One Unit Owner shall be the President and Treasurer of the Association, and the other Unit Owner shall be the Vice President and Secretary of the Association.

ARTICLE VII FIRST OFFICERS

7.1 The names of the officers who are to serve until the first election of officers by the Board are as follows:

President: Ruy M Rodriguez

Vice President: Angus L Macdonald

Secretary: Angus L Macdonald

Treasurer: Ruy M Rodriguez

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**ARTICLE VIII
BOARD OF DIRECTORS**

8.1 The number of Directors on the Board of Directors shall be no less than 3.

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

NAME	ADDRESS
Ruy M Rodriguez	2503 NE 36 St, Lighthouse Point, FL 33064
Margarita Rodriguez	2503 NE 36 St, Lighthouse Point, FL 33064
Angus L Macdonald	2501 NE 36 St, Lighthouse Point, FL 33064

(2) At each annual Members' meeting the number of Directors to be elected shall be determined by the Board from time to time, but there shall not be less than 3 Directors.

8.3 Each Director shall have one (1) vote.

8.4 Each Unit Owner shall appoint 1 Director. By agreement between the Unit owners, the Owners of Unit 2503 has appointed the 3rd Member of the Board of Directors for the first year commencing August, 2020. The Unit Owner of Unit 2501 shall be entitled to appoint the 3rd Member of the Board of Directors for the 2nd year, and the Unit Owners agree to alternate the annual appointment of the 3rd Director for so long as the Association is in existence.

8.5 Notwithstanding any other provisions of these Articles, on matters which require voting by the Directors, the vote must be unanimous

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

All of the powers and duties of the Association shall be exercised by the Board in accordance with the provisions of the Act and the Governing Documents, where applicable, and shall include, but not be limited to, the following:

9.1 Making and collecting Assessments against Members to defray the costs of the Common Expenses.

9.2 Using the proceeds of Assessments in the exercise of the powers and duties of the Association and of the Board.

9.3 Maintaining, servicing, repairing and painting the surfaces of the exterior walls of the two (2) townhome Units.

9.4 Maintaining, servicing, repairing and replacing the roof(s) of the two(2) townhome Units.

9.5 Making and amending rules and regulations with respect to the maintenance, repair, alteration and use of the exterior surface of the two (2) Units, the roof(s) of the two (2) townhome Units, the pavers in the front of the units, the party wall and privacy wall located on the Properties.

9.6 Enforcing by legal means the provisions of the Governing Documents.

9.7 To engage independent contractors and professionals carry out the duties set forth in the Amended Declaration.

9.8 Notwithstanding anything to the contrary contained in these Articles and the Bylaws, and as provided in the Amended Declaration, no action may be taken by the Board which would limit the rights of the Unit Owners: suspend, cancel, or interfere with the voting rights of either Unit Owner; cause the Association to spend or obligate the Association to spend more than \$1000.00; or modify, amend or terminate the Amended Declaration, Articles, Bylaws or Rules of the Association; without the express written consent of both Unit Owners.

**ARTICLE X
INDEMNIFICATION**

10.1. Every Director and every officer of the Association (and the Directors and/or officers as a group) shall be indemnified by the Association against all expenses and liabilities, including counsel fees (at all trial and appellate levels) reasonably incurred by, or imposed upon, them in connection with any proceeding, litigation or settlement in which he or she may become involved by reason of his or her being, or having been, a Director, an officer of the

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Association. The foregoing provisions for indemnification shall apply whether or not he or she is a Director or officer at the time such expenses and/or liabilities are incurred. Notwithstanding the above, in the event of a settlement, the indemnification provisions herein shall not be

automatic and shall apply only when the Board approves such settlement and authorizes reimbursement for the costs and expenses of the settlement as in the best interest of the Association. In instances where a Director or officer admits, or is adjudged guilty of, willful misfeasance or malfeasance in the performance of his or her duties, the indemnification provisions of these Articles shall not apply.

ARTICLE XI BYLAWS

11.1 The Bylaws of the Association shall be adopted by the initial Board and, thereafter, may be altered, amended or rescinded by the unanimous affirmative vote of the Members present at an annual Members' meeting or at a special meeting of the membership and by the unanimous affirmative approval 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 XII AMENDMENTS

12.1. After the recordation of the Amended Declaration in the Public Records of Broward County, Florida, these Articles may be amended in the following manner:

12.1.1 The Board, as a whole, shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the Members, which may be either the annual Members' meeting or a special meeting. Any number of amendments may be submitted to the Members and voted upon by them at one meeting;

12.2.2. Written notice setting forth the proposed amendment(s) or a summary of the changes to be effected thereby shall be given to each Member of record entitled to vote within the time and in the manner provided in the Bylaws for the giving of notice of Meetings of Members; and

12.2.3. At such meeting, a vote of the Members shall be taken on the proposed amendments. The proposed amendment shall be adopted upon receiving the unanimous affirmative vote of all Members entitled to vote thereon; or

12.2.4. An amendment may be adopted by a written statement signed by all Directors and with the written consent of all Members.

12.2. No amendment may be made to the Articles which shall in any manner reduce, amend, affect, or modify the terms, conditions, provisions, rights and obligations set forth in the Amended Declaration.

12.4 A copy of each amendment shall be certified by the Secretary, shall be filed with the State of Florida and, after the recordation of the Amended Declaration, shall be recorded in the Public Records of Broward County, Florida, as an amendment to the Declaration.

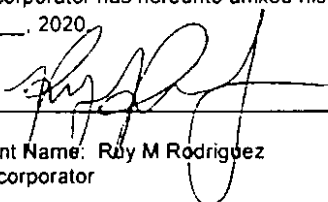
ARTICLE XIII REGISTERED OFFICE AND REGISTERED AGENT

13.1 The street address of the initial registered office of the Association is: 2503 NE 35 St, Lighthouse Point, Florida 33064 and the initial registered agent of the Association at that address shall be Ruy M. Rodriguez.

ARTICLE XIV INCORPORATOR

14.1 The name and address of the Incorporator of these Articles is as follows: Ruy M. Rodriguez, 2503 NE 35 ST, Lighthouse Point, FL 33064.

IN WITNESS WHEREOF, the Incorporator has hereunto affixed his signature, this 30th day of July, 2020.

By: 

Print Name: Ruy M Rodriguez
Incorporator

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The undersigned hereby accepts the designation as Registered Agent of N.E. 36TH Street Townhomes II Homeowners' Association, Inc. as set forth in Article XIII of these Articles of Incorporation and acknowledges that he is familiar with, and accepts, the obligations imposed upon registered agents under the Florida.

By: [Signature]

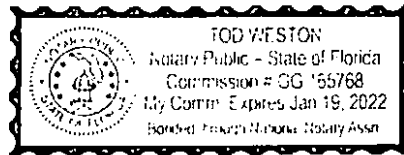
Print Name: Ruy M Rodriguez

STATE OF FLORIDA

COUNTY OF Sumter

I HEREBY CERTIFY that on this day before me, Tod Weston a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Ruy M. Rodriguez, who is personally known to me or who has produced a Florida driver license as identification.

WITNESS my hand and official seal in the State and County last aforesaid this 30th day of July, 2020.



[Signature]
Notary Public, State of Florida
My Commission Expires: 1/19/2022

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