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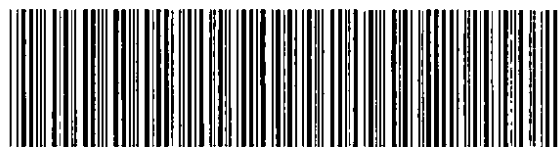
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2023 JUL 26 AM 4:05

COVER LETTER

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

SUBJECT: BRENTWOOD RECREATION 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: Charles F. Otto, Esq.

Name (Printed or typed)

2699 Stirling Road, Suite C-207

Address

Fort Lauderdale, FL 33312

City, State & Zip

(954) 962-7367

Daytime Telephone number

cfo@straleyotto.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
BRENTWOOD RECREATION ASSOCIATION, INC.

Pursuant to the provisions of Chapters 617 of the Florida Statutes, the undersigned incorporators hereby adopt the following Articles of Incorporation for the purpose of forming a corporation not-for-profit:

PREAMBLE

BRENTWOOD TOWNHOUSE CONDOMINIUMS, INC., and BRENTWOOD WEST TOWNHOUSES CONDOMINIUM ASSOCIATION, INC., as members of the unincorporated BRENTWOOD JOINT RECREATION COMMITTEE, have each been authorized and directed by its respective Board of Directors to file these Articles of Incorporation. One of the purposes for which this Corporation is being formed is to operate, manage, and maintain the Recreational Facilities within the Brentwood community and to perform the duties and exercise the powers necessary thereto pursuant to the Amended and Restated Brentwood Joint Recreation Committee Agreement. The Corporation is not a condominium association nor homeowners' association generally governed by the provisions of Chapters 718 or 720 of the Florida Statutes.

ARTICLE I – NAME

The name of the Corporation is BRENTWOOD RECREATION ASSOCIATION, INC., hereinafter sometimes referred to as the "Corporation". The principal place of business and the mailing address shall be c/o West Broward Community Management, 820 South State Road 7, Plantation, Florida 33317.

ARTICLE II – REGISTERED AGENT

The street address of the initial registered office of the Corporation is 2699 Stirling Road, Suite C-207, Fort Lauderdale, Florida 33312, and the name of the initial Registered Agent of the Corporation at such address is STRALEY & OTTO, P.A. The Corporation may maintain offices and transact business on each other places as may from time to time be designated by the Board of Directors.

ARTICLE III – EXISTENCE

The Corporation shall commence on the date these Articles of Incorporation are filed with Secretary of State of Florida and shall have perpetual existence.

FILED
2023 JUN 26 AM 11:06
CLERK OF THE
SECRETARY OF STATE
FLORIDA

ARTICLE IV – INCORPORATORS/SUBSCRIBERS

The names and addresses of the incorporators/subscribers of the Corporation are as follows:

Brentwood Townhouse Condominiums, Inc., c/o Consolidated Community Management, Inc., 7124 North Nob Hill Road, Tamarac, Florida 33321

Brentwood West Townhouses Condominium Association, Inc., 4150 S.W. 66th Terrace, Davie, Florida 33314

ARTICLE V – PURPOSES AND POWERS

The Corporation does not contemplate pecuniary gain or profit to its members. The general nature and objects of this corporation are:

1. To organize and coordinate a united, viable federation of the condominium associations within the Brentwood community, which shall include Brentwood Townhouse Condominiums, Inc., and Brentwood West Townhouses Condominium Association, Inc., both not-for-profit Florida corporations, for the purpose of carrying out common goals, objectives and purposes of the respective condominium associations with regard to the Recreational Facilities of the Brentwood community as set forth in the Amended and Restated Brentwood Joint Recreation Committee Agreement.
2. To providing a united effort by unit owners for the fulfillment of unit owner's rights under the respective declarations of condominium and supportive documentation of the individual condominiums, as well as under the Amended and Restated Brentwood Joint Recreation Committee Agreement, and the protection of those rights insofar as they relate to the Recreational Facilities, while preserving the sanctity and integrity of each condominium association in their endeavor to serve the interests of their unit owners within their respective condominiums.
3. To do everything necessary for the purpose of maintaining in good repair and improvement the Recreational Facilities of the Brentwood community in accordance with the authority granted through the respective condominium associations and pursuant to the Amended and Restated Brentwood Joint Recreation Committee Agreement.
4. To enter into all contracts to carry out the purposes of the Corporation, including but not limited to a contract for management of the recreational area.
5. To use and expend the monies collected by the Corporation to effectuate the purposes and powers of the Corporation.

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6. To engage the services of a licensed community association manager (an "LCAM") as contemplated by the Amended and Restated Brentwood Joint Recreation Committee Agreement.

7. To hire attorneys, engineers, accountants, and other professionals as the need arises and the interest to the unit owners warrant.

8. To establish in the By-laws of the Corporation any procedures or guidelines determined necessary for carrying out the purposes herein enumerated and to do, generally, any and all things appropriate and necessary for the welfare, interests and benefits of the unit owners, pursuant to and in accordance with the terms and provisions of the Articles of Incorporation, any Statutes and Laws of the State of Florida and any other governmental unit or agency, and the provisions of the Amended and Restated Brentwood Joint Recreation Committee Agreement.

9. To have and to exercise any and all of the common law and statutory powers, rights, and privileges which a corporation organized under the Florida Not-for-Profit Corporation Act may now or hereafter have or exercise, which are not in conflict with the terms of these Articles, the By-laws, and the Amended and Restated Brentwood Joint Recreation Committee Agreement.

ARTICLE VI – MEMBERSHIP

The Corporation shall have three (3) classes of membership, designated as follows:

1. Voting Membership: Five members from the Board of Directors of each condominium association subscribing to these Articles of Incorporation, selected by such subscribing condominium association's Board, shall serve as voting members of the Corporation.

2. Special Voting Membership: The LCAM, as provided in Section 5 of the Amended and Restated Brentwood Joint Recreation Committee Agreement, shall serve as a special voting member of the Corporation and shall be permitted to vote only in the event of a tie vote when an item is voted upon by the voting members.

3. Non-Voting Membership: All owners of condominium units who are members of condominium associations subscribing to these Articles shall be classified as non-voting members of the Corporation. Upon recording of a deed or other instrument establishing a change of record title to a condominium unit, the new owner designated by said instrument shall become a member of the Corporation and the membership of the prior owner shall terminate.

ARTICLE VII – BOARD OF DIRECTORS

The affairs of the Corporation are to be managed by the voting members and special voting member, who collectively shall constitute the Board of Directors of the Corporation. As such, the number of directors of the Corporation is eleven (11). A quorum of the Board shall

consist of seven Board members which must include at least three Board members from each of the two condominium associations subscribing to these Articles, as well as the special voting member/LCAM. Acts approved by a majority of the voting members present and voting at a meeting at which a quorum is present shall constitute acts of the Board. The special voting member, however, shall be permitted to vote only in the event of a tie vote when an item is voted upon by the voting member-Board members.

The names and post office addresses of the first Board of Directors who are to manage all of the affairs of the Corporation, subject to the provisions of the Articles of Incorporation, the By-laws, the Amended and Restated Brentwood Joint Recreation Committee Agreement, and the laws of the State of Florida, shall hold officer for the first year of this Corporation's existence, or until their successors are elected and have qualified are:

NAMES

ADDRESSES

Renec Potens
Clint Byers
Jeannette Winnick
HOWARD BUSCH
Tara Hahr

Brentwood Townhouse Condominiums,
 Inc., c/o Consolidated Community
 Management, Inc., 7124 North Nob Hill
 Road, Tamarac, Florida 33321

Alexis Perez
BOBBIE THOMPSON
ANTHONIE TRENTACOSTA
Nelson CINTRON
Greysi Fernandez

Brentwood West Townhouses
 Condominium Association, Inc., 4150 S.W.
 66th Terrace, Davie, Florida 33314

Tom Fiore, LCAM

West Broward Community Management
 820 South State Road 7, Plantation, Florida
 33317

ARTICLE IX – OFFICERS

The Affairs of the Corporation shall be administered by the President of the Association, assisted by a Secretary and Treasurer, all selected in accordance with provisions of the By-Laws. All officers must be members of the Board of Directors of the Corporation. The name and addresses of the officers of the Corporation who shall hold office for the first year or until their successors are elected are:

NAME/TITLE

ADDRESS

Tom Fiore, LCAM
 President

West Broward Community Management
 820 South State Road 7, Plantation, Florida
 33317

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 FILED
 CLERK

Alexis Perez
Secretary

Brentwood West

Renee Peters
Treasurer

Brentwood Touchdown

ARTICLE X – INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. The Corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director or officer of the Corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust, or other enterprise in which he or she served at the request of the Corporation, against judgments, fines, amounts paid in settlement, and reasonable expenses, including attorneys' fees actually and necessarily incurred as a result of such action, suit, or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interest of the Corporation, and in criminal actions or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the Corporation or that he had reasonable grounds for belief that such action was unlawful. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct in the performance of his duty to the Corporation unless and only to the extent that the court, administrative agency, or investigative body before which such action, suit, or proceeding is held shall determine upon application that, despite the adjudication of liability, but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

B. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred, and whether such director or officer acted in good faith and a manner he reasonably believed to be in the best interests of the Corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum consisting of directors who were not parties to such action, suit or proceeding. In the event that all the directors were parties to such action, suit or proceeding, such determination shall be made by the members of the Corporation by a majority vote of a quorum.

C. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

**ARTICLE XI – TRANSACTION IN WHICH DIRECTORS OR OFFICERS
ARE INTERESTED**

Contracts or transactions between the Corporation and one (1) or more of its directors or officers, or between the Corporation and any other corporation, partnership, association, or other organization in which one (1) or more of its directors or officers are directors or officers, or have a financial interest (other than that of the LCAM and the two condominium associations subscribing to these Articles) shall be governed by the provisions of Fla.Stat. §718.3027.

ARTICLE XII – BY-LAWS

The By-laws of the Corporation shall initially be made and adopted by the first Board of Directors and may be recorded among the Public Records of Broward County, Florida. The By-laws may be altered, amended or rescinded at any duly called meetings of the members of the Corporation in the manner provided for in the By-laws.

ARTICLE XIII – AMENDMENTS

The Articles of Incorporation may be amended by the voting members, at any regular meeting or special meeting called therefore, provided notice required under the By-laws is given, and may be amended by a 2/3 vote of the voting members present and voting.

WITNESSES

Howard Oaul
Carney Smith

Carney Smith ARR

**BRENTWOOD TOWNHOUSE
CONDOMINIUMS, INC.**

By: James P. Adams President

Attest: James P. Adams
Secretary
DIRECTOR

**BRENTWOOD WEST TOWNHOUSES
CONDOMINIUM ASSOCIATION, INC.**

By: Carney Smith President

Attest: Carney Smith ALX 1505

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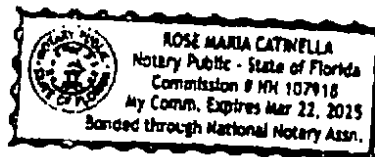
, Secretary

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing Articles of Incorporation were acknowledged before me by means of ☒ physical presence or ☐ online notarization this 12 day of July, 2023, by Renee Peters and Jeanette Warrick, as President and Secretary, respectively, of BRENTWOOD TOWNHOUSE CONDOMINIUMS, INC., who are personally known to me or who produced _____ as identification and who did/did not take an oath.

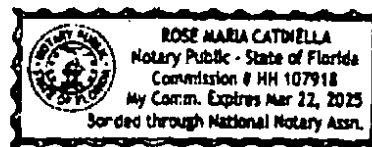
Rose Maria Catarella
NOTARY PUBLIC

STATE OF FLORIDA)
)
COUNTY OF BROWARD)



Alexis
The foregoing Articles of Incorporation were acknowledged before me by means of ☒ physical presence or ☐ online notarization this 12 day of July, 2023, by Renee Peters and Nelson Clinton, as President and Secretary, respectively, of BRENTWOOD WEST TOWNHOUSES CONDOMINIUM ASSOCIATION, INC., who are personally known to me or who produced _____ as identification and who did/did not take an oath.

Rose Maria Catarella
NOTARY PUBLIC



2023 JUL 26 AM 4:05
FALL COUNTY, FLORIDA

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the designation as Registered Agent of BRENTWOOD RECREATION ASSOCIATION, INC., as set forth in Article II of these Articles of Incorporation, and acknowledges that it is familiar with, and accepts the obligations imposed upon registered agents under the Florida Not-For-Profit Corporation Act.

Dated: 7/19/23

STRALEY & OTTO, P.A.

By: 

CHARLES F. OTTO, ESQ.
Authorized agent

2023 JUL 26 AM 4:05
FALL, A. S. 116610