

N42319

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**Angel Granger
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NAME: PALM LAKES PROPERTY OWNERS ASSOCIATION, INC.
FAX AUDIT NUMBER: 491-204

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

PALM LAKES PROPERTY OWNERS ASSOCIATION, INC.

(A corporation not-for-profit)

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation not-for-profit under Chapter 617 Florida Statutes (1989) and certifies as follows:

ARTICLE I

NAME

The name of the corporation shall be PALM LAKES PROPERTY OWNERS ASSOCIATION, INC., hereinafter referred to as "Association" and its duration shall be perpetual.

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to engage as a non-profit organization in protecting the value of the property of the Members of the Association, to exercise all the powers and privileges and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants and Restrictions for the Dorfman Planned Unit Development (the "Declaration") to be recorded in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, including the establishment and enforcement of payment of charges and Assessments contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Members and their property. All terms used herein which are defined in the Declaration shall have the same meaning herein as therein.

ARTICLE III

POWERS

The powers of the Association shall include and be governed by the following provisions:

Section 1. Common Law and Statutory 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 these Articles and the Declaration.

Prepared by:
Francisco Arbide
Gunster, Yoakley & Stewart, P.A.
177 S. Flagler Dr., Suite 500 East
West Palm Beach, FL 33401 407/655-1980
Fl Bar # 0868779

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depositing, and disbursing those funds and the form of check and the person or persons by whom the same shall be signed, when not signed as otherwise provided by the By-Laws.

N. The power to establish additional officers of the Association and to appoint all officers provided in the By-Laws, except as otherwise provided in the By-Laws.

O. The power to appoint committees as the Board of Directors may deem appropriate.

P. The power to establish and maintain a reserve fund for capital improvements, repairs and replacements.

Q. The power to bring suit and to litigate on behalf of the Association and the Members subject to the requirements of the Declaration.

R. The power to possess, employ and exercise all powers necessary to implement, enforce and carry into effect the powers above described.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration. No part of the income, if any, of the Association shall be distributed to the Members, directors, or officers of the Association.

Section 4. Limitations. The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

ARTICLE IV

MEMBERSHIP

Qualification for, and admission to, membership in the Association shall be regulated by the Declaration and the By-Laws of the Association.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than four (4) Directors. The following persons shall constitute the initial Board of Directors:

<u>Name</u>	<u>Address</u>
Keith H. Kuhlman	Suite 400 3816 W. Linebaugh Avenue Tampa, Florida 33624

Mark L. Messerly	Suite 400 3816 W. Linebaugh Avenue Tampa, Florida 33624
Alec Engelstein	6611 S. Flagler Drive West Palm Beach, Florida 33405
Alan H. Miller	501 S. Flagler Drive, Suite 305 West Palm Beach, Florida 33401

The procedure for the appointment and replacement of Directors shall be as set forth in the Bylaws of the Association.

ARTICLE VI

INDEMNIFICATION OF OFFICERS, DIRECTORS AND COMMITTEE MEMBERS

The Association agrees to indemnify its directors, officers and committee members and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-For-Profit Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any by-law, agreement, vote of Members or disinterested directors, officers or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, committee member, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person and an adjudication of liability shall not affect the right to indemnification for those indemnified. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such officer, director or committee member of the Association may be entitled.

ARTICLE VII

INCORPORATOR

The name and address of the incorporator of the Association is:

<u>Name</u>	<u>Address</u>
Francisco J. Arbide, Esquire	777 South Flagler Drive Suite 500 West Palm Beach, FL 33401

ARTICLE VIIIBY-LAWS

The By-Laws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the By-Laws conflict with these Articles of Incorporation or the Declaration.

ARTICLE IXCONSTRUCTION

These Articles of Incorporation and the By-Laws of the Association shall be construed, in case of any ambiguity or lack of clarity, to be consistent with the provisions of the Declaration. In the event of any conflict between the terms of the Declaration, the Articles of Incorporation or the By-Laws, the following order of priority shall apply: The Declaration, the Articles of Incorporation and the By-Laws.

ARTICLE XAMENDMENT

These Articles of Incorporation of the Association may be amended, altered or rescinded by the unanimous vote of the Board of Directors, provided, however, that no such amendments shall conflict with the terms of the Declaration or affect the rights of declarant without the declarant's prior written approval; and provided further that no amendment, alteration or rescission may be made which adversely affects the rights or privileges of any Mortgagee, without the express prior written consent of the Mortgagee so affected. Any attempt to amend contrary to these provisions shall be of no force or effect.

ARTICLE XIREGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be Corporation Information Services, Inc. and the street address of the registered office of the Association shall be 502 Park Avenue East, Tallahassee, Florida 32301. The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 26th day of February, 1991.


Francisco J. Arbide, Esquire,
Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the registered agent for Palm Lakes Property Owners Association, Inc., a Florida Corporation (The "Corporation"), in the foregoing articles of incorporation, I, on behalf of the corporation, hereby am familiar with and agree to accept the duties and responsibilities as registered agent for said corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

Steven H. Smith 3/1/91
 Steven H. Smith, as agent for
 Corporation Information Services, Inc.

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