

 95000000734
Meadowland DEVELOPMENT CORP.

PO BOX 03-2052 • DELRAY BEACH, FLORIDA 33483 • (407) 276-3122 • FAX (407) 276-3224

January 17, 1995

To: State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

From: William R. Seach
1220 South Ocean Blvd.
Delray Beach, Florida 33483

400001406084
-02/14/95 -01088 -016
****122.50 ****122.50

FILED
STATE OF FLORIDA
DIVISION OF CORPORATIONS
5 FEB 13 AM 9:40

Re: Filing articles of incorporation

Enclosed are the Articles of Incorporation for Homeowners' Association of Eagle Point Inc., and a check for \$122.50. Please record the articles and send us a certified copy of the filing.

The name, "Homeowners' Association of Eagle Point, Inc." has been reserved for us for our use by the Division of Corporations. The reference number given us for the reservation is R-94-00000-5877.

If you have any questions please call me at 407-276-3122.
Thank you.

KAN 2-15

ARTICLES OF INCORPORATION
OF
HOMEOWNERS' ASSOCIATION OF
EAGLE POINT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 FEB 13 AM 9:40

The undersigned, in accordance with the provisions of Chapter 617, Florida Statutes, hereby voluntarily make, subscribe, acknowledge and file in the office of the Secretary of State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation, as provided under the law;

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of this corporation shall be Homeowners' Association of Eagle Point, Inc., hereinafter referred to as the "Association" and its duration shall be perpetual. The street address of the initial registered office of the Association shall initially be located at 1220 South Ocean Blvd., Delray Beach, FL 33483, and the mailing address of the corporation shall be the same, or at such other place as may be designated, from time to time, by the Board of Directors.

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to engage as a corporation not for profit in protecting the value of the Property of the Members of the Association, to exercise all the powers and privileges and to perform all the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants, Conditions, and Restrictions for Homeowners' Association of Eagle Point, Inc. (the "Declaration") to be recorded in the office of the Clerk of the Court 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 including, but not limited to, those powers set forth and described in Chapter 617, Florida Statutes, as the same may be amended from time to time, together with, or as limited by, those powers conferred on the Association by the Declaration, these Articles, and the Bylaws of the Association, all as may be amended from time to time.

Section 2. NECESSARY POWERS. The Association shall have all of the powers reasonably necessary to implement its purpose, including, but not limited to, the following:

- A. To operate and manage the Common Area in accordance with the purpose and intent contained in the Declaration;
- B. To make and collect Assessments against Members to defray the Common Expenses;
- C. To use the proceeds of Assessments in the exercise of its powers and duties;
- D. To maintain, repair, replace and operate the Common Area and the improvements located thereon;
- E. To reconstruct improvements upon the Common Area after casualty.
- F. To make and amend the Bylaws and Rules and Regulations of the Association respecting the use of the Property;

G. To pay all taxes and other assessments which are liens against the Common Area;

H. To enforce by legal means the provisions of the Declaration, these Articles, the Bylaws and the Rules and Regulations of the Association;

I. To provide for management and maintenance, and, in its discretion, to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as collection of assessments, preparation of records, enforcements, schedules and maintenance of the Common Area. The Association shall, however, retain at all times the powers and duties granted it by common law, Florida Statutes and local ordinances including, but not limited to, the making of assessments, the promulgation of Rules and Regulations, and the execution of contracts on behalf of the Association;

J. To possess, enjoy and exercise all powers necessary to implement, enforce, and carry into effect the powers above described, including the power to acquire, hold, and convey real and personal property;

K. To do and perform all such other acts and things permitted and to exercise all powers granted to a corporation not for profit under the laws of the State of Florida as those laws now exist or as they may hereafter provide.

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.

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 AND VOTING RIGHTS

Membership and voting rights shall be as set forth in the Declaration and Bylaws.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Association shall be managed by the Board of Directors. Until such time as the Developer relinquishes control of the Association, as described in the Declaration and Bylaws, the Developer shall have the right to appoint a majority of the members of the Board of Directors. Further, no Director appointed by the Developer or the Board of Directors need be a Member; however, all Directors elected by members other than the Developer on the Board of Directors must be Members. The initial Board shall consist of three (3) Directors. The Developer shall be entitled at any time, and from time to time, to remove or replace any Director originally appointed by the Developer. The Developer may waive or relinquish in whole or in part any of its rights to appoint any one or more of the Directors it is entitled to appoint. The following persons shall constitute the initial Board of Directors:

<u>Name</u>	<u>Address</u>
James N. Lonergan	10449 Milburn Lane Boca Raton, FL 33498
William R. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483
Marilyn G. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483

ARTICLE VI

OFFICERS

The Officers named herein shall serve until replaced by the Developer or until the first regular meeting of the Board of Directors, which ever shall occur first. Officers elected at the first meeting of the Board of Directors shall hold office until the next annual meeting of the Board of Directors, or until their successors shall have been appointed and shall qualify. So long as the Developer retains control of the Association, as defined in the Declaration, no Officer elected by the Board shall serve the Association until such time as the Developer approves the Officer. Upon the election of an Officer by the Board of Directors, whether the election occurs at the annual meeting or otherwise, the Board shall forthwith submit the name of such newly appointed Officer or Officers, as the case may be, in writing, to the Developer. The Developer shall approve or disapprove said Officer, or Officers, within twenty (20) day after receipt of said name or names. In the event the Developer fails to act within such time period, such failure shall be deemed approval by the Developer. The initial Officers shall consist of a President, Vice President, Secretary, and Treasurer. The following persons shall serve as initial Officers of the Association.

<u>NAME</u>	<u>TITLE</u>
James N. Lonorgan	President
William R. Seach	Vice President
Marilyn G. Seach	Secretary/Treasurer

ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Officer and Director of the Association shall be indemnified by the Association as provided in the Declaration and Florida Statute Chapter 617.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator and subscriber to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
William R. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483

ARTICLE IX

BYLAWS

The Bylaws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the Bylaws conflict with these Articles of Incorporation or the Declaration. Until such time as the Developer relinquishes control of the Association, no amendments to the Bylaws shall be effective unless the Developer shall have joined in and consented thereto in writing.

ARTICLE X

AMENDMENTS

Section 1. Alteration, amendment or rescission of these Articles shall be proposed and adopted in the following manner.

(a). The Board 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 at the

annual or a special meeting.

(b). Written notice setting forth a proposed amendment or a summary of the changes to be effected thereby shall be given to each Member entitled to vote thereon, which meeting may not occur less than ten (10) days not later than thirty (30) days from the giving of notice to the meeting to consider the proposed amendment.

(c). At such meeting of the Members, a vote of the Members entitled to vote thereon, as provided in the Declaration, shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes cast by the Members present in person or by proxy at such meeting.

Section 2. Any number of amendments may be submitted to the Members and voted upon by them at one meeting.

Section 3. If a majority of the Members eligible to vote sign a written statement manifesting their intentions that an amendment to the Article be adopted, the amendment shall thereby be adopted as though the procedure set forth in Section 1. of this Article has been satisfied.

Section 4. For so long as either the Developer is the Owner of any lot or any property affected by these Articles or amendment hereto, no amendment will be effective without the Developer's express written consent.

Section 5. These Articles of Incorporation of the Association may be amended, altered or rescinded as provided in the Florida Statute Chapter 617.

ARTICLE XI

REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be William R. Seach, whose street address is 1220 South Ocean Blvd. Delray Beach, FL 33483. The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned, being the subscriber hereto, have hereunto set my hand and seal this 10th day of February, 1995.

Signed, sealed and delivered
in the presence of:

[Signature]
James M. Longgan

[Signature]
Janet Sadow

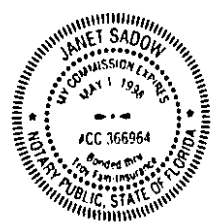
STATE OF FLORIDA
COUNTY OF PALM BEACH

[Signature]
William R. Seach
Incorporator

The foregoing Articles of Incorporation were acknowledged before me this 10th day of February, 1995 by William R. Seach, personally known to me, the incorporator and subscriber named therein.

(Notary Seal)

[Signature]
Notary Public, State of Florida
Printed Name: JANET SADOW
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR SERVICE OF
PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Section 48.091 and 617.023, Florida Statutes, the following is submitted in compliance with said Statutes:

THAT, Homeowners' Association of Eagle Point, Inc., desiring to organize under the laws of the State of Florida, with its principal offices at 1220 South Ocean Blvd., Delray Beach, FL 33483 has named William R. Seach, whose address is 1220 South Ocean Blvd., Delray Beach, FL 33483, as its agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Association, at the place designated in this Certificate, William R. Seach hereby accepts the responsibility to act in this capacity, and agree to comply with the provisions of said Statutes relative to keeping open said office.

Dated this 10th day of February, 1995.

Homeowners' Association of Eagle Point, Inc.

By: William R. Seach
William R. Seach, Registered Agent-Florida



N 95000000734

Meadowland DEVELOPMENT CORP.

PO BOX 83-7052 • DELRAY BEACH, FLORIDA 33483 • (407) 276-3122 • FAX (407) 276-3224
WELLINGTON OFFICE: PHONE AND FAX (407) 798-9365

May 3, 1995

To: State of Florida
Division of Corporations
Tallahassee, Florida

From: William R. Seach
1220 South Ocean Blvd.
Delray, Beach, FL 33483
Phone: 407-276-3122

Re: Amendments to the Articles of Incorporation
for Homeowners' Association of Eagle Point, Inc.

400001476154
-05/04/95--01104--020
*****61.25 *****61.25

400001476154
-05/04/95--01104--021
*****26.25 *****26.25

Enclosed please find Amendments for the Articles of Incorporation for Homeowners' Association of Eagle Point, Inc. Also enclosed are checks amounting to \$87.50 to cover the \$35.00 filing fee and the \$52.50 to cover the charge for a certified copy of the amendments.

Also enclosed is a Fed Ex air bill for the return of the documents to us.

If you have any questions, please call at 407-276-3122.

Thank you,

William R. Seach

*00789, 01165, 00664
66690, 00672*

*CP Programmed - 96
Seach*

FILED
95 MAY 23 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 15, 1995

WILLIAM R. SEACH
MEADOWLAND DEVELOPMENT CORP.
1220 SOUTH OCEAN BLVD.
DELRAY BEACH, FL 33483

SUBJECT: HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC.
Ref. Number: N95000000734

We have received your document for HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

There is no provision in chapter 617, Florida Statutes, for an incorporator to amend a nonprofit corporation -- the proper form setting forth the requirements for filing a nonprofit amendment is attached.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt
Corporate Specialist

Letter Number: 195A00024961



Meadowland DEVELOPMENT CORP.

PO BOX 83 2052 • DELRAY BEACH FLORIDA 33483 • (407) 276-3122 • FAX (407) 276-3224
WELLINGTON OFFICE PHONE AND FAX (407) 798-9365

May 18, 1995

To: Linda Stitt
Corporate Specialist
Florida Department of State

From: Marilyn G. Seach
Secretary, Homeowners Association of Eagle Point, Inc.

Re: Your letter number: 195A00024961
(Copy enclosed)

We have changed our Amendment to the Articles of Incorporation for Homeowners' Association of Eagle Point, Inc. in response to your above referenced letter.

You are in receipt of our check for \$87.50, and I am returning our return Fed Ex air bill for the return of the certified copy of the amendment. If you have any questions, please call me at 407-276-3122.

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
95 MAY 23 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (Indicate article number(s) being amended, added or deleted.)

Article V is being amended

Article VI is being amended

Original copy of the Articles of Amendment to the Articles of Incorporation is attached

SECOND: The date of adoption of the amendment(s) was: May 1, 1995

THIRD: Adoption of Amendment (check one)

The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

XXXX There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Homeowners' Association of Eagle Point, Inc.

Corporation Name

William R. Seach

Signature of Chairman, Vice Chairman, President or other officer

William R. Seach

Typed or printed name

Vice President

Title

May 18, 1995

Date

ARTICLE OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
HOMEOWNERS' ASSOCIATION OF
EAGLE POINT, INC.
a Florida Corporation Not For Profit

The Articles of Incorporation of HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC. (the "Articles") are hereby amended as follows:

ARTICLE V is hereby amended as follows:

The following persons shall constitute the Board of Directors:

<u>Name</u>	<u>Address</u>
David R. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483
William R. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483
Marilyn G. Seach	1220 South Ocean Blvd. Delray Beach, FL 33483

ARTICLE VI is hereby amended as follows:

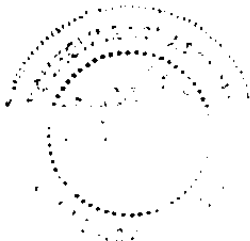
The following persons shall serve as the Officers of the Association:

<u>Name</u>	<u>Title</u>
David R. Seach	President
William R. Seach	Vice President
Marilyn G. Seach	Secretary/Treasurer

IN WITNESS WHEREOF, the undersigned VICE PRESIDENT AND SECRETARY of this Corporation have executed these Articles of Amendment this 18th day of May, 1995.

Marilyn G. Seach
Marilyn G. Seach, Secretary

BY: William R. Seach
William R. Seach, Vice President



STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, personally appeared William R. Seach and Marilyn G. Seach well known to me to be the Vice President and Secretary of the HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC., a Florida Corporation Not For Profit and that they acknowledged executing the foregoing Amendment to the Articles of Incorporation under authority duly vested in them by the provisions of Florida Statutes and that the corporate seal affixed thereto is the true corporate seal of said corporation. They are personally known to me and did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 10th day of May, 1995.

Janet Sadow



CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 101 Tallahassee, FL 32301 (904) 222-1200
 Mailing Address: P.O. Box 1019 Tallahassee, FL 32302
 TOLL FREE 1-800-333-0066
 FAX (904) 222-1200

19500000734

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

AM 11/26/96
TOP 1/28

	C.C. FEE.	DISBURSED
Capital Express™		
Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
<input checked="" type="checkbox"/> Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File		
Name Reservation		
Annual Report/Reinstatement	***87.50	***87.50
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s. Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

380002014153-4
 -11/26/96--01081--015

91 NOV 26 PM 5:08
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	_____
BY	_____	_____	CK No. _____

WALK-IN Will Pick Up 11/26 12:00

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$
.....	\$

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum

THANK YOU
 from
 Your Capital Connection



RECEIVED

FLORIDA DEPARTMENT OF STATE NOV 26 PH 4: 20
Sandra B. Mortham
Secretary of State DIVISION OF CORPORATION

November 26, 1996

CAPITAL CONNECTION, INC.

TALLAHASSEE, FL 32301

SUBJECT: HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC.
Ref. Number: N95000000734

We have received your document for HOMEOWNERS' ASSOCIATION OF EAGLE POINT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The name and capacity of the person signing the document must be noted beneath or opposite the signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 996A00053627

Corrected

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
HOMEOWNERS' ASSOCIATION OF
EAGLE POINT, INC.**

Pursuant to the provisions of Sections 617.1002 and 617.1006 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is Homeowners' Association of Eagle Point, Inc. (the "Association").
2. The following amendments to the Articles of Incorporation were unanimously adopted by the Directors of the Association by the Unanimous Written Consent of the Directors in Lieu of a Special Meeting dated November 20, 1996 and by the Members of the Association by the Written Consent of the Members in Lieu of a Special Meeting dated November 20, 1996 (the number of votes cast in favor of the amendments was sufficient for approval):
 - a. ARTICLE X of the Articles of Incorporation of the Association be amended to read in its entirety follows:

"ARTICLE X

AMENDMENTS

Section 1. Alteration, amendment or rescission of these Articles shall be proposed and adopted in the following manner:

(a). The Board shall adopt a resolution setting forth the proposed amendment and directing that it be submitted to a vote at a meeting of the Class A Members and Class B Member, if any, which may be either at the annual or a special meeting.

(b). Written notice setting forth a proposed amendment or a summary of the changes to be effected thereby shall be given to each Class A Members and Class B Member, if any, entitled to vote thereon, which meeting may not occur less than ten (10) days

96 NOV 26 PM 5:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

and not later than thirty (30) days from the giving of notice to the meeting to consider the proposed amendment.

(c). At such meeting of the Class A Members and Class B Member, if any, a vote of the Class A Members and Class B Member, if any, entitled to vote thereon, as provided in the Declaration, shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving two-thirds (2/3) of the affirmative vote of the Class A Members and Class B Member, if any. Notwithstanding anything to the contrary for the purposes of this Subsection (c)., the Class B Member, if any, shall be entitled to only one vote for each Lot owned by the Class B Member.

Section 2. Any number of amendments may be submitted to the Class A Members and Class B Member, if any, and voted upon by them at one meeting.

Section 3. For so long as either the Developer is the Owner of any Lot or any Property subject to the Declaration, no amendment will be effective without the Developer's express written consent.

- b. The Articles of Incorporation be amended to include the following Articles:

"ARTICLE XII

LIMITATION OF POWERS

Notwithstanding any other provisions of these Articles of Incorporation, so long as there exists a Class B membership, each of the following actions requires the prior consent of the Veterans Administration and the U.S. Department of Housing and Urban Development:

1. Annexation of additional property;
2. Mortgaging of the Common Area;

3. Merger and/or consolidation of the Association with any other entity;
4. Amendment of the Articles of Incorporation of the Association; and
5. Dissolution of the Association.

ARTICLE XIII

DISSOLUTION

Upon the dissolution of the Association, all of its assets shall be dedicated to a public body or conveyed to a nonprofit organization with similar purposes. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes."

3. Except as hereby amended, the Articles of Incorporation of the Association shall remain the same.

**HOMEOWNERS' ASSOCIATION OF
EAGLE POINT, INC.**, a Florida not for
profit corporation

Dated: Nov 20, 1996

WPD/93648.2/64600-56329

By: David R. Seach

David R. Seach
President

