

LAW OFFICES
SEMET, LICKSTEIN, MORGENSTERN, BERGER,
FRIEND, BROOKE & GORDON, P.A.

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201 ALHAMBRA CIRCLE
CORAL GABLES, FLORIDA 33134
(305) 444-1400

TELEFAX
(305) 444-2768

PAUL S. BERGER
MYRNA D. BRICKER*
PETER M. BROOKE
STEVEN R. BROWNSTEIN*
DAVID A. FRIEDMAN*
RICHARD E. FRIEND
HOWARD W. GORDON
DEBORAH E. LEDER

FRED K. LICKSTEIN
LEE A. MILLER
MELVIN C. MORGENSTERN
RONALD O. NEWMITH*
RONALD PETER ROMAN
BARRY N. SEATT
MARC J. STERNBAUM
FRANK P. TENZO
SYDNEY S. TRAUIM, P.A.*
*Of Counsel
*Member of Maryland Bar only

May 19, 1995

N95000002481

Division of Corporations
P. O. Box 5588
Tallahassee, Florida 32314

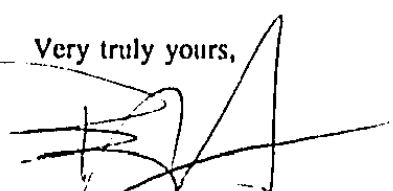
Re: SEAWINDS AT HARBOR ISLANDS ASSOCIATION, INC.
SEAWINDS AT HARBOR ISLANDS CONDOMINIUM ASSOCIATION,
INC.
SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION,
INC.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation of the three above-referenced corporations together with our check in the amount of \$367.50 representing the fee for filing the Articles. Please forward a certified copy of each of the Articles to us as soon as possible.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


Barry N. Semet
For the Firm

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****367.50 ****122.50

Enclosures
cc: Dennis J. Getman, Esq.

[ms]P:\WP\WP8378\0035\LETTER13.DNS[5/19/95-11:14]

*Some People have
R95 - 542*

B. BROWN MAY 25 1995

[Townhome Association]

FILED
2022 MAY 22 PM 9:42
BROWARD COUNTY, FLORIDA

ARTICLES OF INCORPORATION
OF
SEAWINDS TOWNHOMES AT
HARBOR ISLANDS ASSOCIATION, INC.

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

1. NAME. The name of the corporation shall be Seawinds Townhomes at Harbor Islands Association, Inc., which corporation shall hereinafter be referred to as the "Townhome Association".

2. PURPOSE. The purpose and object of the Townhome Association shall be to administer the operation and management within Seawinds Townhomes at Harbor Islands, a residential development ("Development") located in Broward County, Florida; to undertake the performance of the acts and duties incident to the administration of the operation and management within the Development in accordance with the terms, provisions, conditions and authorizations contained in these Articles of Incorporation and in the Declaration of Covenants, Conditions, Restrictions, Easements, Charges and Liens for Seawinds Townhomes at Harbor Islands ("Townhome Declaration") which shall be recorded in the Public Records of Broward County, Florida; to take and hold fee simple title to and to operate, lease, mortgage, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration and maintenance of the Townhome Association and Development; and, to foster a "first class" residential community throughout the Development.

3. POWERS. The Townhome Association shall have the following powers:

3.1 The Townhome Association shall have all of the common law and statutory powers of a corporation not-for-profit under the laws of Florida which are not in conflict with the terms of these Articles and the Townhome Declaration and all of the powers and duties reasonably necessary to implement and effectuate the purposes of the Townhome Association as hereinabove set forth including, but not limited to, the following:

3.1.1 To make, establish and enforce reasonable rules and regulations applicable to the Development:

3.1.2 To make and collect Townhome Assessments (as defined in the Townhome Declaration) against Members (as defined in the Townhome Declaration) of the Townhome Association to defray the costs, expenses and losses of the Townhome Association;



3.1.3 To impose, collect and use Townhome Assessments in the exercise of its powers and duties;

3.1.4 To undertake the maintenance, repair, replacement and operation of the other property specified in the Townhome Declaration, and/or property leased or acquired by the Townhome Association for the benefit of its Members;

3.1.5 To purchase insurance for the protection of the Townhome Association and its Members;

3.1.6 To do anything necessary or proper in law or equity or otherwise to enforce the provisions of the Townhome Declaration, these Articles of Incorporation, the Bylaws of the Townhome Association and the Rules and Regulations for the use and maintenance of the properties within the Development;

3.1.7 To contract for the management, maintenance, repair, replacement and landscaping of the properties for which the Townhome Association may be responsible, and to delegate all management powers and duties to a qualified person, firm or corporation;

3.1.8 To employ personnel necessary to perform the obligations, services and duties required of the Townhome Association and for the proper operation of the properties for which the Townhome Association is responsible; and

3.1.9 To acquire and/or sell and to enter into any agreements whereby it acquires and/or sells any interest in real or personal property, whether by fee or otherwise, whether or not contiguous to the Development; provided that all of the transactions contemplated herein shall be for the use, benefit and enjoyment of the Members of the Townhome Association. The foregoing shall include, but not be limited to, acquisition and/or lease of real property and/or personal property as and for recreational and community facilities.

3.2 All funds and the title to all properties acquired by the Townhome Association and the proceeds thereof shall be held in trust for the Members in accordance with the provisions of the Townhome Declaration, these Articles of Incorporation and the Bylaws of the Townhome Association.

3.3 The Townhome Association shall make no distribution of income to the Member.

3.4 The powers of the Townhome Association shall be subject to, and shall be exercised in accordance with, the provisions of the Townhome Declaration and the Bylaws of the Townhome Association.

4. MEMBERS.

4.1 The members of the Townhome Association shall consist of the Developer and all record owners of a Unit as defined in the Townhome Declaration.

4.2 Membership in the Townhome Association shall be established by recording in the Public Records of Broward County, Florida, a deed or other instrument conveying a record title to a Unit and the delivery to the Townhome Association of a copy of such instrument.

4.3 The share of a Member in the funds and assets of the Townhome Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his or her Unit.

4.4 Class A Members of the Townhome Association shall be entitled to one (1) vote for each Unit owned, and the Class B Member shall be entitled to three (3) votes for each Membership Interest owned by it. The manner of exercising voting rights when there are two or more owners of one Unit is set forth in the Townhome Declaration.

5. DIRECTORS.

5.1 The affairs of the Townhome Association will be managed by a Board consisting of three (3) Directors as set forth in the Townhome Declaration. Prior to the first election of Directors, the Board shall consist of Dennis J. Getman, Juanita I. Kerrigan and Charles L. McNairy.

5.2 The Directors of the Townhome Association shall be elected in the manner set forth in the Townhome Declaration. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Townhome Declaration and Bylaws.

5.3 The first election of Directors shall be held at the time provided in the Townhome Declaration.

6. OFFICERS. The affairs of the Townhome Association shall be administered by officers designated as provided in the Bylaws of the Townhome Association. After the first election of Directors, the officers shall be elected by the Board of Directors at its first meeting following the first meeting of the Members of the Townhome Association at which the Board of Directors is elected. The officers shall serve at the pleasure of the Board of Directors.

7. INDEMNIFICATION. Every director and officer of the Townhome Association, and members of Townhome Association committees, shall be indemnified by the Townhome Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon him, in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer of the Townhome Association, or a committee member, whether or not he is a director, officer or committee member at the time such expenses are incurred, except in such cases wherein the director, officer or committee member is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of the Townhome Association. The foregoing right of indemnification shall

be in addition to, and not exclusive of, all other rights to which such director, officer or committee member may be entitled.

8. BYLAWS. The first Bylaws of the Townhome Association shall be adopted by the initial Board of Directors and may be altered, amended or rescinded in the manner provided in the Bylaws.

9. AMENDMENTS. Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner:

9.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

9.2 A resolution approving a proposed amendment may be proposed by either the Board of Directors or by ten percent (10%) or more of the Members of the Townhome Association. Directors and Members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, provided such approval is delivered to the Secretary of the Townhome Association at or prior to the meeting, and such approval must be by a vote of not less than seventy-five percent (75%) of the Members.

9.3 No amendment shall make any changes in the qualifications for membership or in voting rights of Members without approval in writing by all Members.

9.4 A copy of each amendment to the Articles of Incorporation as approved shall be filed with the Secretary of State and recorded in the Public Records of Broward County, Florida.

9.5 Notwithstanding the provisions of this Article 9:

9.5.1 the Declarant reserves the right to alter and amend these Articles of Incorporation as it deems necessary and/or appropriate for the development, protection and enhancement of the Development, and the Declarant shall not require or need the joinder of any Member; provided, however, that any such amendment which adversely affects the rights of institutional mortgagees shall require the approval and consent of all institutional mortgagees of record; and

9.5.2 until Declarant no longer owns any portion of the Development, no amendment of these Articles shall be adopted or become effective without the prior written consent of the Declarant if such amendment, directly or indirectly, affects or may affect Declarant's construction or completion of the Development or its marketing of Units.

10. TERM. The Townhome Association shall have perpetual existence.

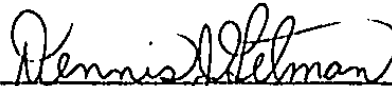
11. DECLARANT. Wherever referred to herein or in the Bylaws of the Townhome Association, the term "Declarant" shall mean Avatar Development Corporation, a Florida corporation, and its successors and assigns.

12. INCORPORATOR. The name and address of the Incorporator of these Articles of Incorporation is: Dennis J. Getman, 255 Alhambra Circle, Coral Gables, Florida 33134.

13. REGISTERED AGENT. The Initial Registered Agent of the Townhome Association shall be Dennis J. Getman whose address is 255 Alhambra Circle, Coral Gables, Florida 33134.

14. INITIAL REGISTERED OFFICE AND MAILING ADDRESS. The Initial registered office and mailing address of the Townhome Association shall be located at 255 Alhambra Circle, Coral Gables, Florida 33134.

IN WITNESS WHEREOF, the Incorporator has hereto affixed his signature on this 17th day of May, 1995.

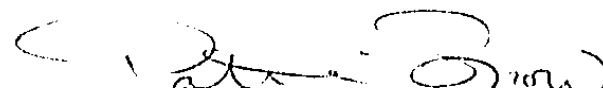

Dennis J. Getman

STATE OF FLORIDA)
) :ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 17th day of May, 1995 by Dennis J. Getman, who is personally known to me or who has produced N/A as identification.



OFFICIAL SEAL
PATRICIA SNOW
My Commission Expires
Nov. 19, 1995


Notary Public, STATE OF FLORIDA

Print Name: Patricia Snow CC161896

My Commission Expires: 11/19/95

CERTIFICATE DESIGNATING RESIDENT AGENT
AND RESIDENT OFFICE

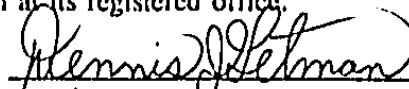
In accordance with Chapter 48.091, Florida Statutes, the following designation and acceptance is submitted in compliance thereof.

DESIGNATION

SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, hereby designates Dennis J. Getman its registered agent and 255 Alhambra Circle Coral Gables, Florida 33134 as its registered office.

ACCEPTANCE

Having been named as registered agent for the above named corporation, I hereby agree to act in such capacity for such corporation at its registered office.



Dennis J. Getman
(Registered Agent)

FILED
MAY 22 AM 9:42
TALLAHASSEE, FLORIDA
STATE

N95000002481

LAW OFFICES
SEMET, LICKSTEIN, MORGENSTEIN, BERGER
FRIEND, BROOKE & GORDON, P.A.

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201 ALHAMBRA CIRCL
CORAL GABLES, FLORIDA 33134
(305) 444-1400

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November 20, 1996

PAUL B. BERGER
MYRNA D. BRUCKER
PETER M. BROOKE
STEVEN R. BROWNSTEIN
DAVID A. FRIEDMAN
RICHARD E. FRIEND
HOWARD W. GORDON
DEBORAH E. LEDER

FRED K. LICKSTEIN
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MELVIN C. MORGENSTEIN
RONALD G. NEWMITH
RONALD PETER ROMAN
BARRY N. SEMET
MARC J. STERNBAUM
SYDNEY B. TRAUM, P.A.
OF Counsel

Division of Corporations
P. O. Box 5588
Tallahassee, Florida 32314

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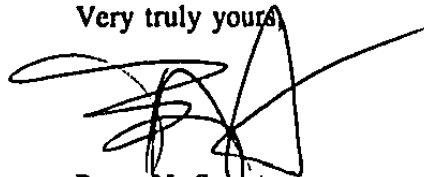
Re: SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION,
INC.

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Seawinds Townhomes at Harbor Islands Association, Inc. together with our check in the amount of \$87.50 representing the fee for filing the Amendment and obtaining a certified copy of same.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours


Barry N. Semet
For the Firm

~~10310-23510~~

enclosures

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NC

FILED
97 JAN 13 AM 10:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 4, 1996

Barry N. Semet
Semet, Lickstein et al
201 Alhambra Cir., Suite 1200
Coral Gables, FL 33134

SUBJECT: SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION,
INC.
Ref. Number: N95000002481

We have received your document for SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION, 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):

Please remove "AVATAR DEVELOPMENT CORPORATION" from above the signatures on the amendment form. The corporate name must be consistent throughout the document.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 496A00054312

LAW OFFICES
SEMET, LICKSTEIN, MORGENSTERN,
BERGER, BROOKE & GORDON, P.A.

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PAUL S. BERGER
MYRNA D. BRICKER*
PETER M. BROOKE
STEVEN A. BROWNSTEIN*
DAVID A. FRIEDMAN
HOWARD W. GORDON
DEBORAH S. LEDER

January 10, 1997

FRED K. LICKSTEIN
LEE A. MILLER*
MELVIN C. MORGENSTERN
RONALD S. NEWARTH*
RONALD PETER ROMAN
BARRY N. SEMET
MARC J. STERNBAUM
SYDNEY S. TRAUIM, F.A.*
*Of Counsel

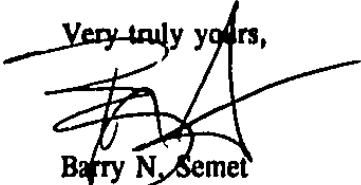
Mr. Steven Harris
Corporate Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Seawinds Townhomes at Harbor Islands Association, Inc.
Ref Number: N95000002481

Dear Mr. Harris:

In connection with the captioned matter, I enclose herewith a copy of your letter to me of December 4, 1996 and the revised Articles of Amendment concerning the captioned corporation. Please forward a certified copy of the same to me in the enclosed stamped, addressed envelope.

Very truly yours,



Barry N. Semet
For the Firm

Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SEAWINDS TOWNHOMES AT
HARBOR ISLANDS ASSOCIATION, INC.

FILED
97 JAN 13 11:10:08
HARBOR ISLANDS ASSOCIATION, INC.

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST:

The name of the corporation is: SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION, INC.

SECOND:

The following amendments of the Articles of Incorporation were adopted by the corporation:

Article 1 is amended to state:

" The name of the corporation shall be Regatta at Harbor Islands Association, Inc., which corporation shall hereinafter be referred to as the "Townhomes Association."

THIRD:

The above amendment was approved by the sole member of the corporation, which is also the "Declarant" as described in the Articles of Incorporation, as of the 1st day of November, 1996.

Dated this 10th day of January, 1997.

SEAWINDS TOWNHOMES AT HARBOR
ISLANDS ASSOCIATION, INC.

By: Dennis J. Getman
Dennis J. Getman, Executive Vice President

Attest: Juanita I. Kerrigan
Juanita I. Kerrigan, Secretary

STATE OF FLORIDA)
) :ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 10th day of January, 1997 by Dennis J. Getman, as Executive Vice President and Juanita I. Kerrigan, as Secretary of SEAWINDS TOWNHOMES AT HARBOR ISLANDS ASSOCIATION, INC., a Florida corporation, on behalf of the corporation, ☒ who are personally known to me or ☐ who have produced _____ as identification.



PATRICIA SNOW
My Commission CC408362
Expires Nov. 10, 1999

Patricia Snow
Notary Public, STATE OF FLORIDA

Print Name: PATRICIA SNOW

My Commission Expires: 11-19-99

N95000002481

SEMET, LICKSTEIN, MORGENSTERN,
BERGER, BROOKE & GORDON, P.A.

SUITE 1200
201 ALHAMBRA CIRCLE
CORAL GABLES, FLORIDA 33134
(305) 444-1400

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(305) 444-2768

February 5, 1997

PAUL S. BERGER
MYRNA D. BRUCKER*
PETER M. BROOKE
STEVEN R. BROWNSTEIN*
DAVID A. FRIEDMAN
HOWARD W. GORDON
DEBORAH E. LEDER

FRED K. LICKSTEIN
LEE A. MILLS*
MELVIN G. MORGENSTERN
RONALD G. NEWMITH*
RONALD PETER ROMAN
BARRY N. SEMET
MARG J. STERNBAUM
SYDNEY S. TRAUM, P.A.*
*Of Counsel

Division of Corporations
P. O. Box 5588
Tallahassee, Florida 32314

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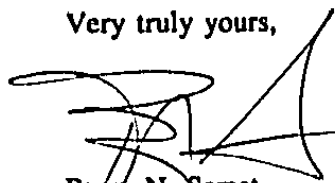
Re: REGATTA AT HARBOR ISLANDS ASSOCIATION, INC.

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Regatta at Harbor Islands Association, Inc. together with our check in the amount of \$87.50 representing the fee for filing the Amendment and obtaining a certified copy of same.

If you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,


Barry N. Semet
For the Firm

~~1097-3394~~

enclosures

FILED
97 FEB 24 PM 4:20
TALLAHASSEE, FLORIDA
SH 2/24
NC



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 13, 1997

Barry N. Somet
Somet, Lickstein et al
201 Alhambra Cir., Suite 1200
Coral Gables, FL 33134

SUBJECT: REGATTA AT HARBOR ISLANDS ASSOCIATION, INC.
Ref. Number: N95000002481

We have received your document for REGATTA AT HARBOR ISLANDS ASSOCIATION, 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):

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 297A00007672

LAW OFFICES
SEMET, LICKSTEIN, MORGENSTERN,
BERGER, BROOKE & GORDON, P.A.

SUITE 1200
201 ALHAMBRA CIRCLE
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RONALD G. NEWMITH*
RONALD PETER ROMAN
BARRY N. SEMET
MARC J. STERNBAUM
SYDNEY S. THAUM, P.A.*
*Of Counsel

February 21, 1997

Steven Harris
Corporate Specialist
Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

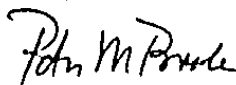
Re: Regatta at Harbor Islands Association, Inc.
Your Ref. No. N95000002481

Dear Mr. Harris:

Enclosed please find a revised document for Regatta at Harbor Islands Association, Inc., which has been corrected in accordance with your letter dated February 13, 1997. You have retained our check in the amount of \$87.50, representing the filing fee. Also enclosed is a copy of your letter number 297A00007672. Please continue processing the document.

Thank you for your courtesies.

Very truly yours,



Peter M. Brooke
For the Firm

Enclosures

cc: Dennis J. Getman, Esq.

971-21-0147:00
971-21-0147:00

FIRST:

SECOND:

Article 1 is amended to state:

THIRD:

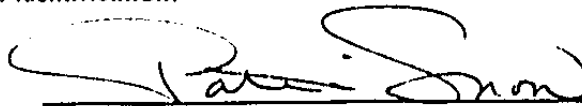
Dated this 21st day of February, 1997.

By: Dennis J. Getman
Dennis J. Getman, Executive Vice President

Attest: Juanita J. Kerrigan
Juanita J. Kerrigan, Secretary

STATE OF FLORIDA)
) :ss
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 21st day of February, 1997 by Dennis J. Getman, as Executive Vice President and Juanita I. Kerrigan, as Secretary of REGATTA AT HARBOR ISLANDS ASSOCIATION, INC., a Florida corporation, on behalf of the corporation, ☒ who is personally known to me or ☐ who has produced _____ as identification.



Notary Public, STATE OF FLORIDA
Print Name: PATRICIA SNOW

My Commission Expires:



PATRICIA SNOW
My Commission CD498352
Expires Nov. 10, 1999