

N96000002472

LAW OFFICES OF
MARSHALL A. ADAMS, P.A.
5345 N.W. 80th Avenue
Coral Springs, FL 33067

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Superior Properties Homeowners Association
(Corporation Name) (Document #)

2. Inc.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

MAY 9 1996 BSB

FILED
MAY 9 1996
TALLAHASSEE, FLORIDA
STATE

EXHIBIT "B"

ARTICLES OF INCORPORATION
OF
SUPERIOR PROPERTIES HOMEOWNERS ASSOCIATION, INC.
a Florida corporation Not for-Profit

96 MAY -3 AM 10:11

FILE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED hereby associate themselves together for the purpose of forming a corporation not for-profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I

The name of the Corporation shall be SUPERIOR PROPERTIES HOMEOWNERS ASSOCIATION, INC., and the registered office of the registered agent of this Corporation shall be 2400 East Commercial Blvd., Suite 720, Fort Lauderdale, Florida 33308, or such other place as the Board of Directors may designate. For convenience this Corporation shall be referred to as the "ASSOCIATION". The Corporation's principal office and the Corporation's mailing address shall be/are both 6971 N. Federal Hwy., Suite 200, Boca Raton, FL 33487.

ARTICLE II - PURPOSES

1. The purpose for which the ASSOCIATION is organized is to manage, operate and maintain the project known as SUPERIOR PROPERTIES, whose street address is 1121/1123/1125 West Prospect Road, Fort Lauderdale, FL 33309, hereinafter referred to as the "Project". Except as otherwise provided herein, the terms used in these Articles of Incorporation shall be defined in accordance with the Declaration of Covenants and Restrictions.

2. This ASSOCIATION is organized for the purpose of providing a convenient means of administering the Project by the OWNERS thereof.

3. The ASSOCIATION shall have no capital stock and shall make no distribution of income or profit to its members, Directors or Officers.

ARTICLE III - POWERS

1. The ASSOCIATION shall have all of the common law and statutory powers of a corporation not-for-profit.

2. The ASSOCIATION shall have all of the powers reasonable necessary to implement the purpose of the ASSOCIATION, including but not limited to the following:

A To adopt a budget or budgets and to make and collect assessments against members to defray the cost of the ASSOCIATION.

B To use the proceeds of assessments in the exercise of its powers and duties.

C To maintain, manage, repair, replace and operate all the Project property, including but not limited to obtaining and maintaining adequate insurance to protect the ASSOCIATION and the Project property.

D To reconstruct improvements after casualty and construct further improvements to all the Project property.

E To make and amend Rules and Regulations governing the operation and use of all Project property.

F To enforce by legal means the provisions of the Declaration of Covenants and Restrictions of these Articles, the By-Laws of the Associations and the Rules and Regulations for the use of all the Project property.

G To contract for the management of the Project and to delegate to such contractor all powers and duties of the ASSOCIATION except such as are specifically required by any of the ASSOCIATION's documents to have approval of the Board of Directors or the members of the ASSOCIATION.

H Notwithstanding anything herein to the contrary, the ASSOCIATION shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(7) of the Internal Revenue Code and its regulations as the same may now exist or as they may be hereinafter amended from time to time.

3. All funds and the title to all property 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 of Restrictions and Covenants, these Articles of Incorporation, and the BYLAWS of the ASSOCIATION.

ARTICLE IV - MEMBERS

The qualifications of members, the manner of their admission, and voting by members shall be as follows:

1. All OWNERS of Units in the Project shall be members of this ASSOCIATION, and no other persons or entities shall be entitled to membership. Each Unit shall be entitled to one (1) vote.

2. Changes in membership in the ASSOCIATION shall be established by the recording in the Public Records of Broward County, Florida, of a deed or other instrument establishing a change of record title to a Unit in the Project and the delivery to the ASSOCIATION of a copy of such recorded instrument, the new Owner designated by such instrument thereby becoming a member of the ASSOCIATION. The membership of the prior Owner shall be thereby terminated.

3. The share of a member in the funds and assets of the ASSOCIATION cannot

be assigned, hypothecated or transferred in any manner except as an appurtenance to his Unit

ARTICLE V - DIRECTORS

1. The affairs of the ASSOCIATION will be managed by a Board of three (3) Directors as shall be determined by the By-Laws, and in the absence of such determination shall consist of three (3) Directors.

2. Directors of the ASSOCIATION shall be appointed or elected at the Annual Meeting of the members determined by the By-Laws.

3. Until the first election of Directors, the following persons shall serve in that capacity:

PATRICIA TOWERS
EDITH SUPRENARD
NAN BERKOWITZ

ARTICLE VI OFFICERS AND DIRECTORS

The affairs of the ASSOCIATION shall be administered by a President, a Vice-President, and a Secretary/Treasurer, all of whom shall be Directors, and as many Assistant Vice-Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall from time to time determine, who, need not be Directors. Such Officers shall be elected by the Board of Directors at its first meeting following the Annual Meeting of the members of the ASSOCIATION, which Officers shall serve without compensation at the pleasure of the Board of Directors. The same person may hold two (2) offices the duties of which are not incompatible, provided, however, that the office of President and Vice-President shall not be held by the same person, nor shall the office of President and Secretary/Treasurer or Assistant Secretary/Treasurer be held by the same person. The names and addresses of the Officers who shall serve until their successors are designated by the Board of Directors are as follows:

MYER BERKOWITZ, PRESIDENT/DIRECTOR
EDITH SUPRENARD, VICE PRESIDENT/DIRECTOR
NAN BERKOWITZ, SECRETARY/DIRECTOR

C/O TOWERS MORTGAGE CORPORATION
6971 N. Federal Hwy., Suite 201
Boca Raton, FL 33487

ARTICLE VII - INDEMNIFICATION

Every Director and every Officer of the ASSOCIATION shall be indemnified by the ASSOCIATION against all expenses and liabilities, including attorney 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 or any settlement thereof, whether or not he is a Director or Officer at the time such expenses were incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors has approved such settlement and reimbursement as being for the best interest of the ASSOCIATION. The foregoing indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled. The use of any gender shall include all genders where appropriate.

ARTICLE VIII

The By-Laws of the ASSOCIATION shall be adopted by the Board of Directors and may be altered, amended or rescinded by not less than a majority of all of the Directors or by not less than a majority of all the members of the ASSOCIATION and not less than a majority of all of the Directors, in the manner provided by the BYLAWS.

ARTICLE IX - AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

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 considered.
2. Until the first election of all of the members of the Board of Directors by members other than the DEVELOPER, proposal of an amendment and approval thereof shall require only the affirmative action of a majority of all of the Directors and no meeting of the members of the ASSOCIATION nor any approval thereof need be had.
3. In addition to the procedure set forth above, a resolution approving a proposed amendment may be proposed by either the Board of Directors or by the members of the ASSOCIATION, and after being proposed and approved by one (1) of such bodies, requires the approval of the other body. Except as otherwise provided herein, such approvals must be by not less than a majority of all of the members of the ASSOCIATION. Directors and the members not present at the meeting considering the amendment may express their approval in writing within ten (10) days after such meeting.
4. An amendment shall be effective when filed with the Secretary of State of the State of Florida and recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X - TERM

The term of the ASSOCIATION shall be the life of the Project unless the ASSOCIATION is terminated sooner.

ARTICLE XI - SUBSCRIBERS

The name and addresses of the subscribers to these Articles of Incorporation who shall also constitute the first Board of Directors to hold office until successors are elected and have qualified are as follows:

PATRICIA TOWERS
EDITH SUPRENARD
NAN BERKOWITZ

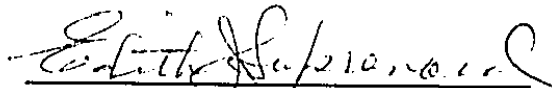
ARTICLE XII - REGISTERED AGENT

The Corporation hereby appoints MARSHALL A. ADAMS, 2400 East Commercial Blvd., Suite 720, Fort Lauderdale, FL 33308, as its Registered Agent to accept service of process within this State.

IN WITNESS WHEREOF, the subscribers have hereto affixed their signatures this 30 day of JANUARY, 1996.



PATRICIA TOWERS


EDITH SUPRENARD
NAN BERKOWITZ

STATE OF FLORIDA :
COUNTY OF BROWARD :

The foregoing instrument was acknowledged before me this 30 day of January, 1996 by PATRICIA TOWERS, EDITH SUPRENARD and NAN BERKOWITZ, who are personally known to me or who produced _____ # _____; _____ # _____ and _____ # _____ as identification and who did (did not) take an oath.

My Commission expires:



"OFFICIAL SEAL"
Richard Stephen Ottewell
My Commission Expires 8/20/99
Commission #CC 385080

NOTARY PUBLIC

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above-stated corporation, at a place designated in these Articles of Incorporation, I hereby agree to act in that capacity, to comply with the provisions of Florida Statutes Section 48.091 and any Amendments thereto and to comply with the provisions of all other Statutes relative to the proper and complete performance of my duties.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 22nd day of February, 1996

MARSHALL A. ADAMS, P.A.
Coastal Tower
2400 East Commercial Blvd.
Suite 720
Fort Lauderdale, FL 33308
(954) 771-7170 - 240-2278

By: 

MARSHALL A. ADAMS, ESQUIRE

I certify the attached is a true and correct copy of the Articles of Incorporation of SUPERIOR PROPERTIES HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed on April __, 1996, as shown by the records of this office.

The document number of this corporation is: _____

FILED
96 MAY -3 AM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA