

N960000004196

SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34102

August 6, 1996

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

600001916836
-08/08/96--01085--002
****122.50 ****122.50

RE: Villas at Crown Pointe Homeowners Association, Inc.

Ladies:

Enclosed please find the original and one copy of the Articles of Incorporation, together with a check in the amount of \$122.50 for the filing fee.

Please return the charter to this office.

Sincerely yours,

SIESKY, PILON & WOOD

James A. Pilon
James A. Pilon

JAP:lsm
Enclosure(s)
cc: Mr. Danny Elias
elias

FILED
56 AUG -8 PM 1:33
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

VILLAS AT CROWN POINTE HOMEOWNERS ASSOCIATION, INC.,
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, and a resident of the State of Florida, has voluntarily associated himself for the purpose of forming a corporation not for profit under authority of Chapter 617, Florida Statutes.

ARTICLE I

NAME

The name of the association is Villas at Crown Pointe Homeowners Association, Inc., sometimes hereinafter referred to as the "Association".

ARTICLE II

PRINCIPAL OFFICE

The principal office of the corporation is located at 1805 West Crown Pointe Blvd., Naples, FL 34112.

ARTICLE III

PURPOSE AND POWERS

This Association will not permit pecuniary gain or profit nor distribution of its income to its members, officers or directors. It is a non-profit corporation formed for the purpose of establishing a corporate residential community homeowners association which will, subject to a Declaration of Neighborhood Covenants, hereinafter referred to as the "Declaration", to be

recorded in the Public Records of Collier County, Florida, have the specific purposes and powers described below:

PURPOSES:

(A) To provide for the maintenance of such common and private areas and structures as may be placed under the jurisdiction of this Association, and to provide for architectural control and regulation of all improvements in the Villas at Crown Pointe Subdivision, legally described as Tracts J1, J2, J3, and J4 of West Crown Pointe Phase One, as recorded in Plat Book 14, at Pages 61-63, inclusive, Public Records of Collier County, Florida.

(B) To promote the health, safety and welfare of the residents of the residential community which is to be known as Villas at Crown Pointe and is to be constructed on the land described above.

(C) To fulfill all of the purposes listed above and to exercise all of the powers listed below with respect to all additional properties which may be brought under the jurisdiction of this Association through recorded amendment or amendments to the Declaration.

POWERS:

The Association shall have all of the common law and statutory powers of a Florida corporation not for profit which are consistent with these Articles and with the Declaration and all of the powers and authority reasonably necessary or appropriate to the operation of a residential community subject to the Declaration, as it may

from time to time be amended, and including but not limited to the following powers:

(A) To exercise all the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration, as the same may be amended from time to time as therein provided, and the Declaration is hereby incorporated by reference and made a part hereof;

(B) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments and assessment liens pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the corporation;

(C) To enforce any and all covenants, conditions, restrictions and agreements applicable to the residential community known as Villas at Crown Pointe;

(D) To pay taxes, if any, on the Common Areas and common facilities;

(E) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(F) To borrow money, and to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as

security for money borrowed or debts incurred, provided that such borrowing shall have the assent of two-thirds (2/3) of the members entitled to vote, other than the developer.

(G) To dedicate, sell or transfer all or any part of the common areas, if any, to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members entitled to vote, other than the developer, agreeing to such dedication, sale or transfer;

(H) To participate in mergers and consolidations with other non-profit corporation organized for the same purpose or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the members entitled to vote, other than the developer;

(I) Subject always to the Declaration, to have and to exercise any and all powers, rights and privileges which a corporation organized under the Not for Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise;

ARTICLE IV

MEMBERSHIP

Every person or entity who is a record owner of a fee simple or of a fractional undivided fee simple interest in any lot which is subject, by covenants of record, to the jurisdiction and powers

of the Association, (hereinafter referred to as a "Lot") shall be a member of the Association. The foregoing is not intended to include persons and entities who hold an interest merely as security for the performance of an obligation.

Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to the aforesaid jurisdiction and powers of the Association. All membership rights and duties shall be subject to and controlled by the Declaration, which is to be in the form of a covenant running with the land.

ARTICLE V

VOTING RIGHTS

All members of the Association shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members, but the single vote for such Lot shall be exercised as they among themselves determine, and in no event shall more than one vote be cast with respect to any Lot.

ARTICLE VI

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a board of three (3) directors who need not be members of the Association. the number of directors may be changed by amendment of the By-laws of the Association, but shall never be less than three (3) directors. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>Name</u>	<u>Address</u>
Uri Eli-av	1805 W. Crown Pointe Blvd., Naples, FL 34112
Roni Elias	1805 W. Crown Pointe Blvd., Naples, FL 34112
George Rice	1805 W. Crown Pointe Blvd., Naples, FL 34112

The directors may, by By-law, fix the term of office for all directors. However, unless contrary provisions are made by By-law, each director's term of office shall be for one year, but all directors shall continue in office until their successors are duly elected and installed. There shall be held at each annual meeting of the Association an election of members subject to the power to appoint set forth below. Directors may serve successive annual terms without limitation.

All the Directors of the Association shall be appointed by the developer of the Villas at Crown Pointe subdivision, subject to the following:

1. When members of the Association other than the developer shall own 15 percent or more of the Lots within the Villas at Crown Pointe subdivision, the members other than the developer shall be entitled to elect one-third of the directors. (For purposes of computing "one-third", fractional amounts less than one shall be disregarded.)
2. When members of the Association other than the developer shall own 90 percent or more of the Lots within the Villas at Crown Pointe subdivision, the members other

than the developer shall be entitled to elect a majority of the members of the Board of Directors.

3. The developer may at any time by written notice to the Association surrender the power to appoint directors.

ARTICLE VII

OFFICERS

The affairs of the Association shall be administered by a president, a secretary and a treasurer and such other officers as may be designated in the By-laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors.

The names and addresses of the officers who shall serve until the first election by the Board of Directors are as follows:

<u>Office</u>	<u>Name</u>
President	Uri Eli-av
Vice President	Roni Elias
Secretary/Treasurer	George Rice

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the members who are entitled to vote. Upon dissolution of the Association, other than incident to a merger or consolidation, its assets, both real and personal, shall be dedicated to an appropriate public

agency to be used for purposes similar to those for which this Association was formed. In the event there is a refusal to accept such dedication, then such assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust or other organization which is devoted to purposes similar to those of this Association.

ARTICLE IX

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by it against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or settlement of 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 Association, whether or not he is a director or officer at the time such expenses are incurred, except when 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 shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to any and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE X

BY-LAWS

The first By-laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by resolution adopted by a majority of the Board.

ARTICLE XI

DURATION

The Association shall have perpetual existence.

ARTICLE XII

AMENDMENTS

These Articles may be amended by resolution adopted by two-thirds (2/3) of the members of the Association entitled to vote, at any regular or special membership meeting called for the purpose of considering the amendment of these Articles, or by resolution unanimously adopted by the Board of Directors; provided however, that no amendment shall be effective to impair or dilute any rights of members that are governed by the recorded covenants and restrictions applicable to Villas at Crown Pointe Subdivision, (as, for example, membership and voting rights) which are part of the property interests created thereby.

ARTICLE XIII

SUBSCRIBERS

The name and residence of the subscribing incorporator of these Articles of Incorporation are:

Uri Eli-av 1805 W. Crown Pointe Blvd., Naples, FL 34112

IN WITNESS WHEREOF, for the purpose of forming this Association under the laws of the State of Florida, I, the undersigned, being the subscribing incorporator of this Association, have executed these Articles of Incorporation on this 6 day of August, 1996.

SUBSCRIBER:

Uri Eli-av

Uri Eli-av

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing document was acknowledged before me this 6 day of August, 1996, by Uri Eli-av, who is personally known to me or who produced _____ as identification.

(SEAL)



JAMES A. PILON
COMMISSION # CC 330826
EXPIRES JAN 5, 1998
Atlantic Bonding Co., Inc.
800-732-2245

James A. Pilon

Notary Public

Print or Type Name:

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN
STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

5 AUG -8 PM 1:38
STATE
RECEIVED
FLORIDA

Pursuant to Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

THAT, Villas at Crown Pointe Homeowners Association, Inc.,
desiring to organize under the laws of the State of Florida with
its principal office, as indicated in the Articles of Incorporation
in the City of Naples, County of Collier, State of Florida, has
named Uri Eli-av, located at 1805 W. Crown Pointe Blvd., City of
Naples, County of Collier, State of Florida, as its agent to accept
service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process of the above
stated corporation, at the place designated in this certificate, I
hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

By: 

Uri Eli-av

N96000004196

SIESKY, PILON & WOOD

a partnership of professional associations

ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34102

May 9, 1997

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

100002174601--0
-05/12/97--01041--015
*****43.50 *****43.50

Re: Villas at Crown Pointe Homeowners Association, Inc.
Name Change to Crown Pointe Villas Homeowners
Association, Inc.

Ladies:

Enclosed please find an original Certificate of Resolution of
Change of Name for the above-referenced corporation together with
our check in the amount of \$43.50. The amount includes \$35.00 for
filing fee and \$8.75 to obtain a copy of the filed Certificate.
Please forward the copy to my office.

Thank you for your assistance in this matter.

Sincerely,

SIESKY, PILON & WOOD

James A. Pilon
James A. Pilon

JAP/mas
Enclosure(s)

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FILED
97 MAY 29 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Mr. Pilon authorized to
Add E to Pointe*

~~0977000011493~~
Name change
LFT 6-3-97
~~*789,535,564,671~~



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED

97 MAY 29 AM 9:28

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 16, 1997

James A. Pilon, Esquire
% Siesky, Pilon & Wood
1000 Tamiami Trail North, Suite 201
Naples, FL 34102

SUBJECT: VILLAS AT CROWN POINTE HOMEOWNERS ASSOCIATION, INC.
Ref. Number: N96000004196

We have received your document for VILLAS AT CROWN POINTE HOMEOWNERS ASSOCIATION, INC. and your check(s) totaling \$43.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please entitle your document Articles of Amendment.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 897A00026519

SIESKY, PILON & WOOD

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ATTORNEYS AT LAW

JAMES A. PILON, P.A.
Board Certified Real Estate Attorney
JAMES H. SIESKY, P.A.
DOUGLAS A. WOOD, P.A.

SUITE 201, THE FAIRWAY BUILDING
1000 TAMiami TRAIL NORTH
NAPLES, FLORIDA 34102

May 23, 1997

Florida Department of State
Division of Corporations
ATTN: Louise Flemming-Jackson
P. O. Box 6327
Tallahassee, FL 32314

RE: Elias Brothers, Inc.

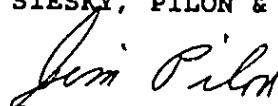
Dear Ms. Flemming-Jackson:

In accordance with your letter dated May 16, 1997, a copy of which is attached, please find the requested Articles of Amendment for the above-referenced corporation.

Thank you for your assistance in this matter.

Sincerely,

SIESKY, PILON & WOOD


James A. Pilon

JAP/mas
Enclosure(s)

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97 MAY 29 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAY 29 AM 9:28

ARTICLES OF AMENDMENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, URI ELI-AV, the duly elected and acting Secretary of Villas at Crown Pointe Homeowners Association, Inc., do hereby certify that at a meeting called for such purpose on April 30, 1997 and after notice duly given, at which a quorum was present, the following Resolution was adopted by the unanimous vote of the Board of Directors of Villas at Crown Pointe Homeowners Association, Inc.:

RESOLVED,

Article I of the Articles of Incorporation of Villas at Crown Pointe Homeowners Association, Inc. is hereby amended to provide that the name of the corporation shall be CROWN POINTE VILLAS HOMEOWNERS ASSOCIATION, INC.

I further certify that there are no members of the Association entitled to vote on this amendment.

The change of corporate name from Villas at Crown Pointe Homeowners Association, Inc. to Crown Pointe Villas Homeowners Association, Inc. shall be effective upon the filing of this Resolution with the Secretary of State of Florida.

VILLAS AT CROWN POINTE HOMEOWNERS
ASSOCIATION, INC.

(SEAL)

By:

Uri Eli-av, Secretary

STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Uri Eli-av, as Secretary of Villas at Crown Pointe Homeowners Association, Inc., to me known to be the person described in and who executed the foregoing Certificate of Name Change or who has produced _____ as identification, who did not take an oath and who acknowledged before me that he executed the same on behalf of Villas at Crown Pointe Homeowners Association, Inc., pursuant to authority vested in him as Secretary of the corporation. WITNESS my hand and official seal in the County and State last aforesaid this 8th day of May, 1997.

(SEAL)

James A. Pilon
Notary Signature

Print name JAMES A. PILON

My Commission Expires:



JAMES A. PILON
COMMISSION # CC 330826
EXPIRES JAN 5, 1998
Atlantic Bonding Co., Inc.
800-732-2745