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LOREN E. BODEM, CHARTERED
ATTORNEY AT LAW
815 COLORADO AVENUE, SUITE 305
STUART, FLORIDA 34994

City/State/Zip Phone #

Office Use Only

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

1. ______________________ (Corporation Name) ______________ (Document #)
2. ______________________ (Corporation Name) ______________ (Document #)
3. ______________________ (Corporation Name) ______________ (Document #)
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TALLAHASSEE, FLORIDA

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

CB 7-22-98

Examiner's Initials	

CR2E031(1/95)

ARTICLES OF INCORPORATION
OF
CENTURY PLAZA PROPERTY OWNERS' ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as Incorporator of a corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

ARTICLE I: NAME OF CORPORATION

The name of this corporation shall be: CENTURY PLAZA PROPERTY OWNERS' ASSOCIATION, INC.

The principal address of the corporation at the time of incorporation is 815 Colorado Avenue, Suite 305, Stuart, Florida, 34994.

ARTICLE II: DURATION AND EFFECTIVE DATE

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence on the date these Articles of Incorporation are filed by the Department of State.

ARTICLE III: PURPOSE OF CORPORATION

1. The specific and primary purpose for which this corporation is organized is to manage and maintain the common property within CENTURY PLAZA, a Planned Unit Development located in Martin County, Florida.

2. This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not for Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraph 1 of this Article.

ARTICLE IV: QUALIFICATIONS AND ADMISSION OF MEMBERS

The authorized number, qualifications, and manner of admission of members of this corporation, the different classes of membership, if any, the property, voting, and other rights and privileges of members, the liability of members for dues and/or assessments and the method of collection, and the termination and transfer of membership shall be as set forth in the Declaration of Protective Covenants, Conditions and Restrictions of CENTURY PLAZA to be recorded in the Public Records of Martin County, Florida.

ARTICLE V: REGISTERED OFFICE AND REGISTERED AGENT

The street address of the corporation's initial registered office is 815 Colorado Avenue, Suite 305, Stuart, Florida, 34994, and the name of the corporation's initial Registered Agent at that address is LOREN E. BODEM.

ARTICLE VI: FIRST BOARD OF DIRECTORS

The following persons shall serve the corporation as Directors until the first annual meeting or other meeting called to elect Directors:

R.D. MERRICK
Upton Manor
Upon, East Knoyle
Weltshire SPS6BW
UK

P. M. MERRICK
Upton Manor
Upton, East Knoyle
Weltshire SPS6BW
UK

LOREN E. BODEM
815 Colorado Avenue, Suite 305
Stuart, FL 34994

ARTICLE VII: BASIS UNDER WHICH CORPORATION ORGANIZED

The corporation is a not for profit corporation as defined by the Not for Profit Corporation Act in Section 617.01401 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, Directors, officers, or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

ARTICLE VIII: MANAGEMENT OF CORPORATE AFFAIRS

1. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by the board of three Directors. The number of Directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the Board of Directors.

2. Election of Directors. The method of electing Directors shall be as set forth in the Bylaws.

3. Elective Officers. The officers of this corporation shall be a President, Vice President, Secretary, and Treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the Bylaws.

ARTICLE IX: INCORPORATORS

The name and address of each Incorporator are as follows:

R. D. MERRICK
Upton Manor
Upon, East Knoyle
Weltshire SPS6BW
UK

P. M. MERRICK
Upton Manor
Upton, East Knoyle
Weltshire SPS6BW
UK

LOREN E. BODEM
815 Colorado Avenue, Suite 305
Stuart, FL 34994

ARTICLE X: BYLAWS

Bylaws will be adopted at the first meeting of the Board of Directors. The Bylaws may be amended, repealed, in whole or in part, by the Directors in the manner provided in the Bylaws. Any amendments to the Bylaws shall be binding on all members of this corporation.

ARTICLE XI: AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of the voting members of the corporation.

In witness, the undersigned Incorporators have executed these Articles of Incorporation on July 9, 1998.

R. D. MERRICK

P. M. MERRICK

LOREN E. BODEM

State of Florida
~~COUNTRY OF ENGLAND~~
COUNTY OF Martin

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 9th day of July, 1998 by R. D. MERRICK and P. M. MERRICK as Incorporators.

LOREN E. BODEM
Notary Public - State of Florida
My Commission Expires Feb 14, 2001
Commission # CC617726

Notary Public

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation were sworn to and acknowledged before me this 14th day of July, 1998 by LOREN E. BODEM as Incorporator.

OFFICIAL NOTARY SEAL
NOTARY PUBLIC STATE OF FLORIDA
NANCY M STAELENS
COMMISSION NUMBER
CC583188
MY COMMISSION EXPIRES
SEPT 21,2000

Nancy M. Staelens
Notary Public

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

In pursuance of Sections 48.09(1) and 607.034, Florida Statutes, the following is submitted in compliance thereof:

That CENTURY PLAZA PROPERTY OWNERS' ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, with its initial registered office in Florida being in the County of Martin at 815 Colorado Avenue, Suite 305, Stuart, Florida, 34994, has named LOREN E. BODEM, ESQ., located at that same address, as its initial registered agent to accept service of process within this State.

<u>Acknowledgment</u>

Having been named to accept service of process for the above-stated corporation, at the initial registered office of the corporation in this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays and to post therein a sign designating the name of the corporation and of its registered agent.

LOREN E. BODEM

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98 JUL 20 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA