

**Michael J. Styles, P.A.**

888 South Andrews Avenue  
Suite 301  
Fort Lauderdale, FL 33316  
Phone (954) 524-9777  
Fax (954) 524-3050

*NG99000001774*

February 22, 1999

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

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-02/24/99--01053--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Waterview Townhomes, Homeowners' Association, Inc.

Dear Sir/Madam:

Enclosed herein please find the original Articles of Incorporation of Waterview Townhomes Homeowners' Association, Inc., along with check number 4489 in the amount \$78.75.

Please return to the undersigned the Certificate of Incorporation.

Should you have any questions, please feel free to contact me.

Sincerely,

*[Handwritten Signature]*  
MICHAEL J. STYLES

99 MAR 22 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

MJS:trs  
Enc.

*[Handwritten notes and signatures]*  
3/22  
NA  
~~NA~~  
3M  
NA: 2295



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 25, 1999

MICHAEL J. STYLES, P.A.  
888 SOUTH ANDREWS AVENUE  
SUITE 301  
FT. LAUDERDALE, FL 33316

SUBJECT: WATERVIEW TOWNHOMES. HOMEOWNER'S ASSOCIATION,  
INC.  
Ref. Number: W99000004793

We have received your document for WATERVIEW TOWNHOMES.  
HOMEOWNER'S ASSOCIATION, INC.. However, the document has not been  
filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never  
have fewer than three directors.

The name designated in your document is unavailable since it is the same as, or  
it is not distinguishable from the name of an existing entity. Simply adding "of  
Florida" or "Florida" to the end of a name is not acceptable. Please select a new  
name and make the correction in all appropriate places. One or more words may  
be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of 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  
(850) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 399A00008880

# Michael J. Styles, P.A.

888 South Andrews Avenue  
Suite 301  
Fort Lauderdale, FL 33316  
Phone (954) 524-9777  
Fax (954) 524-3050

March 17, 1999

Loria Polle, Corporate Specialist  
Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

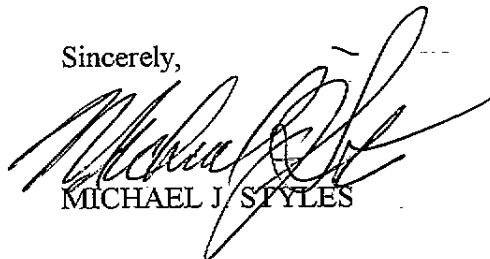
Re: Waterview Townhomes, Homeowners' Association, Inc.  
Reference #W99000004793

Dear Ms. Polle:

Pursuant to our recent telephone conversation enclosed please find the new Articles of Incorporation of Waterview Townhomes Association, Inc. I have made the changes outlined in your February 25, 1999 letter (copy enclosed) and added an additional member of the Board of Directors and also changed the name of the corporation from Waterview Townhomes, Homeowner's Association, Inc. to Waterview Townhomes Association, Inc. Pursuant to our conversation, you indicated that this change would sufficient to incorporate the association property.

Should you have any questions or need any additional information or changes, please do not hesitate to contact me.

Sincerely,



MICHAEL J. STYLES

MJS/mb

Enc.

ARTICLES OF INCORPORATION  
OF  
WATERVIEW TOWNHOMES ASSOCIATION, INC.  
(A Florida Corporation Not-For-Profit)

FILED  
99 MAR 22 PM 4: 28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber, for tile purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes, as amended, hereby adopts these Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is WATERVIEW TOWNHOMES ASSOCIATION, INC., hereinafter the "Association".

ARTICLE II - ADDRESS

The address of the Association is 888 South Andrews Avenue, Suite 301, Fort Lauderdale, Florida, 33316.

ARTICLE III - PURPOSE

The purpose for which the Association is organized is to provide an entity to acquire, improve, maintain and operate the properties described on Exhibit "A" attached hereto, together with the improvements now or hereafter located thereon, hereinafter the "Property".

ARTICLE IV - POWERS

The Association shall have the following powers:

4.1 To exercise all common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles.

4.2 To exercise all of the powers and privileges, and to perform all of the duties and obligations of the Association as set forth in the declaration of covenants, conditions and restrictions for the property (hereinafter the "Declaration") recorded or to be recorded in the Public Records of Broward County, Florida, and as same may be amended from time to time.

4.3 To fix, levy, collect and enforce payment of charges and assessments pursuant to the terms of the Declaration.

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

4.5 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 purposes of the Association.

4.6 To have a lien on individual units within the Property to secure the payment of assessments due and to become due.

4.7 To maintain, repair, replace, and operate the Association property, and property acquired or leased by the Association for use by members.

4.8 To purchase insurance upon the Property, and insurance for the protection of the Association, its members, and Institutional Mortgagees.

4.9 To reconstruct and repair improvements after casualty, and to construct additional improvements on the Property.

4.10 To make and amend reasonable regulations governing the Property.

4.11 To make and/or enforce, by legal means, the provisions of the Declaration, these Articles, the By-Laws, and the Rules and Regulations for the Property.

4.12 To construct for the management of any Association properties and to delegate powers and duties of the Association.

4.13 To employ personnel to perform the services required to carry out the purposes of the Association.

4.14 To borrow money, and with the assent of two-thirds (2/3 rds) of the members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed for debts incurred.

4.15 With the assent of two-thirds (2/3 rds) of the members, to dedicate, sell or transfer all or any part of the Association Property to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members.

#### ARTICLE V - MEMBERSHIP

5.1 Every person or entity who is a record owner of a Unit within the Property shall be a member of the Association. The foregoing is not intended to include persons or entities who hold all interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Unit.

5.2 Change of membership will be established by the recording in the Public Records of Broward County, Florida, a deed or other instrument establishing record fee title to a Unit within the Property and by delivery to the Association of a copy of such instrument. The Owner designated by such instrument shall thereby become a member of the Association, and the membership of the prior Owner shall thereby be terminated. In the event that a copy of said instrument is not delivered to the Association, said Owner shall become a member but shall not be entitled to voting privileges.

5.3 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 a Unit.

#### ARTICLE VI - VOTING RIGHTS

Members shall be entitled to one vote for each Unit owned. When more than one person holds an interest in any Unit, all such persons shall be members. The vote for such Unit shall be exercised as said Owners determine, but in no event shall more than one vote be cast with respect to any Unit.

#### ARTICLE VII - BOARD OF DIRECTORS

7.1 The affairs of the Association will be managed by a Board consisting of the number of Directors as determined by the By-Laws, but not less than three (3) Directors.

7.2 Directors of the Association shall be elected at the annual meeting of the members, in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner provided in the By-Laws.

7.3 The first election of Directors shall not be held until after the Developer has closed the sales of all residences to be built on the property, or until the Developer elects to terminate its control of the Association, whichever shall first occur. The Directors named in these Articles shall serve until the first election of directors, and any vacancy in their number occurring before the first election shall be filled by the remaining directors.

7.4 The names and address of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>NAMES</u>	<u>ADDRESS</u>
John M. Carroll, Jr.	826 NE 20th AVENUE, FORT LAUDERDALE, FL 33304
Gerard J. Cataldo	826 NE 20th AVENUE, FORT LAUDERDALE, FL 33304
Michael J. Styles	888 SO. ANDREWS AVENUE, FORT LAUDERDALE, FL. 33316

#### ARTICLE VIII - OFFICERS

The affairs of the Association shall be administered by the Officers as designated in the By-Laws. The Officers shall be elected by the Association and shall serve at the pleasure of the Board. The names and addresses of the Officers who shall serve until their successor are designated by the Board are as follows:

President	John M. Carroll, Jr.
Secretary/Treasurer	Gerard J. Cataldo

#### ARTICLE IX - INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding, or any 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. However, said indemnification will not apply if the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. In the event of a settlement, the indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to, and not exclusive of, all other rights to which such director or officer may be entitled.

#### ARTICLE X - BYLAWS

The first Bylaws of the Association shall be adopted by the Board and may be altered, amended, or rescinded by the Board and the members in the manner prescribed in the Bylaws.

#### ARTICLE XI - AMENDMENTS.

Amendment to these Articles shall be proposed and adopted in the following manner:

A. 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.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their vote in writing; however, such vote must be delivered to the secretary at or prior to the meeting. Approval must be by not less than two-thirds (2/3 rds) of the votes of the entire membership of the Association.

C. Prior to the first meeting of the members of the Association, the Board of Directors shall have the power to adopt amendments by approval of a majority of the Board.

D. Provided; however, that no amendment shall make any changes in the qualifications for membership, change the voting rights of members, or contravene the terms of the Declaration.

#### ARTICLE XII - DURATION

The Association shall exist perpetually.

#### ARTICLE XIII - INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is as follows:

Michael J. Styles, Esq.

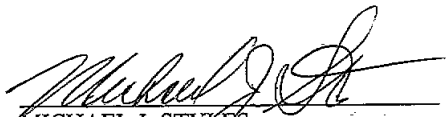
888 South Andrews Avenue, Suite 301  
Fort Lauderdale, Florida 33316

#### ARTICLE XIV - REGISTERED OFFICE/AGENT

The registered office of the Association shall be at 888 South Andrews Avenue, Suite 301, Fort Lauderdale, Florida 33316, or at such other place as may be subsequently designated by the Board.

The name and address of the registered agent of the Association is Michael Styles, Esq., 888 South Andrews Avenue, Suite 301, Fort Lauderdale, Florida 33316, or such other person as may be subsequently designated by the Board.

IN WITNESS WHEREOF, the undersigned subscriber has affixed his signature to these Articles of Incorporation, this 16 day of March, 1999.

  
MICHAEL J. STYLES

STATE OF FLORIDA  
COUNTY OF BROWARD

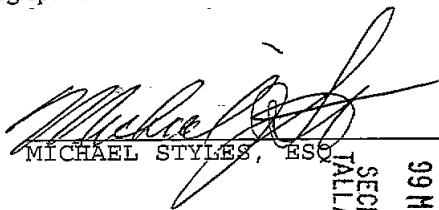
I HEREBY CERTIFY that on this, 16 day of March, 1999  
before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally  
appeared MICHAEL STYLES, who is personally known to me or who has produced \_\_\_\_\_  
as identification and who did/did not take an oath.

\_\_\_\_\_  
NOTARY PUBLIC, State of Florida

My Commission Expires:

ACKNOWLEDGMENT

Having been named as Resident Agent to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I, MICHAEL STYLES, hereby agree to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

  
MICHAEL STYLES, ESQ.

99 MAR 22 PM 4:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED



