



N99000004039

99 JUN 29 PM 3:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 291135 4390546

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 78.75

ORDER DATE : June 29, 1999

ORDER TIME : 11:21 AM

ORDER NO. : 291135-005

CUSTOMER NO: 4390546

CUSTOMER: Ms. Carin Rupp
WCI COMMUNITIES, INC.
WCI COMMUNITIES, INC.
Suite 300
24301 Walden Center Drive
Bonita Springs, FL 34134

700002918477--0

DOMESTIC FILING

NAME: HARBOUR ISLES HOMEOWNER'S
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

PH
6/29/99

W99-15119

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 29, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: HARBOUR ISLES HOMEOWNER'S ASSOCIATION, INC.
Ref. Number: W99000015119

We have received your document for HARBOUR ISLES HOMEOWNER'S ASSOCIATION, INC. and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

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.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 499A00034311

*New name: The Homeowner's Association of
Harbor Isles, Inc.*

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87:6 HW 1-70756

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RESUBMIT

Please give original
submission date as file date.

INDEX

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99 JUN 29 PM 3:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1.	<u>Name of Corporation</u>	1
2.	<u>Principal Office</u>	1
3.	<u>Registered Office - Registered Agent</u>	1
4.	<u>Definitions</u>	1
5.	<u>Purpose of Association</u>	1
6.	<u>Not for Profit</u>	1
7.	<u>Powers of Association</u>	1
8.	<u>Voting Rights</u>	3
9.	<u>Board of Directors</u>	3
10.	<u>Dissolution</u>	3
11.	<u>Duration</u>	3
12.	<u>Amendments</u>	3
	12.1. <u>General Restrictions on Amendments</u>	3
	12.2. <u>Amendments Prior to the Turnover Date</u>	3
	12.3. <u>Amendments After the Turnover Date</u>	4
13.	<u>Limitations</u>	4
	13.1. <u>Declarations is Paramount</u>	4
	13.2. <u>Rights of Declarant</u>	4
	13.3. <u>By-Laws</u>	4
14.	<u>Incorporator</u>	4
15.	<u>Officers</u>	4
16.	<u>Indemnification of Officers and Directors</u>	4
17.	<u>Transactions in Which Directors or Officers are Interested</u>	5

ARTICLES OF INCORPORATION
OF
THE HOMEOWNERS' ASSOCIATION OF HARBOR ISLES, INC.
(A CORPORATION NOT FOR PROFIT)

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99 JUN 29 PM 3:13

In compliance with the requirements on the Laws of the State of Florida and for the purpose of forming a corporation not for profit, the undersigned does hereby acknowledge:

1. Name of Corporation. The name of the corporation is THE HOMEOWNERS' ASSOCIATION OF HARBOR ISLES, INC.

2. Principal Office. The initial principal office of Association is c/o 3300 University Drive, Coral Springs, Florida 33065.

3. Registered Office - Registered Agent. The street address of the Registered Office of Association is 24301 Waldon Center Drive, Bonita Springs, Florida 34134. The name of the Registered Agent of Association is:

VIVIEN N. HASTINGS, ESQ.

4. Definitions. A declaration entitled Harbour Isles Declaration (the "Declaration") will be recorded in the Public Records of Palm Beach County, Florida, and shall govern all of the operations of a community to be known as Harbour Isles. All initially capitalized terms not defined herein shall have the meanings set forth in the Declaration.

5. Purpose of Association. Association is formed to: (a) provide for ownership, operation, maintenance and preservation of the Community Property and improvements thereon; (b) perform the duties delegated to it in the Declaration; (c) administer the interests of Association and the Owners; and (d) promote the health, safety and welfare of the Owners.

6. Not for Profit. Association is a not for profit Florida corporation and does not contemplate pecuniary gain to, or profit for, its members.

7. Powers of Association. Association shall, subject to the limitations and reservations set forth in the Declaration, have all the powers, privileges and duties reasonably necessary to discharge its obligations, including, but not limited to, the following:

7.1. To perform all the duties and obligations of Association set forth in the Declaration, these Articles, and the By-Laws.

7.2. To enforce, by legal action or otherwise, the provisions of the Declaration, these Articles, and the By-Laws and the rules, regulations, covenants, restrictions and/or agreements governing or binding Association and Harbour Isles.

7.3. To operate and maintain the portion of the Surface Water Management System, if any, and if required, contained within the Community Property as required by the Declaration.

7.4. To fix, levy, collect and enforce payment, by any lawful means, of all Assessments payable pursuant to the terms of the Declaration, these Articles, and the By-Laws.

7.5. To pay all Association Expenses including, but not limited to, all licenses, taxes or governmental charges levied or imposed against the Community Property or other property of Association.

7.6. To operate and maintain portions of the Community Property in compliance with the DEP Permit, ACE Permit, Village Ordinance, Stipulation, and NPBCID requirements.

7.7. To acquire (by gift, purchase, or otherwise), annex, own, hold, improve, build upon, operate, maintain, convey, grant rights and easements, sell, dedicate, lease, transfer or otherwise dispose of real or personal property (including the Community Property) in connection with the functions of Association except as limited by the Declaration.

7.8. To borrow money, and to mortgage, pledge or hypothecate any or all of its real or personal property as security for money or debts incurred.

7.9. To dedicate, grant, license, lease, create easements upon, sell or transfer all or any part of, the Community Property to any public agency, entity, authority, utility, or other person or entity for such purposes and subject to such conditions as it determines subject only to requirements in the Declaration, if any.

7.10. To participate in mergers and consolidations with other non-profit corporations organized for the same purposes.

7.11. To adopt, publish, promulgate or enforce rules, regulations, covenants, restrictions, or agreements governing Association, Harbour Isles, the Community Property, and Homes as provided in the Declaration and to effectuate all of the purposes for which Association is organized.

7.12. To have and to exercise any and all powers, rights and privileges which a not-for-profit corporation organized under the Laws of the State of Florida may now, or hereafter, have or exercise.

7.13. To employ personnel and retain independent contractors to contract for management of Association, Harbour Isles, and Community Property as provided in the Declaration, including, without limitation, a Facility Manager, and to delegate in such contract all or any part of the powers and duties of Association.

7.14. To contract for services to be provided to, or for the benefit of, Association, Owners, the Community Property, and Harbour Isles as provided in the Declaration such as, but not limited to, Telecommunications Services, maintenance, garbage pick-up, and utility services. The foregoing rights shall not be deemed to impose any obligation on Association to provide such services.

7.15. To establish committees and delegate certain of its functions to those committees.

7.16. To enter into agreements and/or contracts with the NPBCID under which Association shall perform certain maintenance, management and/or other agreed upon services for the NPBCID with respect to NPBCID Property.

8. Voting Rights. Owners and Declarant shall have the voting rights set forth in the By-Laws.

9. Board of Directors. The affairs of Association shall be managed by a Board of odd number with not less than three (3) nor more than five (5) members. The initial number of directors shall be three (3). Board members shall be appointed and/or elected as stated in the By-Laws. The election of Directors shall be held at the Annual Members Meeting. Directors shall be elected for a term expiring on the date of the next annual meeting. The names and addresses of the members of the first Board who shall hold office until their successors are appointed or elected, or until removed, are as follows:

NAME	ADDRESS
MILTON G. FLINN	3300 University Drive, Coral Springs, FL 33065
ROBERT HANNA	3300 University Drive, Coral Springs, FL 33065
STEVEN LEONHARDT	3300 University Drive, Coral Springs, FL 33065

10. Dissolution. In the event of the dissolution of Association other than incident to a merger or consolidation, any Owner may petition the Circuit Court having jurisdiction over Harbour Isles for the appointment of a receiver to manage the affairs of the dissolved Association and to manage the Community Property, in the place and stead of Association, and to make such provisions as may be necessary for the continued management of the affairs of the dissolved Association and its properties.

11. Duration. Association shall have perpetual existence.

12. Amendments.

12.1. General Restrictions on Amendments. Notwithstanding any other provision herein to the contrary, no amendment to these Articles shall affect the rights of Declarant unless such amendment receives the prior written consent of Declarant or which may be withheld for any reason whatsoever. No amendment shall be effective until it is recorded in the Public Records.

12.2. Amendments Prior to the Turnover Date. Prior to the Turnover Date, Declarant shall have the right to amend these Articles as it deems appropriate, without the joinder or consent of any person or entity whatsoever. Declarant's right to amend under this Section is to be construed as broadly as possible. In the event that Association shall desire to amend these Articles prior to the Turnover Date, Association must first obtain Declarant's prior written consent to any proposed amendment. After receiving the Declarant's consent to the proposed amendment, an amendment identical to that approved by Declarant may be adopted by Association pursuant to the requirements for amendments from and after the Turnover Date set forth in Section 12.3 hereof. After approval

of the amendment by the Board as provided in Section 12.3, Declarant shall join in such identical amendment so that its consent to the same will be reflected in the Public Records.

12.3. Amendments After the Turnover Date. After the Turnover Date, **but subject to the general restrictions on amendments set forth above**, these Articles may be amended with the approval of seventy-five percent (75%) of the Board.

13. Limitations.

13.1. Declarations is Paramount. No amendment may be made to these Articles which shall in any manner reduce, amend, affect or modify the terms, conditions, provisions, rights and obligations set forth in the Declaration.

13.2. Rights of Declarant. There shall be no amendment to these Articles which shall abridge, reduce, amend, effect or modify the rights of Declarant.

13.3. By-Laws. These Articles shall not be amended in a manner that conflicts with the By-Laws.

14. Incorporator. The name and address of the Incorporator of this corporation is:

Eleanor W. Taft
24301 Waldon Center Drive
Bonita Springs, Florida 34134

15. Officers. The Board shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall from time to time determine. The names and addresses of the Officers who shall serve until their successors are elected by the Board are as follows:

President: MILTON G. FLINN

Vice President: ROBERT HANNA

Secretary/Treasurer: STEVEN LEONHARDT

16. Indemnification of Officers and Directors. Association shall and does hereby indemnify and hold harmless every Director and every Officer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director or Officer may be made a party by reason of being or having been a Director or Officer of Association, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director or Officer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director or Officers may be entitled.

17: • Transactions in Which Directors or Officers are Interested. No contract or transaction between Association and one (1) or more of its Directors or Officers or Declarant or between Association and any other corporation, partnership, association, or other organization in which one (1) or more of its Officers or Directors are officers, directors or employees or otherwise interested shall be invalid, void or voidable solely for this reason, or solely because the Officer or Director is present at, or participates in, meetings of the Board thereof which authorized the contract or transaction, or solely because said Officers' or Directors' votes are counted for such purpose. No Director or Officer of Association shall incur liability by reason of the fact that such Director or Officer may be interested in any such contract or transaction. Interested Directors shall disclose the general nature of their interest and may be counted in determining the presence of a quorum at a meeting of the Board which authorized the contract or transaction.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the Laws of the State of Florida, the undersigned, being the Incorporator of this Association, has executed these Articles of Incorporation as of this 28 day of June, 1999.

WITNESSES:

Carin A. Rupp

Print name: Carin A. Rupp

Melanie Seire

Print name: Melanie Seire

Eleanor W. Taft

Eleanor W. Taft, Incorporator

STATE OF FLORIDA)
) SS.:
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 28 day of June, 1999 by Eleanor W. Taft who is personally known to me.

My commission expires: 12-8-2000

Carin A. Rupp
NOTARY PUBLIC, State of Florida
at Large

Print name: Carin A. Rupp



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ACCEPTANCE BY REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, having been named to accept service of process for the above-stated corporation at the place designated in this certificate, hereby agree to act in this capacity, and I am familiar with, and accept, the obligations of this position and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 28 day of June, 1999.

VIVIEN N. HASTINGS, ESQ.

Vivien Hastings