

N99000006659



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 476684 4390546

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : November 10, 1999

ORDER TIME : 11:05 AM

ORDER NO. : 476684-005

700003040967--9

CUSTOMER NO. : 4390546

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

DOMESTIC FILING

NAME: PALERMO AT THE COLONY
CONDOMINIUM ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 10 PM 1:28

RECEIVED
99 NOV 10 AM 11:35
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
PALERMO AT THE COLONY CONDOMINIUM ASSOCIATION, INC.

(A Not-For-Profit Corporation)

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ARTICLE I

The name of this corporation is **Palermo At The Colony Condominium Association, Inc.**

ARTICLE II

The purpose for which this corporation is organized is to act as the governing association of the proposed Palermo At The Colony, a Condominium, located at 24301 Walden Center Drive, Bonita Springs, Florida 34134.

ARTICLE III

The qualification of members and the manner of their admission shall be as follows: Any approved person or persons who hold title in fee simple to a Condominium unit in the Condominium shall, by virtue of such ownership, be a member of this corporation. Provided however, that transfer of membership shall be made only as a part of and incident to the transfer of ownership of a condominium unit with such transfers being subject to and controlled by the transfer procedures set forth in the Declaration of Condominium. After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Lee County, Florida, a deed or other instrument establishing record title to a unit in the condominium and the delivery of a copy of the recorded instrument to the Association within a reasonable time following such recordation. Such delivery is not required for initial conveyances by the Developer. The owner designated by such instrument thereby becomes a member of the Association and the membership of the previous owner is thereby terminated.

ARTICLE IV

This corporation shall exist perpetually.

ARTICLE V

The name and residence of the Incorporator is as follows:

Vivien N. Hastings
24301 Walden Center Drive
Bonita Springs, Florida 34134

The rights and interests of the incorporator shall automatically terminate when these Articles are filed with the Secretary of State.

ARTICLE VI

The affairs of the corporation are to be managed initially by a Board of three Directors (which may be expanded to five) who will be appointed by the Developer as provided for in the By-Laws. Subsequent Boards may be composed of either three or five Directors.

ARTICLE VII

The names of the Officers who are to serve until the first election or appointment under these Articles of Incorporation are:

George R. Page	President
Stefan O. Johansson	Vice President/Secretary
Melanie M. Dunnuck	Treasurer

ARTICLE VIII

The number of persons constituting the first Board of Directors shall be three, and their names and addresses are as follows:

George R. Page	24301 Walden Center Drive Bonita Springs, Florida 34134
Stefan O. Johansson	24301 Walden Center Drive Bonita Springs, Florida 34134
Melanie M. Dunnuck	24301 Walden Center Drive Bonita Springs, Florida 34134

ARTICLE IX

After turnover, the By-Laws of the corporation are to be made, altered or rescinded by 67% of the voting interests of the corporation; prior to turnover by a majority of the Directors alone.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed and adopted as follows:

After turnover, an Amendment may be proposed by either the Board of Directors or by Twenty-Five Percent (25%) of the voting interests and may be considered at any meeting of the owners, regular or special, of which due notice has been given according to the By-Laws, which includes a notice of the substance of the proposed Amendment; prior to turnover by a majority of the Directors alone.

After turnover, the Amendment must be approved by a vote of 67% of the voting interests of the corporation; prior to turnover, by the Directors alone.

ARTICLE XI

Each unit in the Condominium shall have one full indivisible vote.

ARTICLE XII

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE XIII

This corporation shall have all the powers permitted by law together with such additional specific powers as are contained in the Declaration and By-Laws.

ARTICLE XIV

No part of the net earnings of this corporation shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance or care of Association property or through the rebate of the excess membership dues, fees or assessments.

ARTICLE XV


The name of the registered agent and office for service of process shall be **Vivien N. Hastings**, whose address is: **24301 Walden Center Drive, Bonita Springs, Florida 34134**.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 8 day of November, 1999.

 (SEAL)
VIVIEN N. HASTINGS

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 8 day of November, 1999, by Vivien N. Hastings, who is personally known to me.


NOTARY PUBLIC
Carin A. Rupp
My Commission Expires 12/8/2000
Commission No. CC 751157



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT

99 NOV 10 PM 1:28

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


VIVIEN N. HASTINGS