

797000031130

Charter Number Only

3/12/97

IRA

SILVER & SILVER

Requestor's Name

150 SE 2 AVE. #500.

Address

MIAMI FL 33131

City

State

ZIP

Phone

374-4888A

VALIDATION ONLY

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 APR -7 AM 11:42

FILED

500002112805--8

-03/13/97-01087-029

\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Highland Lakes maintenance  
Association, Inc.

☒ Profit  
☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☐ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Empire Toll Free: 1-800-432-3028

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

W97-5920

CERTIFIED COPY

K.R. APR - 7 1997

RECEIVED  
97 APR 13 AM 10:36  
OFFICE OF THE SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CR2E031 (R8-85)



**FLORIDA DEPARTMENT OF STATE**

**Sandra B. Mortham**  
Secretary of State

March 13, 1997

EMPIRE

TALLAHASSEE, FL

**SUBJECT: HIGHLAND LAKES MAINTENANCE ASSOCIATION, INC.**  
Ref. Number: W97000005920

We have received your document for HIGHLAND LAKES MAINTENANCE ASSOCIATION, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three 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) 487-6928.

Agnes Lunt  
Corporate Specialist

Letter Number: 597A00012859

RECEIVED  
97 APR -7 AM 10:45  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
HIGHLAND LAKES MAINTENANCE ASSOCIATION, INC.

FILED  
97 APR -7 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, acknowledge and file these Articles of Incorporation in the Office of the Secretary of the State of Florida.

I.  
NAME

The name of this corporation shall be HIGHLAND LAKES MAINTENANCE ASSOCIATION, INC. For convenience, the corporation shall herein be referred to as the "Association".

II.  
PURPOSES AND POWERS

The Association shall have the following powers:

A. To manage, operate and administer THE HIGHLAND LAKES MAINTENANCE ASSOCIATION, INC., and to undertake the performance of, and to carry out the acts and duties incident to, the administration of the Association in accordance with the terms, provisions, conditions and authorizations contained in these Articles.

B. To issue evidences of indebtedness in furtherance of any or all of the objects of its purpose which is to maintain the lake which abuts the real property owned by all individuals surrounding the lake.

C. To carry out the duties and obligations and receive the benefits given the Association.

D. To establish By-laws and Rules and Regulations for the operation of the Association and to provide for the formal administration of the Association.

E. To contract for the management of the Association.

III.

MEMBERS

A. Each owner of real estate abutting the Highland Lake and the Subscribers to these Articles shall automatically be members of the Association. Membership of the owners of real estate shall terminate upon the sale of their interest in the real property. Membership of the subscribers shall terminate upon the entire Board of Directors of the Association being selected by the real property owners.

B. Membership, as to all members other than the Subscribers, shall commence upon the acquisition of record title to real property as evidenced by the recording of a deed of conveyance amongst the Public Records of Dade County, Florida upon transfer of title upon the death of a member and membership shall terminate upon the divestment of title to said property.

C. On all matters as to which the membership shall be entitled to vote, there shall be only one vote for each property, which vote shall be exercised in the manner provided by the By-Laws of the Association.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner.

IV.  
EXISTENCE

The Association shall have perpetual existence.

V.  
SUBSCRIBERS

The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
HENRY BERGMANN	2150 NE 211 Street N. Miami, Florida 33179

VI.  
DIRECTORS

A. The Association affairs shall be managed by a Board of Directors initially composed of two persons, in accordance with Article III of the Association's By-Laws.

B. The number of Directors to be elected, the manner of their election and their respective terms shall be as set forth in Article III of the Association's By-Laws.

The following persons shall constitute the initial Board of Directors and they shall hold office for the term and in accordance with the provisions of Article III of the Association's By-Laws:

<u>NAME</u>	<u>ADDRESS</u>
HENRY BERGMANN	2150 NE 211 Street N. Miami, Florida 33179
KAREN MATLUCK	21430 NE 23 Avenue N. Miami Beach, FL 33180



BARBARA BERGMANN

2150 NE 211 Street  
N. Miami, Florida 33179

VII.  
OFFICERS

The affairs of the Association shall be administered by the Officers designated in the By-Laws, who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of Officers pursuant to the provisions of the By-Laws are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
HENRY BERGMANN	PRESIDENT	2150 NE 211 Street N. Miami, Florida 33179
KAREN MATLUCK	SECRETARY/ TREASURER	21430 NE 23 Avenue N. Miami Beach, FL 33180
BARBARA BERGMANN	VICE PRESIDENT	2150 NE 211 Street N. Miami, Florida 33179

VIII.  
BY-LAWS

The By-Laws of the Association shall be adopted by the initial Board of Directors. The By-Laws may be amended in accordance with the provisions thereof, except that no portion of the By-Laws may be altered, amended, or rescinded in such a manner as would prejudice the rights of the owners of the real property or mortgagees holding mortgages encumbering owners of the real property, without their prior written consent.

IX.  
AMENDMENTS TO ARTICLES

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

A. Notice of the subject matter of any proposed amendment shall be included in the notice of the meeting at which the proposed amendment is to be considered.

B. A resolution for the adoption of a proposed amendment may be proposed either by the Board or Directors, acting upon the vote of a majority of the Board of Directors, or by the members of the Association having a majority of the votes in the Association. In order for any amendment or amendments to be effective, same must be approved by an affirmative vote of 66 2/3% of the entire Board of Directors and by an affirmative vote of members having no less than 75% of the total votes in the Association present at the meeting.

C. A copy of each amendment adopted shall be filed within ten (10) days of adoption within the Secretary of State, pursuant to the provisions of applicable Florida Statutes.

X.

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association and by each member of the Association against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director(s) or Officer(s) in connection with any proceeding or any settlement thereto to which the Director(s) or Officer(s) may be a party, or in which the Director(s) or Officer(s) may become involved by reason of the Director(s) or Officer(s) being or having been a Director(s) or Officer(s) of the Association, whether or not a Director(s) or Officer(s) at the time such expenses are incurred, except in such cases wherein the Director(s) or Officer(s) is adjudged guilty of willful misconduct in the performance of such Director's or Officer's duty; provided that in the event of a settlement, the indemnification set forth herein shall apply only when the Board of Directors, exclusive of any Director(s) seeking indemnification, approves such settlement and reimbursement as being for the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all of the rights to which such Director(s) or Officer(s) may be entitled.

XI.

INITIAL REGISTERED OFFICE, AGENT AND ADDRESS

The principal office of the Association shall at: 2150 NE 211 Street, N. Miami, Florida 33179, or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office of the Association is at 2150 NE 211 Street, N. Miami, Florida and the initial registered agent therein is HENRY BERGMANN.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 3 day of April, 1997.

Signed, Sealed and Delivered  
in the presence of:

Marguel D. Castro

In S. Die

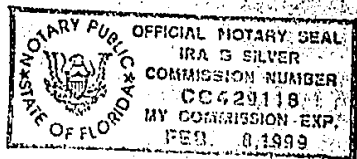
Henry Bergmann  
HENRY BERGMANN

STATE OF FLORIDA     )  
COUNTY OF DADE     )

The foregoing instrument was acknowledged before me this 3

day of April, 1997, by HENRY BERGMANN who is personally known to me and did take an oath.

My Commission Expires:



Ira S. Silver  
Notary Public

IRA S. SILVER  
Printed Name

I hereby accept the designation of Registered Agent as set forth in these Articles of Incorporation.

Henry Bergmann  
HENRY BERGMANN

FILED  
97 APR -7 AM 11:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA