

82 062354

1982 APR 21 PM 1:02

27-00

B3711 P.1030

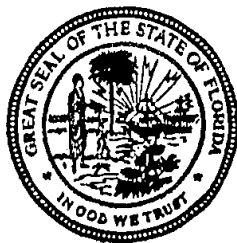
State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of INDIAN CREEK PHASE I HOMEOWNERS ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on January 21, 1982, as shown by the records of this office.

The charter number for this corporation is 761549.



Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 26th day of January, 1982.

George Firestone
Secretary of State

Sacks & Meier 1499 W Palmetto Park Rd Palm Beach 33432

This is a Certified Copy

FILED

ARTICLES OF INCORPORATION

JAN 21 9 10 AM '82

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

INDIAN CREEK PHASE I HOMEOWNERS ASSOCIATION, INC.

(A Florida corporation not for profit)

ARTICLE I

The name of the Corporation is INDIAN CREEK PHASE I HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

This Corporation is incorporated as a corporation not for profit under the provisions of Chapter 617, Florida Statutes, as amended from time to time.

ARTICLE III

The registered office and Post Office address of the Corporation shall be 121 Arrowhead Circle, Jupiter, Florida 33458.

ARTICLE IV

Robert A. Johnson, whose address is 121 Arrowhead Circle, Jupiter, Florida 33458, is hereby appointed the initial Registered Agent of this Corporation.

ARTICLE V

The purpose for which this Corporation is organized is to act on behalf of its Members in operating and governing INDIAN CREEK PHASE I and to have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes and Bylaws may now or hereafter have and exercise, including but not limited to, the following:

(a) To join with other corporations or entities in becoming a Member of INDIAN CREEK COMMUNITY HOMEOWNERS ASSOCIATION, INC. (hereinafter referred to as "Community Association") the purposes of which are hereinbelow described;

(b) To collect assessments from each Member for, without limitation, the maintenance, repair and replacement of certain property (hereinafter referred to as "Community Common Area"), title to which shall be held by Community Association, its successors and assigns and to assist Community Association in promoting the health, safety and welfare of the residents, including but not limited to, in using the above described property and any additions thereto;

(c) Exercise all of the powers and privileges and to perform all of the duties and obligations of this Corporation as set forth in the DECLARATION OF COVENANTS AND CONDITIONS to be executed by INDIAN CREEK JOINT VENTURE (hereinafter referred to as "Declarant") and to be filed in the Official Books and Records of Palm Beach County, Florida (hereinafter referred to as "Declaration"), and the SUBDIVISION RESTRICTIONS to be executed by Declarant and to be filed in the Official Books and Records of Palm Beach County, Florida (hereinafter referred to as the "Restrictions"), both applicable to the plat of the property recorded in the Office of the Clerk of the Court of Palm Beach County, Florida, and as the same may be amended from time to time as therein provided;

B3711 P1031

(d) Collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration and Restrictions; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against any properties of the Corporation; and

(e) Have and to exercise any and all powers, rights and privileges which a corporation organized under Chapter 617, Florida Statutes and by law may now or hereafter have and exercise.

ARTICLE VI

The Members of the Corporation shall consist of all of the record owners of each and every fee or undivided fee interest in any Lot subject to the Declaration and to the Restrictions. Membership shall be held by the person or entity, or in common by the persons or entities, owing such property interest. Membership in the Corporation is limited to Owner(s), as defined in Article I, Section 2 of the Declaration. Membership is automatically conferred upon acquisition of a Lot, as defined in Article I, Section 6 of the Declaration, and as evidenced by the filing of a deed to such Lot. Membership is an incident of ownership and is not separately transferable.

The Corporation shall have two classes of voting Memberships:

Class A. Class A Members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be Members. The vote for such Lot shall be exercised as said persons determine, but in no event shall more than one vote be cast with respect to any one Lot.

Class B. The Class B Member(s) shall be the Declarant, which shall be entitled to three (3) votes for each Lot owned. The Class B Membership shall cease and be converted to Class A Membership on the happening of either of the following events, whichever occurs earlier: (1) when the total votes outstanding in the Class A Membership equal the total votes outstanding in the Class B Membership; or (2) on September 31, 1982.

ARTICLE VII

The term for which the Corporation is to exist is perpetual.

ARTICLE VIII

The affairs of the Corporation shall be governed by a Board of Directors, which Board shall consist of not less than three (3) and not more than seven (7) persons. With the exception of the initial Board, Directors shall be elected from among the Lot Owners; or if a Lot Owner shall be a corporation, partnership or trust, then an officer, partner, or beneficiary of such Lot Owner shall be qualified to be a Director. The Board of Directors shall have all of the powers and duties necessary for the administration of the affairs of the Corporation and shall have all of the power and duties referred to in the Statutes of the State of Florida respecting corporations not for profit.

Provisions for the election of Directors and provisions respecting the removal and resignation of Directors, and for filling vacancies in the Board, shall be established by the Bylaws. The following persons shall constitute the first Board of Directors and shall hold office and serve until their successors are elected:

B3711 P1092

<u>Name</u>	<u>Address</u>
Sharon Bechtold	13637 185th Place N. Jupiter, Florida 33458
Adam K. Grafe, Jr.	8627 S.E. Merritt Way Jupiter, Florida 33458
Lamar Smith	8418 S.E. Merritt Way Jupiter, Florida 33458

ARTICLE IX

The initial Board of Directors of the Corporation shall consist of the following persons, each of whom shall serve until July 31, 1982 or the first regular meeting of the Membership, whichever shall first occur.

ARTICLE X

The operation of the Corporation shall be governed by the Bylaws which are to be recorded among the Public Records of Palm Beach County, Florida.

The Bylaws may be altered, amended or supplemented in the same manner as these Article of Incorporation as provided in Article XII hereof.

ARTICLE XI

The affairs of the Corporation shall be administered by the President of the Corporation, assisted by a Vice-President, a Secretary and a Treasurer, and, if any, the Assistant Secretary and the Assistant Treasurer subject to the directions of the Board of Directors, which may remove said Officers with or without cause. The Board of Directors, or President with prior approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel or entities to administer or assist in the administration of the exclusive, singular and unique operation or management of the Corporation, provided that no such person or principal or entity employed as managing agent or personnel of the Corporation shall be a Member of the Corporation.

The Board of Directors shall elect the Officers of the Corporation at the first meeting of the Board of Directors following the annual meeting of the Members. The President shall be elected from the membership of the Board of Directors, but no other Officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the Office of President and Vice-President shall not be held by the same person, nor shall the Office of President and Secretary or Assistant Secretary be held by the same person.

The initial Officers of this Corporation shall be as follows:

<u>Name</u>	<u>Office</u>
Sharon Bechtold	President
Adam K. Grafe, Jr.	Vice-President
Lamar Smith	Secretary - Treasurer

ARTICLE XII

These Articles of Incorporation may be altered, amended, changed, added to or repealed, at any duly called meeting of the members provided: (1) Notice of the meeting shall contain a

B3711 P1033

statement of the proposed amendment; (2) If the amendment has received the unanimous approval of the Board of Directors, then it shall be approved upon the affirmative vote of the Members casting a majority of the total votes of the Members of the Corporation; (3) If the amendment has received less than unanimous approval by the Board of Directors, then the amendment shall be approved by the affirmative vote of the Members of the Corporation casting not less than seventy-five (75%) percent of the total vote of the Members of the Corporation; and (4) Said amendment shall be certified and recorded among the Public Records of Palm Beach County, Florida. Provided, however, that any amendment must be approved in writing by Declarant to have any effect if said amendment is passed prior to July 31, 1982.

ARTICLE XIII

This Corporation shall not have or issue shares of stock. No dividend shall be paid, and no part of the income of the Corporation shall be distributed to its Members, Directors or Officers for services rendered, may confer benefits upon its Members in conformity with its purposes, and upon dissolution or final liquidation, pursuant to Chapter 617, Florida Statutes, as amended from time to time, may make distributions to its Members, and no such payment, benefit or distribution shall be deemed to be a dividend or a distribution of income. Provided, however, no compensation may be paid for services rendered solely in the capacity of a Director, Officer or Member.

ARTICLE XIV

As long as there is a Class B Membership, the following actions will require the prior, written approval of the Federal Housing Administration or the Veterans Administration: (1) Annexation of additional properties; (2) Mergers and consolidations; (3) Mortgaging of the Common Area; (4) Dedication of the Common Area; and (5) Dissolution and amendment of these Articles.

ARTICLE XV

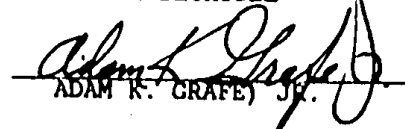
The names and addresses of the incorporators of this Corporation are as follows:

<u>Name</u>	<u>Residence</u>
Robert A. Johnson	121 Arrowhead Circle Jupiter, Florida 33458
Sharon Bechtold	13637 105th Place N Jupiter, Florida 33458
Adam K. Grafe, Jr.	8627 S.E. Merritt Way Jupiter, Florida 33458

WE, THE UNDERSIGNED, being each of the incorporators hereinabove named, for the purposes of forming a Corporation not for profit pursuant to Chapter 617, Florida Statutes, do hereby subscribe to these Articles of Incorporation and have hereunto set our hands and seals this 1 day of January, 1981.

 (SEAL)
ROBERT A. JOHNSON

 (SEAL)
SHARON BECHTOLD

 (SEAL)
ADAM K. GRAFE, JR.

83711 P1034


FILED

CERTIFIED BY INITIAL REGISTERED AGENT

JAN 21 9 11 AM '82

Having been named as the initial Registered Agent of ANDYAN CREEK PHASE I HOMEOWNERS ASSOCIATION, INC., I hereby agree to act in this capacity and agree to maintain said Corporation's initial registered office at 121 Arrowhead Circle, Jupiter, Florida 33458, and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


ROBERT A. JOHNSON

This is not a certified copy

B3711 P1036

RECORD VERIFIED
PALM BEACH COUNTY, FLA.
JOHN B. DUNKLE
CLERK CIRCUIT COURT