

2418 613

# STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

PARK LAKE VILLAS, INC.

a corporation not for profit organized and existing under the Laws of the State of Florida, filed on the 29th day of May, A.D., 19 73, as shown by the records of this office.



GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 30th day of May, A.D., 19 73.

*Richard (Dick) Stone*

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

PARK LAKE VILLAS, INC.

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Florida Statutes 617, and certify as follows:

ARTICLE I

The name of the corporation shall be PARK LAKE VILLAS, INC. and for convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE II

PURPOSE

II.1. The purpose for which the Association is organized is to provide an entity pursuant to Section 12 of the Condominium Act, Chapter 711, Florida statutes, for the operation of PARK LAKE VILLAS, a Condominium, to be located upon a portion of Orange County, Florida.

II.2. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

POWERS

The powers of the Association shall include and be governed by the following provisions:

III.1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

III.2. The Association shall have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles and the Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the Condominium pursuant to the Declaration as presently drafted and as it may be amended from time to time, including but not limited to the following:

a. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the Condominium.

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DISTRICT CLERK OF ORANGE COUNTY, FLORIDA

- b. To use the proceeds of assessments in the exercise of its powers and duties.
  - c. To maintain, repair, replace and operate the Condominium property.
  - d. To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members as unit owners.
  - e. To reconstruct improvements after casualty and the further improvement of the property.
  - f. To make and amend reasonable regulations respecting the use of the property in the Condominium.
  - g. To approve or disapprove the transfer, mortgage and ownership of units as provided by the Declaration of Condominium and by the By-laws of the Association.
  - h. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the property in the Condominium.
  - i. To contract for the management of the Condominium and to delegate to such contractor and manager all powers and duties of the Association, except such as are specifically required by the Declaration of Condominium to have approval of the Board of Directors or the membership of the Association.
  - j. To contract for the management or operation of portions of the common elements susceptible to separate management and to lease such portions.
  - k. To employ personnel to perform the services required for proper operation of the Condominium.
- III.3. The Association shall have the power to purchase a unit in the Condominium and to hold, lease, mortgage and convey the area.
- III.4. All funds and the titles to all properties acquired by the Association and their proceeds shall be held in trust for

the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

ARTICLE IV

MEMBERS

IV.1. The members of the Association shall consist of all of the record owners of units in the Condominium, and after termination of the Condominium shall consist of those who are members at the time of such termination and their successors and assigns.

IV.2. After receiving approval of the Association as required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Orange County, Florida, a deed or other instrument establishing a record title to a unit in the Condominium and the delivery of a certified copy of such instrument to the Association. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owners is terminated.

IV.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 his unit.

IV.4. The owner of each unit shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

DIRECTORS

V.1. The affairs of the Association will be managed by a board consisting of the number of directors fixed by the By-Laws, but not less than three directors. Directors need not be members of the Association.

V.2. The directors of the Association shall be elected at the annual meeting of the members in the manner specified in the By-Laws on the Board of

and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

V.4. The names and addresses 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:

MORRIS R. KERR, President  
2325 Collins Ave.  
Suite Mez 125  
Miami Beach, Florida

MURRAY ZALES, Secretary-Treasurer  
2325 Collins Ave.  
Suite Mez 125  
Miami Beach, Florida

PHILLIP KERR, Treasurer  
2325 Collins Ave.  
Suite Mez 125  
Miami Beach, Florida

ARTICLE VI  
OFFICERS AND RESIDENT AGENT

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

MORRIS R. KERR, President  
2325 Collins Ave.  
Suite Mez 125  
Miami Beach, Florida

MURRAY ZALES, Secretary-Treasurer  
2325 Collins Ave.  
Suite Mez 125  
Miami Beach, Florida

The initial resident agent of this corporation for the purpose of accepting service of process within this State is:

LAWRENCE D. JOHNSON  
109 East Church Street  
Orlando, Florida 32802

ARTICLE VII

INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel 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, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties: provided, that in the event of a settlement, the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests 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 VIII

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX

AMENDMENTS

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

IX.1. 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.

IX.2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the secretary at or prior to the meeting. Except as hereinafter provided, approval of a proposed amendment must be either by:

a. Not less than 75% of the entire membership of

and not less than 75% of the votes of the

c. Until the first election of the Board of Directors, only by all of the Directors.

IX.3. No amendment shall make any changes in the qualifications for membership nor the voting rights of members, nor any change in Section III.3. of Article III hereof, without approval in writing by all members and the joinder of all record owners of mortgages upon the Condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

IX.4. A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Orange County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

SUBSCRIBERS

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

MORRIS R. KERR

2325 Collins Avenue  
Suite Mez 125  
Miami Beach, Florida

MURRAY ZALES

2325 Collins Avenue  
Suite Mez 125  
Miami Beach, Florida

PHILIP KERF

2325 Collins Avenue  
Suite Mez 125  
Miami Beach, Florida

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 24<sup>th</sup> day of May, A. D., 1973.

*Morris R. Kerr*  
*Murray Zales*  
*Philip Kerf*

STATE OF FLORIDA

COUNTY OF ORANGE

BEFORE ME, the undersigned authority, on this day personally appeared MORRIS R. KERR, MURRAY ZALES AND PHILIP KERR, who being duly sworn, severally acknowledged the execution of the foregoing Articles of Incorporation of PARK LAKE VILLAS, INC. for the purposes expressed in such Articles.

WITNESS my signature and official seal at Orlando in the State and County last aforesaid, this 24 day of May, A.D., 1973.

*[Signature]*  
Notary Public, State of Florida

My Commission Expires:

Notary Public, State of Florida at Large  
My Commission Expires Nov. 6, 1976

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named to accept service of process for this corporation at the place designated in this certificate, I hereby accept the appointment and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

*[Signature]*  
Resident Agent



CERTIFICATE OF AMENDMENT  
TO THE DECLARATION OF CONDOMINIUM  
PARK LAKE VILLAS, INC.

THIS IS TO CERTIFY that the attached writing is a true copy of the Amend-  
ment to the Declaration of Condominium of Park Lake Villas, Inc., a non-  
profit corporation created pursuant to the Declaration of Condominium of  
Park Lake Villas, Inc. as recorded in the Official Record Book 2418, page  
594, in the Public Records, of Orange County, Florida, which amendment was  
duly adopted by approval of a majority of the members pursuant to Paragraph  
15 of said Declaration of Condominium.

Witnesses:

PARK LAKE VILLAS, INC.

[Signature]

Jerrold Wollison  
President

[Signature]

Alice Koeppen  
Secretary

STATE OF FLORIDA )  
COUNTY OF ORANGE )

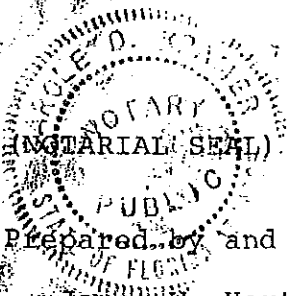
I HEREBY CERTIFY that on this day, before me, an officer duly authorized  
in the State and County aforesaid to take acknowledgments, personally  
appeared Jerrold Wollison and Alice Koeppen, well known to me to be the  
President and Secretary, respectively, of the corporation named above and  
that they acknowledged executing this document in the presence of two  
subscribing witnesses freely and voluntarily under authority duly vested  
in them by said corporation and that the seal affixed thereto is the true  
corporate seal of said corporation.

WITNESS my hand and official seal this in the county and state last  
aforesaid the 17th day of April, 1985.

[Signature]  
Notary Public

My commission Expires:

Notary Public, State of Florida  
My Commission Expires Aug. 1, 1985  
Bonded thru Key Safe Insurance Co.



Prepared by and return to:

James W. Hart, Jr.  
Sentry Management Inc.  
P.O. Box 3209  
Longwood, Fl. 32779

RECORDED & RECORD VERIFIED

[Signature]  
County Comptroller, Orange Co., Fla.

2316062 ORANGE CO., FL

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AMENDMENT TO THE DECLARATION OF CONDOMINIUM OF PARK LAKE VILLAS, INC.

In accordance with Paragraph 15 of the Declaration of Condominium of Park Lake Villas, Inc., the Declaration of Condominium of Park Lake Villas, Inc. a Florida corporation, recorded in Official Record Book 2418, Page 594, in the Public Records of Orange County, Florida, are hereby amended as follows:

Add.

"Single-family occupancy" shall consist of:

- (a) one (1) or two (2) adults,
- (b) with or without his, her or their child, stepchild, children or stepchildren,
- (c) with or without no more than one (1) grandparent or step-grandparent of said child or children,

But in no event shall units be occupied either by more than five (5) persons nor more than three (3) adult persons.

Witnesses:

Park Lake Villas, Inc.

[Signature]  
[Signature]

BY: [Signature]  
President

ATTEST: [Signature]  
Secretary

STATE OF FLORIDA )  
COUNTY OF ORANGE )

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Jerrold Wollison and Alice Koeppen, well known to me to be the President and Secretary, respectively, of the corporation named above and that they acknowledged executing this document in the presence of two subscribing witnesses freely and voluntarily under authority duly vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the county and state last foresaid this 17th day of APRIL, 1985.

[Signature]  
Notary Public  
My commission expires:

(NOTARIAL SEAL)  
 Prepared by and return to:  
 James W. Hart, Jr.  
 Sentry Management, inc.  
 P.O. Box 3209  
 Longwood, Fl. 32779

Notary Public, State of Florida  
My Commission Expires: 05-15-88  
located thru they is in front of the...