

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of DEERFIELD PINES ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on February 28, 1973, as shown by the records of this office.

The document number of this corporation is 725689.



Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-fourth day of January, 2022

Laurel M. Lee

Laurel M. Lee

Secretary of State

ARTICLES OF INCORPORATION
OF
DEERFIELD PINES ASSOCIATION, INC.

FILED
FEB 28 7 44 AM '83
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE I
NAME

The name of the corporation shall be DEERFIELD PINES ASSOCIATION, INC., which corporation shall hereinafter be referred to as the Association.

ARTICLE II
PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to Section 711.12 of the Florida Condominium Act, which is Chapter 711, Florida Statutes 1971, for the operation of DEERFIELD PINES, a condominium, located in Broward County, Florida.

ARTICLE III
POWERS

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

1. The Association shall have all of the common law and statutory powers of a corporation not for profit under the laws of Florida which are not in conflict with the terms of these Articles.
2. The Association shall have all of the powers and duties set forth in the Florida Condominium Act except as limited by these Articles and the DEERFIELD PINES Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the Condominium as set forth in said Declaration, including but not limited to the following:
 - a. To make and collect assessments against members of the Association to defray the costs, expenses and losses of the Condominium.
 - b. To use the proceeds of assessments in the exercise of its powers and duties.
 - c. To undertake the maintenance, repair, replacement and operation of the condominium property or property leased by the Association for condominium use.
 - d. To purchase insurance upon the condominium property and insurance for the protection of the Association and its members.

- e. To reconstruct the condominium improvements after casualty and construct further improvements of the condominium property as needed.
- f. To make reasonable rules and regulations respecting the use of the condominium property.
- g. To acquire and enter into agreements whereby it acquires leaseholds, memberships and other possessory or use interests in lands or facilities, including but not limited to country clubs, golf courses, marinas and other recreational facilities, whether or not contiguous to the lands of the Condominium; intended to provide for the enjoyment, recreation or other use or benefit of the apartment (unit) owners.
- h. To approve or disapprove the leasing and transfer of ownership of apartments as may be provided by the Declaration of Condominium and the By-Laws.
- i. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles of Incorporation, the By-Laws of the Association and the rules and regulations for the use of the property in the Condominium.
- j. To contract for the management of the Condominium properties and to delegate such management duties to a qualified person, firm or corporation as to 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 of the membership of the Association.
- k. To contract for the management and operation of portions of the common elements susceptible to separate management and operation, and to lease the same.
- l. To employ personnel necessary to perform the services required for the proper operations of the Condominium.

3. All funds and the titles to all properties acquired by the Association and the proceeds thereof 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.

4. The Association shall make no distribution of income to its members, directors or officers, except as may be authorized under the laws of the State of Florida.

5. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

ARTICLE IV MEMBERS

1. The members of the Association shall consist of all of the record owners of apartments in the DEERFIELD PINES apartment building in Broward County, Florida.

2. Transfer of membership in the Association shall be established by the recording in the Public Records of Broward County, Florida, of a condominium deed or other instrument establishing a record title to an apartment in the condominium property, and the delivery to the Association of a certified copy of such instrument; the owner or owners designated by such instrument thereby becoming a member or members of the Association. The membership in the Association of the prior owner or owners shall thereby terminate.

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 or her apartment.

4. The members of the Association, singly or collectively, shall be entitled to only one vote for each apartment owned by them. The exact manner of exercise of voting rights when there are two or more owners of one apartment shall be determined by the By-Laws of the Association.

ARTICLE V DIRECTORS

1. The affairs of the Association will be managed by a Board consisting of the number of directors as shall be determined by the By-Laws of the Association, but shall not be less than three in number. In the absence of a determination as to the number of members, the Board of Directors shall consist of three directors.

2. The Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

3. There shall be no election of Directors by the membership until all apartments have been conveyed by the Developer, HOLLAND BUILDERS, INC., or until December 1, 1975, or until the Developer elects to terminate its control of the Condominium, whichever shall occur first.

4. The Directors herein named shall serve until the first election of Directors by Association members and any vacancies in their number occurring before the first election shall be filled by the remaining Directors.

5. 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:

<u>NAME</u>	<u>ADDRESSES</u>
GERALD M. HOLLAND	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308
LESLIE H. McEWEN	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308
MARILYN HAHNER	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308

ARTICLE VI OFFICERS

The affairs of the Association shall initially be administered by the officers named in these Articles of Incorporation. After the Developer has relinquished control of the Board of Directors, the officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers 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 elected by the membership of the Association are as follows:

<u>NAME AND ADDRESS</u>	<u>OFFICE</u>
GERALD M. HOLLAND 4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308	President
LESLIE H. McEWEN 4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308	Vice President
MARILYN HAHNER 4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308	Secretary-Treasurer

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 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 in such cases wherein 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 of any claim for indemnification herein, this provision shall apply only when the Board of Directors approve 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 of 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 named herein and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE IX
AMENDMENTS

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

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.
2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by any one or more members of the Association. Directors and members not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary of the Association at or prior to the meeting.
 - a. Such approval must be by not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Association; or
 - b. By not less than 80% of the votes of the entire membership of the Association.
3. No amendment shall make any changes in the qualifications for membership or in the voting rights of members, or any change in Paragraphs 3 and/or 4 of Article III hereof, without approval in writing by all members.
4. A copy of each amendment to the Articles of Incorporation as approved shall be accepted and certified by the Secretary of State and recorded in the Public Records of Broward County, Florida.

ARTICLE X
TERM

The term of the Association shall be the life of the Condominium unless the Association is terminated sooner by unanimous action of its members. The Association shall be dissolved by the termination of the Condominium in accordance with the provisions of the Declaration of Condominium.

ARTICLE XI
RESIDENT AGENT

The name and address of the Resident Agent for service of process upon this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
CHARLES J. KING, ESQUIRE	Suite 3, 1750 East Commercial Boulevard Fort Lauderdale, Florida 33308

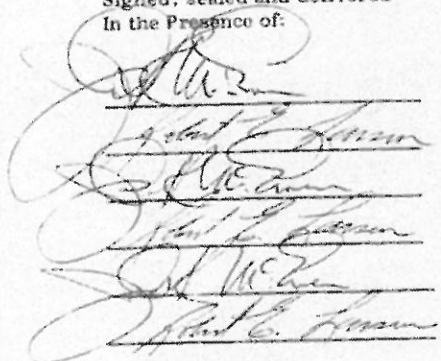
ARTICLE XII
SUBSCRIBERS

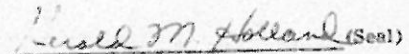
The names and addresses of the Subscribers to these Articles of Incorporation are as follows:

NAME	ADDRESSES
GERALD M. HOLLAND	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308
LESLIE H. McEWEN	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308
MARILYN HAHNER	4860 Northeast 12th Avenue Fort Lauderdale, Florida 33308

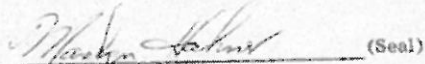
IN WITNESS WHEREOF, the Subscribers have hereunto set their hands and seals this 26TH day of FEBRUARY, 1973.

Signed, sealed and delivered
In the Presence of:



 (Seal)
GERALD M. HOLLAND

 (Seal)
LESLIE H. McEWEN

 (Seal)
MARILYN HAHNER

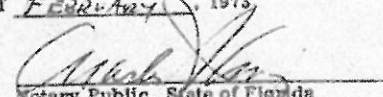
STATE OF FLORIDA) ss.
COUNTY OF BROWARD)

I HEREBY CERTIFY that personally appeared before me, the undersigned authority, GERALD M. HOLLAND, LESLIE H. McEWEN and MARILYN HAHNER, subscribers to the foregoing Articles of Incorporation of DEERFIELD PINES ASSOCIATION, INC., who, being by me first duly sworn, deposed and said that they executed said instrument for the uses and purposes therein expressed.

WITNESS my hand and official seal at Fort Lauderdale, Broward County, Florida, this 26TH day of FEBRUARY, 1973.

Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires May 15, 1974
Printed by American Pine & Canopy Co.


Notary Public, State of Florida

ACKNOWLEDGMENT

HAVING BEEN named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office.

 (Seal)
CHARLES J. KING