

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SABAL PALM ESTATES HOMEOWNERS ASSOCIATION, INC., a Florida corporation, filed on May 15, 1995, as shown by the records of this office.

The document number of this corporation is N95000002335.



CFN 96093256 06-01-96 08:34 am  
OR Book/Page: 3575 / 3229

**Sandy Crawford,**

Clerk Of Courts, Brevard County

#Pgs: 8	#Names: 2	Serv 0.00
Trust: 4.50	Rec: 33.00	Excise: 0.00
Deed: 0.00		Int Tax: 0.00
Mtg: 0.00		

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
Fifteenth day of May, 1995



CR2EO22 (1-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State

FILED  
SECRETARY OF S  
DIVISION OF CORPOR  
95 MAY 15 AM 10

# ARTICLES OF INCORPORATION OF SABAL PALM ESTATES HOMEOWNERS ASSOCIATION, INC.

In compliance with the requirements of Chapter 617 of the Florida Statutes, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

## ARTICLE I NAME OF CORPORATION

The name of the corporation is SABAL PALM ESTATES HOMEOWNERS ASSOCIATION, INC., a corporation not for profit organized under Chapter 617 of the Florida Statutes (hereinafter referred to as the "Corporation").

## ARTICLE II PRINCIPAL OFFICE

The principal office of the Corporation is located at 2 Suntree Place, Melbourne, Florida 32940, which shall be the initial registered office and mailing address of the Corporation, but the Corporation may maintain offices and transact business in such other places within or outside the State of Florida as may from time to time be designated by the Board of Directors.

## ARTICLE III INCORPORATOR

Miles D. Igo, whose address is 2 Suntree Place, Melbourne, Florida 32940, is the sole Incorporator of the Corporation.

## ARTICLE IV REGISTERED OFFICE/AGENT

James H. Fallace whose address is 1900 So. Hickory Street, Melbourne, Florida 32901 is the initial registered agent of the Corporation.

## ARTICLE V PURPOSES AND POWERS OF THE CORPORATION

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is organized and for which it is to be operated are to provide for



maintenance, preservation, and care of the property of the Corporation, and to provide the architectural control of the residence lots and common area within that certain tract of property described on the Plat for the Sabal Palm Estates, Unit One recorded in Plat Book 41, Page 36 of the Public Records of Brevard County, Florida (hereinafter referred to as the "Property"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Corporation for these purposes. In connection therewith, the Corporation shall have the following powers:

(a) To exercise all the powers and privileges and to perform all the duties and obligations of the Corporation as set forth in a Declaration of Covenants, Conditions and Restrictions of Sabal Palm Estates Homeowners Association, Inc. (the "Declaration"), applicable to the Property and to be recorded in the Office of the Clerk of the Circuit Court, Brevard County, Florida and as the same may be amended from time to time as therein provided;

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Corporation or any other person affiliated with the Corporation pursuant to the terms of the Declaration; to pay all expenses in connection therewith; and to pay all office and other expenses incident to the conduct of business of the Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

(c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

(d) To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) To dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members;

(f) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes as set forth in the Declaration;

(g) To annex additional property and common areas in the manner set forth in the Declaration;



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

(i) To levy and collect adequate assessments against members of the Corporation for the costs of maintenance and operation of the surface water or stormwater management systems, including but not limited to work within retention areas, drainage structures, and drainage easements.

(j) To operate maintain and manage the surface water or stormwater management system in a manner consistent with the St. John's River Water Management District permit requirements and applicable District rules, and assist in the enforcement of the restrictions and covenants contained therein.

(k) To make and establish reasonable rules and regulations governing the use of common areas in accordance with the terms as may be defined in the Declaration.

(l) To enter into leases and agreements of every nature or kind.

**ARTICLE VI**  
**MEMBERSHIP**

Every person or entity who is a record owner or a fee or undivided fee interest in any lot which is subject to the Declaration, including contract sellers, shall be a member of the Corporation with the voting rights described in these Articles. The foregoing shall not to include persons or entities who hold an interest merely as security for the performance of any obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Corporation.

**ARTICLE VII**  
**VOTING RIGHTS**

The shall have two classes of voting membership with the relative rights and preferences as follows:

Class A: Class A members shall be all owners, with the exception of the Declarant, of any plot of land shown upon any recorded plat of the Property ("Lot" or "Lots"). Each Class A member shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, each such person shall be members, however, the vote for such Lot shall be exercised



as they collectively determine, and in no event shall more than one vote be cast with respect to any Lot.

Class B: The Class B member shall be the Declarant (as defined in the Declaration), who shall be entitled to three (3) votes for each Lot owned. Unless converted earlier and voluntarily by the Declarant, the Class B membership shall cease and be converted to Class A membership upon the first to occur of either of the following events:

- (a) the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or
- (b) on August 31, 2010; or
- (c) at the election of the Declarant (whereupon the Class A Members shall be obligated to elect the Board of Directors and assume control of the Corporation).

**ARTICLE VIII**  
**BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a Board of three (3) Directors, who need not be members of the Corporation. The number of directors may be changed by amendment of the Bylaws of the Corporation. The Board of Directors shall be elected at the first meeting of the Corporation in the manner described in the Bylaws.

**ARTICLE IX**  
**DISSOLUTION**

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of the members. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution, or final liquidation of the Corporation, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code, and be



approved by St. John's River Water Management District prior to such termination, dissolution, or liquidation.

**ARTICLE X**  
**EXISTENCE AND DURATION**

The existence of the Corporation shall commence with the filing of these Articles of Incorporation with the Secretary State, Tallahassee, Florida. The Corporation shall exist in perpetuity.

**ARTICLE XI**  
**AMENDMENTS**

The Corporation shall have the right to amend these Articles at any time upon the affirmative vote of 2/3 of each class of the voting interests of the Corporation. Amendments may be proposed by resolution approved by a majority of the Board of Directors; provided, however, no amendment shall make any changes in the qualifications for membership nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Lots. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform to the same.

**ARTICLE XII**  
**BYLAWS**

The Bylaws of the Corporation shall be adopted by the Board of Directors at the first meeting of Directors, and may be altered, amended or rescinded thereafter in the manner provided therein.

**ARTICLE XIII**  
**ASSESSMENTS**

The assessments shall be used for the maintenance and repair of the stormwater management systems including but not limited to work within retention areas, drainage structure and drainage easements.

**ARTICLE XIV**  
**FHA/VA APPROVAL**

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties; merger, consolidation and/or dissolution of this Corporation; mortgaging of common areas; dedication and



conveyance of common areas; and amendment of these Articles of Incorporation or the Declaration.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Corporation, has executed these Articles of Incorporation this 12<sup>TH</sup> day of MAY, 1995.

Miles D. Igo  
Miles D. Igo  
Incorporator

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 12<sup>TH</sup> day of MAY, 1995, by Miles D. Igo who is personally known to me and did not take an oath.

Joyce W. Lehtonen  
Signature of Notary Public

JOYCE W. LEHTONEN  
Print Name of Notary Public  
Notary Public State of Florida  
My Commission Expires:



JOYCE W. LEHTONEN  
My Comm Exp. 9/27/97  
Bonded By Service Ins  
No. CC318831  
 Personally Known     Other I.D.



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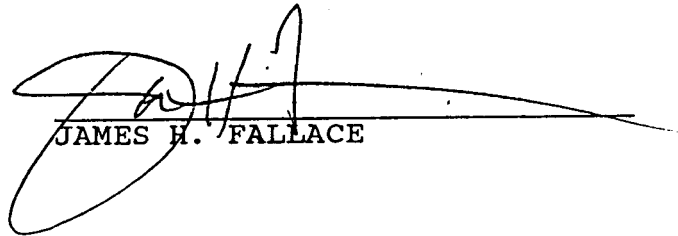
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THIS STATE, NAMING AGENCY UPON WHOM PROCESS  
MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

SABAL PALM ESTATES HOMEOWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated by the Articles of Incorporation in the City of Melbourne, County of Brevard, and State of Florida, has named JAMES H. FALLACE, located at 1900 So. Hickory Street, Melbourne, Florida 32901, as its agent to accept service of process within the state.

**ACCEPTANCE**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I affirm that I am familiar with and accept the duties and responsibilities as registered agent for said corporation.

  
JAMES H. FALLACE



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