

1981

FILED
OCT 29 9 19 AM '01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
TOWNE PARK NORTH CONDOMINIUM ASSOCIATION, INC.

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

ARTICLE I
NAME AND DEFINITIONS

The name of the corporation shall be TOWNE PARK NORTH CONDOMINIUM ASSOCIATION, INC. For convenience the corporation shall be referred to in this instrument as the Association, these Articles of Incorporation as Articles, and the By-Laws of the Association as By-Laws.

ARTICLE II
PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to Florida Statutes 5718.111 for the operation of TOWNE PARK NORTH CONDOMINIUM, a condominium, located upon the following lands in Martin County, Florida:

A parcel of land lying in the Southeast quarter of Section 9, Township 38 South, Range 41 East, Martin County, Florida, being more particularly described as follows:

Commencing at the Southeast corner of the West one-quarter of the West one-half of the Southeast one-quarter of said Section 9; thence run N 00°30'18"E along the East line of the West one-quarter of the West one-half of the Southeast one-quarter of said Section 9 a distance of 1558.80 feet to a Point of Beginning of the herein described parcel; thence continue N 00°30'18"E a distance of 767.14 feet to a point being 330.05 feet South of the North line of the Southeast one-quarter of said Section 9; thence S 89°18'55" E a distance of 330.49 feet; thence S 00°43'48" W a distance of 302.10 feet; thence S 89°11'23" E a distance of 20.93 feet; thence S 41°27'42" E a distance of 770.89 feet; thence S 45°10'02" W a distance of 255.11 feet, thence S 48°32'18" W a distance of 20.00 feet to a point of curvature on a circular arc concave to the Northeast having a central angle of 94°00'00" a radius of 320.00 feet; thence run along said arc a distance of 524.99 feet to a point of tangency; thence run N 37°27'42" W a distance of 333.66 feet, more or less, to the Point of Beginning of the herein described parcel.

This parcel contains 13.46 acres, more or less.

ARTICLE III
POWERS

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

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3.1. General. The Association shall have all of the common-law and statutory powers of a corporation not-for-profit under the Laws of Florida that are not in conflict with the terms of these Articles.

3.2. Enumeration. The Association shall have all of the powers and duties set forth in the Condominium Act and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration 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 and to assess reasonable late charges against unit owners delinquent in the payment of assessments and maintenance payments.
- b. To use the proceeds of assessments and charges in the exercise of its powers and duties.
- c. To buy or lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired.
- d. To maintain, repair, replace and operate the condominium property and property acquired or leased by the Association for use by unit owners.
- e. To purchase insurance upon the condominium property for the protection of the Association and its members as unit owners.
- f. To reconstruct and repair improvements after casualty and to construct additional improvements of the condominium property.
- g. To make and amend reasonable regulations respecting the use and appearance of the property in the condominium; provided, however, that all those regulations and their amendments shall be approved by not less than sixty (60%) percent of the votes of the entire membership of the Association before they shall become effective.
- h. To approve or disapprove the leasing of units 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 and the By-laws of the Association for the use of the property in the condominium.
- j. To contract with any person, firm or entity for the operation, maintenance or repair of the condominium property; provided however, that any such contract shall not be in conflict with the powers and duties of the Association or the rights of the unit owners as provided in the Florida Condominium Act and the Declaration of Condominium of TOWNE PARK NORTH CONDOMINIUM, a Condominium.

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k. To contract for the management or operation of portions of the common elements susceptible to separate management or operation.

l. To employ personnel to perform the services required for proper operation of the condominiums.

3.3. Purchase of Units. The Association shall not have the power to purchase a unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien (including fees and costs). This provision shall not be changed without unanimous approval of the members and the joinder of all record owners of mortgages upon the condominium.

3.4. Condominium Property. All funds and the title of 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.

3.5. Distribution of Income. The Association shall make no distribution of income to its members, directors or officers.

3.6. Limitation. 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

4.1. Membership. 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 the termination and their successors and assigns.

4.2. Evidence. The change of membership in the Association shall be established by the recording in the Public Records of Martin County, Florida, of a deed or other instrument transferring ownership of the unit.

4.3. Assignment. 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 the unit for which that share is held.

4.4. Voting. A member of the Association shall be entitled to one vote for each unit owned by him. In the event that more than one person owns a particular unit, the owners thereof shall be entitled to cast one singular vote appurtenant to said unit.

ARTICLE V DIRECTORS

5.1. Number and Qualification. The affairs of the Association shall be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three directors, and in the absence of that determination shall consist of three directors.

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5.2. Duties and Powers. All of the duties and powers of the Association existing under the Condominium Act, Declaration of Condominium, these Articles and By-Laws shall be exercised exclusively by the board of directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

5.3. Election; Removal. 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 by the By-Laws.

5.4. Term of First Directors. Except as provided by Florida Statutes §718.301, the first election of directors by members of the Association other than the developer of the condominium shall not be held until after the developer has closed the sales of 130 units or ninety (90%) percent of the units, or until the developer elects to terminate its control of the condominium, or until after February 1, 1985, whichever occurs first. The directors named in these Articles shall serve until their successors are elected by the members other than the developer; and any vacancies in their number occurring before the time for the election of their successors by the members other than the developer, shall be filled by the remaining first directors, or if there are none, then by the developer.

5.5. First Directors. 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:

Warner T. Christenson
3816 So. Dixie Hwy.
Stuart, FL 33494

David Christenson
750 N.W. 10th Terrace
Stuart, FL 33494

Robert J. Thomas
1983 S.E. Washington Street
Stuart, FL 33494

ARTICLE VI OFFICERS

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 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:

President
Warner T. Christenson
3816 So. Dixie Hwy.
Stuart, FL 33494

Secretary
David Christenson
750 N.W. 10th Terrace
Stuart, FL 33494

Vice President-Treasurer
Robert J. Thomas
1983 S.E. Washington Street
Stuart, FL 33494

ARTICLE VII
INDEMNIFICATION

Every director and officer of the Association, and every member of the Association serving the Association at its request, 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 or by reason of his serving or having served the Association at its request, whether or not he is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of wilful misfeasance or malfeasance in the performance of his duties, the indemnification shall apply only when the board of directors approves the 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 that person may be entitled.

ARTICLE VIII
BY-LAWS

The first By-Laws of the Association shall be adopted by the board of directors, executed by the Secretary, and approved by the President. The By-Laws may be altered, amended or rescinded by the vote of sixty (60%) percent of the total members of the Association at a regular or special meeting provided notice of the proposed change, amendment or rescission (and proposed replacement By-Laws) are included in the notice of any meeting at which the proposed vote is to be taken.

ARTICLE IX
AMENDMENTS

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

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

9.2. Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the board of directors or by thirty (30%) percent of the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be by not less than sixty (60%) percent of the votes of the entire membership of the Association.

9.3. Limitation. Provided, however, that no amendment shall make any changes in the qualifications for

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membership nor in the voting rights or property rights of members, nor any change in §§3.3 to 3.6 of Article III, entitled "Powers", without approval in writing by all members and the joinder of all record owners of mortgages upon units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

9.4. Recording. A copy of each amendment shall be accepted and certified by the Secretary of State and be recorded in the Public Records of Martin 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:

Warner T. Christenson
3816 So. Dixie Hwy.
Stuart, FL 33494

David Christenson
750 N.W. 10th Terrace
Stuart, FL 33494

Robert J. Thomas
1983 S.E. Washington Street
Stuart, FL 33494

ARTICLE XII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3816 South Dixie Highway, Stuart, Florida 33494, and the name of the initial registered agent of this corporation at that address is David Christenson.

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 26TH day of OCTOBER, 1981.



WARNER T. CHRISTENSON



ROBERT J. THOMAS



DAVID CHRISTENSON

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation of TOWNE PARK NORTH CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit, were acknowledged before me this

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26TH day of OCTOBER, 1981, by Warner Christenson.

(Notary Seal)

Diana Lee Middleton
Notary Public

My Commission Expires:
Notary Public, State of Florida at Largo
My Commission Expires June 27, 1983
Bonded by American Fire & Casualty Company

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing Articles of Incorporation of TOWNE PARK NORTH CONDOMINIUM ASSOCIATION, INC., a Florida corporation not-for-profit, were acknowledged before me this 26TH day of OCTOBER, 1981, by Robert J. Thomas

(Notary Seal)

Diana Lee Middleton
Notary Public

My Commission Expires:
Notary Public, State of Florida at Largo
My Commission Expires June 27, 1983
Bonded by American Fire & Casualty Company

STATE OF FLORIDA
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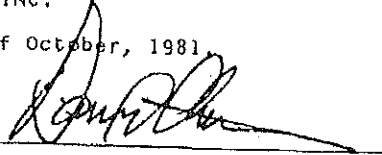
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

COMES NOW DAVID CHRISTENSON and does hereby accept
the foregoing designation as Registered Agent of TOWNE PARK
NORTH CONDOMINIUM ASSOCIATION, INC.

DATED this 26th day of October, 1981



DAVID CHRISTENSON

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