

State of Florida COPY

DEPARTMENT OF STATE . DIVISION OF CORPORATIONS

I certify that the following is a true and correct copy of Articles of Incorporation of COLONY WOODS HOMEOWNERS' ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida filed on January 25, 1978, as shown by the records of this office.

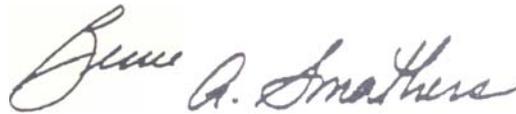
The charter number for this corporation is 741447.

GIVEN under my hand and the Great

Seal of the State of Florida, at

Tallahassee, the Capital, this the

26th day of *January* 1978



SECRETARY OF STATE



FILED
JAN 25 1 03 PM '73
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
COLONY WOODS HOMEOWNERS' ASSOCIATION, INC.
A FLORIDA CORPORATION NOT FOR PROFIT.

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

ARTICLE I
NAME

The name of this corporation shall be COLONY WOODS HOMEOWNERS' ASSOCIATION, INC.
For convenience, the corporation shall herein be referred to as the Association.

ARTICLE II
PURPOSES

The Association is organized for the following purposes:

- A. To provide an entity responsible for the operation and maintenance of portions of a division in Palm Beach County, Florida, known as COLONY WOODS upon which will be constructed single-family houses (the Subdivision).
- B. To enforce through appropriate legal means the covenants, restrictions, reservations and servitudes from time to time impressed upon and running with the lands within the Subdivision.
- C. To insure that the lands in the Subdivision herein after defined and the improvements constructed thereon shall be maintained in a manner to insure the comfort, convenience and accommodation of its residents.
- D. To acquire title to certain recreational areas within the Subdivision and to control and maintain same together with certain common areas or public areas within or adjacent to the Subdivision, including, but not limited to buffer areas and access easements.

ARTICLE III

POWERS

1. The Association shall have all of the following powers:
 - A. 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.
 - B. All of the powers set forth and described in Section 617.021 of the Florida Statutes.
 - C. The Association shall have all of the powers and duties expressly conferred upon it as set forth in the Declaration of Restrictions that may from time to time be filed with respect to lands within the project area, and all of the powers and duties reasonably necessary to fulfill the obligations and perform the services as set forth in the Declaration of Restrictions herein mentioned.
 - D. To operate and manage the Association in accordance with the sense, meaning, direction, purpose and intent of the Declaration of Restrictions herein mentioned, and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to the Association by the Restrictions and/or these Articles.
 - E. To perform such other activities of the Association which, in the opinion of the Board of Directors thereof, shall be reasonably appropriate to its accomplishment of the purposes for which it is organized and the performance of its duties and obligations.
 - F. To fix assessments to be levied against property to defray expenses and costs of effectuating the objects and purposes of the Association and to create reasonable reserves for such expenditures, and to authorize its Board of Directors to enter into agreements with other property owners' groups or associations for the collection of such assessments.
2. All funds and title 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 these Articles of Incorporation and the By-Laws.
3. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the By-Laws.

ARTICLE IV
MEMBERS

1. The members of the Association shall consist of all record owners of lots in the Subdivision known as COLONY WOODS, according to the plat thereof, recorded in Plat Book 33, Pages 49 and 50, of the Public Records of Palm Beach County, Florida.
2. Change of ownership in the Association shall be established by the recording in the Public Records of Palm Beach County, Florida, of a deed or other instrument establishing a record title to a lot, and the delivery to the Association of a certified copy of such instrument., the owner designated by such instrument thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.
3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner, except upon transfer of his lot.

ARTICLE V
VOTING AND ASSESSMENTS

1. Subject to the restrictions and limitations herein after set forth, each lot owner member shall have a minimum of one (1) vote. Any lot or parcel in multiple ownership shall, notwithstanding such multiple ownership, only be entitled to the same vote or votes as if singly held.
2. The Association will obtain funds with which to operate by assessment of its members in accordance with provisions of the Declaration of Restrictions relating to COLONY WOODS as supplemented by the provisions of the By-Laws of the Association relating thereto.

ARTICLE VI
DIRECTORS

1. The affairs of the Association will be managed by a Board of Directors consisting of the number of directors as shall be determined by the By-Laws, but not less than three (3) directors, and in the absence of such determination shall consist of three (3) directors.
2. 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 a manner provided by the By-Laws.

3. The Directors herein shall serve until the first election of Directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors, the first election not to take place until the earlier of:

- A. The sale of all lots within the Subdivision to the first persons purchasing the same for their own residential use, or
- B. December 31, 1982, provided, however, that upon the sale of all of the improved lots in the Subdivision to the first persons purchasing the same for their own residential use, the then officers and directors of the Association shall resign and an election shall be held to elect their successors.

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:

FRANK PERRY	22130 Colony Drive	Boca Raton, Florida 33432
YVONNE B. SULLIVAN	22130 Colony Drive	Boca. Raton, Florida 33432
GENE C. ANDERSON	22130 Colony Drive	Boca Raton, Florida 33432

ARTICLE VII

OFFICERS

The affairs of the Association shall be administered by officers 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, are as follows:

President	Frank PERRY 22130 Colony Drive Boca Raton, Florida 33432
Vice President	YVONNE B. SULLIVAN 22130 Colony Drive Boca Raton, Florida 33432
Secretary/Treasurer	GENE C. ANDERSON 22130 Colony Drive Boca Raton, Florida 33432
Assistant Secretary	JUDITH O'NEILL 22130 Colony Drive Boca Raton, Florida 33432

ARTICLE VIII
INDEMNIFICATION

Every director and every officer of the Association shall be indemnified by the Association against all expenses, losses, costs and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceedings 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 any settlement thereof, 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 in the performance of his duties, provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest 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 IX
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 X
AMENDMENTS

1. These Articles may be altered, amended or repealed by resolution of the Board of Directors. No amendment affecting HLR, INC., a Florida corporation (as the same is defined in the Declaration of Restrictions) shall be effective without the prior written consent of said corporation, or its successors or assigns.
2. Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:
 - A. 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.
 - B. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by the 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, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided, such approvals must be by not less than seventy-five percent (75%) of the entire membership of the Board of Directors, and by not less

than sixty percent (60%) of the votes of the membership of the Association.

C. Provided, however, that no amendment shall make any changes in the qualifications for membership, nor the voting rights of members, nor changes in Sections 2 and III herein.

D. A copy of each amendment shall be certified by the Secretary of State of Florida and recorded in the Public Records of Palm Beach County, Florida.

ARTICLE XI

TERM

The existence of this corporation shall be perpetual and may not be terminated as long as the Declaration of Restrictions relating to COLONY WOODS, a Subdivision, as recorded in the Public Records of Palm Beach County, Florida, are in full force and effect.

ARTICLE XII

SUBSCRIBERS

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

FRANK PERRY	22130 Colony Drive Boca Raton, Florida 33432
YVONNE B. SULLIVAN	22130 Colony Drive Boca Raton, Florida 33432
GENE C. ANDERSON	22130 Colony Drive Boca Raton, Florida 33432

ARTICLE XIII

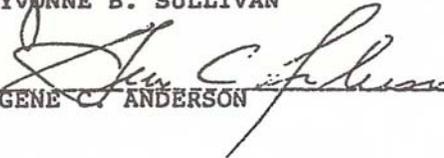
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 8251 West Broward Boulevard, Fort Lauderdale, Florida 33324, and the name of the initial registered agent of this corporation is T. RANDOLPH BUCK.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 4th day of *January* 1978.

FRANK PERRY

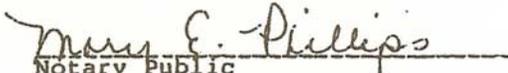

YVONNE B. SULLIVAN


GENE C. ANDERSON

STATE OF FLORIDA)
 SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public, duly authorized in the County and State named above to take acknowledgements, personally appeared FRANK PERRY, YVONNE B. SULLIVAN and GENE C. ANDERSON, to me known to be the persons described as Subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 4th day of January 1978.


Notary Public

My Commission Expires:

March 1, 1980

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

JAN 23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAN 23 1 53 PM '13
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 48.091 and 607.034, Florida Statutes, the following is submitted in compliance therewith:

That COLONY WOODS HOMEOWNERS' ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in its Articles of Incorporation, in Boca Raton, County of Palm Beach, State of Florida, has named T. RANDOLPH BUCK, of 8251 West Broward Boulevard, Fort Lauderdale, Florida 33324, as its agent to receive Service of Process within this State.

ACKNOWLEDGMENT:

Having been named to receive Service of Process for the above-named corporation at the place designated in this certificate, I hereby agree to act in this capacity, and to agree to comply with the provision of said act relative to keeping open said office.


T. RANDOLPH BUCK