

TO
DECLARATION OF COVENANTS AND RESTRICTIONS
FOR
ENCINO VILLAS AT GRAND PALMS
Articles of Incorporation

BK18375PG0132

HOUCHINS & STEWART, P.A.
800 East Cypress Creek Rd.
Suite 400
Fort Lauderdale, FL 33334
(305) 928-0641
Attention 836

ARTICLES OF INCORPORATION

OF

ENCINO VILLAS AT GRAND PALMS HOMEOWNERS' ASSOCIATION, INC.

The undersigned subscribers, desiring to form a corporation for not-for-profit under Chapter 617, Florida Statutes, as amended, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the Corporation shall be ENCINO VILLAS AT GRAND PALMS HOMEOWNERS' ASSOCIATION, INC., hereinafter referred to as the "Association".

ARTICLE II

Terms used herein shall have the meanings ascribed to them in the Declaration referred to below, unless the context indicates otherwise.

ARTICLE III

The purpose for which the Association is formed are:

(a) The specific and primary purposes are to be provided for the preservation of the architectural amenities and appearance of a development known as ENCINO VILLAS located in Broward County, Florida, and to own, operate, and maintain the Common Properties therein for the use of all the users thereof.

(b) The general purposes and powers are:

1. To promote the common good, health, safety and general welfare of all of the Owners within ENCINO VILLAS.

2. To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association arising from the Declaration of Covenants, and Restrictions (the "Declaration"), applicable to ENCINO VILLAS, as amended and supplemented from time to time and recorded or to be recorded in the Public Records of Broward County, Florida (the definitions of which are incorporated herein by reference);

3. To enforce applicable provisions of the Declaration and the By-Laws and Rules and Regulations of the Association; to fix, levy, collect and enforce payment, by any lawful means, of all charges or assessments pursuant to the terms of the Declaration; to contract for and pay all expenses in connection with the ownership, maintenance, repair, insuring and improvement of the Common Properties (as defined in the Declaration); to employ personnel reasonably necessary for the administration and control of the Common Properties and for architectural control of all of ENCINO VILLAS including lawyers and ac-

countants where appropriate, provided that the Declarant not be liable for any assessments which relate in any way to professional or other fees and expenses incurred in connection with any claims or the investigation thereof against Declarant; and to pay all office and other and other expenses incident to the conduct of the business of the Association, including all licenses, taxes and special governmental assessments which are or would become a lien on any portion of the Common Properties.

4. To have and to exercise any and all powers, rights and privileges, including the power to delegate as permitted by law, which a coproration organized under Chapter 617, Florida Statutes, may now hereafter have or exercise.

The foregoing statement of purposes shall be construed as a statement both of purposes and of power, and such purpose and power in each clause shall not be limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers. Notwithstanding any of the above statements of purposes and powers, the Association shall not, to a substantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

ARTICLE IV

Every person or entity who is an Owner of a Unit which is subject under the Declaration of Assessment by the Association, including contract sellers, as set forth in the Declaration, but excluding persons or entities holding such interest merely as security for performance of an obligation, shall be a Member of the Association. Membership shall be appurtenant to and may not be separate from Ownership of Unit which is subject to assessments by the Association. The membership shall be divided into the classes set forth below.

The Association shall have two (2) classes of voting Members as follows:

Class A Class A Members shall originally be all Owners with the exception of Declarant for so long as there exists a Class B Membership. Class A members shall be entitled to one (1) vote for each Unit which is subject to assessment, as further provided in the Declaration or any supplemental Declaration. Declarant shall become Class A member with regard to Units owned by Declarant upon termination of Declarant's Class B Membership as provided below.

Class B The Class B Member shall be Declarant. The Class B Member shall be entitled to one (1) vote, plus two (2) votes for each vote which the Class A members are entitled to cast from time to time; provided that the Class B Membership shall cease and be converted to Class A Membership upon the first to occur of any of the following events:

1. Within Sixty (60) days after the last Unit expected to be constructed in ENCINO VILLAS is constructed and conveyed to a purchaser; or

2. Thirty (30) days after Declarant elects to

terminate the Class B Membership (whereupon the Class A Members shall assume control of the Association and elect the Board).

Notwithstanding the foregoing, in no event shall the Developer have the right to elect a majority of the Board of Directors for a period of greater than seven (7) years from the date of the conveyance of a lot to an Owner other than the Developer.

ARTICLE V

The Association shall have perpetual existence.

ARTICLE VI

The affairs of the Association shall or managed be managed by a Board of Directors as provided in the By-laws, which Board shall have not less than three (3) members.

The names and addresses of the members of the first Board of Directors of the Association (which shall be three), who shall hold until the first election thereafter are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RAINEY S. RISSMAN	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
HANS HOMBURGER	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
JOSEPH D'AMORE	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>

Except for the first Board of Directors and unless otherwise provided by the By-laws, Directors shall be elected to the Members of the Association at the annual meeting of the Membership as provided by the By-laws of the Association, and the By-laws may provide for the method of voting in the election and for the removal from office Directors. Only members of the Association or authorized representatives, officers or employees of corporate members or of the Declarant may be Directors.

Members elected to the Board of Directors shall hold office until the next succeeding annual meeting of Members, and thereafter, until qualified successors are duly elected and have taken office.

If a Director elected by the general Membership shall, for any reason, cease to be a Director, the remaining Directors so elected may elect a successor to fill the vacancy for the balance of the un-expired term.

ARTICLE VII

The Association shall have a President, Vice President, a

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Secretary and a Treasurer, and such other officers as the Board of Directors may, from time to time, elect. One person may hold more than one office, subject to the limitations set forth in the By-laws.

The officers of the Association, in accordance with applicable provisions of the By-laws, shall be elected by the Board of Directors annually for the terms of one year and until qualified successors are duly elected and have taken office.

The names and addresses of the first officers of the Association who shall hold office until successors are duly elected and have taken office, shall be as follows:

	<u>NAME</u>	<u>ADDRESS</u>
President	RAINEY S. RISSMAN	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
Secretary/ Treasurer	HANS HOMBURGER	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
Assistant/ Secretary	JOSEPH D'AMORE	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>

ARTICLE VIII

The By-laws of the Association may be made, altered or rescinded at any annual meeting of the Association, or any special meeting duly called for such purposes, upon the vote of the Members as provided in the By-laws, except that the initial By-laws of the Association shall be made and adopted by the first Board of Directors.

ARTICLE IX

Amendments to these Articles of Incorporation may be proposed by a member of the Board of Directors of the Association or Members of the Association holding fifteen (15%) percent of the voting rights in the Class A Membership. These Articles may be amended at any annual meeting of the Association, or at any special meeting duly called and held for such purpose, on the affirmative vote of two-thirds (2/3rds) of the Class A members present except that the Declarant shall have the right to unilaterally veto amendments while the Class B Membership exists.

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ARTICLE X

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

<u>NAME</u>	<u>ADDRESS</u>
RAINEY S. RISSMAN	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
HANS HOMBURGER	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>
JOSEPH D'AMORE	<u>1500 S. W. 149 Avenue</u> <u>Pembroke Pines, Fla., 33027</u>

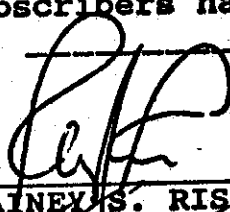
ARTICLE XI

The initial registered office of this corporation shall be 1500 S. W. 149 Avenue, Pembroke Pines, Fla., 33027 with the privilege of having its office and branch office at other places within or without the State of Florida. The initial registered agent at the address shall be RAINEY S. RISSMAN.

ARTICLE XI

Upon dissolution of the Association, all of its assets shall be conveyed to another non-profit corporation, un-incorporated association or public agency.

IN WITNESS WHEREOF, the said subscribers have hereunto set their hands this 2nd day of May, 1991.


RAINEY S. RISSMAN


HANS HOMBURGER


JOSEPH D'AMORE

STATE OF Florida

COUNTY OF Broward

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared RAINEY S. RISSMAN, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to me that said instrument was executed for the purposes therein expressed.

800 East Cypress Creek Rd.
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(305) 928-0641
Attention

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WITNESS my hand and official seal at Broward County,
Florida this 2nd day of May, 1991.

[Handwritten Signature]

NOTARY PUBLIC

My Commission Expires:



DENNIS STEWART
MY COMMISSION EXPIRES
November 1, 1993

STATE OF Florida

COUNTY OF Broward

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared HANS HOMBURGER, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to me that said instrument was executed for the purposes therein expressed.

WITNESS my hand and official seal at Broward County,
Florida, this 2nd day of May, 1991.

[Handwritten Signature]

NOTARY PUBLIC

My Commission Expires:



DENNIS STEWART
MY COMMISSION EXPIRES
November 1, 1993

STATE OF Florida

COUNTY OF Broward

BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared JOSEPH D'AMORE, to me well known and known to me to be the person described in and who executed the foregoing instrument and acknowledged to me that said instrument was executed for the purposes therein expressed.

WITNESS my hand and official seal at Broward County,
Florida, this 2nd day of May, 1991.

[Handwritten Signature]

NOTARY PUBLIC

My Commission Expires:



DENNIS STEWART
MY COMMISSION EXPIRES
November 1, 1993

DISK/ENCINO-ART.BL/PLS

HOUCHINS & STEWART, P.A.
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