

State of Florida

Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of JUPITER LAKES VILLAS CONDOMINIUM ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on March 22, 1979, as shown by the records of this office.

The charter number for this corporation is 746388.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 22nd day of March, 1979.



GER 101
12-78

Secretary of State

FILED

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LEGISLATIVE STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

JUPITER LAKES VILLAS CONDOMINIUM ASSOCIATION, INC.

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

ARTICLE I

NAME AND DEFINITIONS

The name of the corporation shall be JUPITER LAKES VILLAS 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 Bylaws of the Association as "Bylaws."

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, for the operation of five (5) condominiums to be known as JUPITER LAKES VILLAS CONDOMINIUM I, JUPITER LAKES VILLAS CONDOMINIUM II, JUPITER LAKES VILLAS CONDOMINIUM III, JUPITER LAKES VILLAS CONDOMINIUM IV, and JUPITER LAKES VILLAS CONDOMINIUM V, all to be located on a parcel of real property lying north of Jupiter Lakes Boulevard in the Town of Jupiter, Palm Beach County, Florida.

ARTICLE III

POWERS

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

A. 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.

B. Enumeration. The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, 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:

1. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the condominium.
2. To use the proceeds of assessments and charges in the exercise of its powers and duties.
3. To buy and lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired.
4. To maintain, repair, replace and operate the condominium property and property acquired or leased by the Association for use by unit owners.
5. To purchase insurance upon the condominium property and insurance for the protection of the Association and its members as unit owners.
6. To reconstruct and repair improvements after casualty and to construct additional improvements of the condominium property.
7. 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 seventy-five (75%) percent of the votes of the entire membership of the Association before they shall become effective.
8. To approve or disapprove the leasing, transfer, mortgaging, ownership and possession of units as may be provided by the Declaration of the Condominium and the Bylaws.
9. To enforce by legal means the provisions of Chapter 718, Florida Statutes, the Declaration of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of the property in the condominium.
10. To contract for the management of the condominium and to delegate to the contractor all powers and duties of the Association except those that are specifically required by the Declaration of Condominium to have approval of the Board of Directors or the membership of the Association.
11. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to grant leases of those portions for this purpose.
12. To employ personnel to perform the services required for proper operation of the condominium.

C. 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. This provision shall not be changed without unanimous approval of the members and the joinder of all record owners of mortgages upon the condominium.

D. Condominium Property. All funds and the titles 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 Bylaws.

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

F. 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 Bylaws.

ARTICLE IV

MEMBERS

A. Membership. The members of the Association shall consist of all of the record owners of units in the five (5) condominiums, and after termination of the condominium shall consist of those who are members at the time of the termination and their successors and assigns.

B. Evidence. After approval of the transfer or of the ownership of a unit in the manner required by the Declaration of Condominium, change of membership in the Association shall be established by (1) recording in the Public Records of Palm Beach County, Florida, a certificate of the Association stating the approval required by the Declaration, (2) recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing a public record of the transfer of the title substantiating the membership, and (3) delivery to the Association of copies of the recorded instruments. The owner receiving title of the unit by those instruments will be a member of the Association and the membership of the prior owner will be terminated.

C. 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.

D. Voting. A member of the Association shall be entitled to at least one (1) vote for each unit owned by him. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE V

DIRECTORS

A. Number and Qualification. The affairs of the Association shall be managed by a board consisting of the number of directors determined by the Bylaws, but not less than three (3) directors, and in the absence of that determination shall consist of five (5) directors. Directors need not be members of the Association.

B. Duties and Powers. All of the duties and powers of the Association existing under the Condominium Act, Declaration of Condominium, these Articles and Bylaws 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.

C. Election; Removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

D. Election. When unit owners other than the Developer own fifteen (15%) percent or more of the units that will be operated ultimately by the Association, the unit owners other than the Developer shall be entitled to elect not less than one-third (1/3) of the members of the Board of Directors of the Association. Unit owners other

than the Developer shall be entitled to elect not less than a majority of the members of the Board of Directors of the Association; (a) three (3) years after sales by the Developer have been closed of fifty (50%) percent of the units that will be operated ultimately by the Association; (b) three (3) months after sales have been closed by the Developer of ninety (90%) percent of the units that will be operated ultimately by the Association; (c) when all of the units to be operated by the Association have been completed and some of them have been conveyed to purchasers and none of the others are being offered by the Developer for sale in the ordinary course of business, whichever shall first occur. The Developer shall be entitled to elect not less than one (1) member of the Board of Directors of the Association as long as the Developer holds for sale in the ordinary course of business any units in the Jupiter Lakes Villas Condominium.

E. Meeting. Within sixty (60) days after unit owners other than the Developer are entitled to elect a member or members of the Board of Directors of the Association, the Association shall call and give not less than thirty (30) days nor more than forty (40) days notice of a meeting of the unit owners for this purpose.

F. Approval. As long as the Developer holds units for sale in the ordinary course of business, none of the following actions may be taken without approval in writing by the Developer: (a) Assessment of the Developer as a unit owner for capital improvements, or (b) any action by the Association that would be detrimental to the sales of units by the Developer. However, an increase in assessments for common expenses without discrimination against the Developer shall not be deemed to be detrimental to the sales of the units.

G. 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:

Jon L. Oswald	211 Elsa Road Jupiter, Florida 33458
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Robert D. Hoke	931 Turner Quay Jupiter, Florida 33458
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William C. Clark	7710 South Flagler Drive West Palm Beach, Florida
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ARTICLE VI

OFFICERS

The affairs of the Association shall be administered by the officers designated in the Bylaws. 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/Director	Jon L. Oswald 211 Elsa Road Jupiter, Florida 33452
Vice President	William C. Clark 7710 South Flagler Drive West Palm Beach, Florida
Secretary/Treasurer	Robert D. Hoke 931 Turner Quay Jupiter, Florida 33452

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 willful 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

BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the directors and members in the manner provided by the Bylaws.

ARTICLE IX

AMENDMENTS

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

A. 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.

B. Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by 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 either:

1. by not less than seventy-five (75%) percent of the entire membership of the Board of Directors and by not less than seventy-five (75%) percent of the votes of the entire membership of the Association; or,
2. by not less than eighty (80%) percent of the votes of the entire membership of the Association.

C. Limitation. Provided, however, that no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members, nor any change in Paragraphs C through F 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.

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

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

OFFICE

The registered office of the corporation shall be at 530 Jupiter Lakes Boulevard, Jupiter, Florida 33458.

ARTICLE XII

SUBSCRIBERS

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

RECORDER'S MEMO: Legibility
of Writing, Typing or Printing
unsatisfactory in this document
when received.

Jon L. Oswald

211 Elsa Road
Jupiter, Florida 33458

William C. Clark

7710 South Flagler Drive
West Palm Beach, Florida

Robert D. Hoke

931 Turner Quay
Jupiter, Florida 33458

IN WITNESS WHEREOF, the subscribers have affixed
their signatures this 22 day of FEBRUARY 1979.

[Signature]
Jon L. Oswald, President/Director

[Signature]
William C. Clark, Vice President

[Signature]
Robert D. Hoke, Secretary/Treasurer

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally
appeared JON L. OSWALD, who, after being duly sworn,
acknowledges that he executed the foregoing Articles of
Incorporation for the purposes expressed in such Articles.

WITNESS my hand and official seal in the County
and State last aforesaid this 22 day of FEBRUARY 1979.

(NOTARY SEAL)

[Signature]
Jeffrey H. Daversa, Notary Public

My commission expires: 1-20-80

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared WILLIAM C. CLARK, who, after being duly sworn, acknowledges that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day of February 1979.

(NOTARY SEAL)


Jeffrey M. Daversa, Notary Public

My commission expires: 1-20-80

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared ROBERT D. HOKE, who, after being duly sworn, acknowledges that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles.

WITNESS my hand and official seal in the County and State last aforesaid this 22 day of February 1979.

(NOTARY SEAL)


Jeffrey M. Daversa, Notary Public

My commission expires: 1-20-80

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

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That JUPITER LAKES VILLAS CONDOMINIUM ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office (as indicated in the articles of incorporation at City of Jupiter, County of Palm Beach State of Florida, has named ROBERT D. HOKE located at 530 Jupiter Lakes Boulevard (Street address and number of building, Post Office Box address not acceptable) City of Jupiter, County of Palm Beach, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

RECORDER'S MEMO: Legibility of Writing, Typing or Printing unsatisfactory in this document when received.

By Robert D. Hoke
(Resident Agent)

FILED
Mar 22 1979
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

This is not a certified copy

EXHIBIT "D"