

ARTICLES OF INCORPORATION OF  
TEQUESTA TOWERS CONDOMINIUM ASSOCIATION, INC.

ARTICLE I

NAME

The name of the corporation shall be TEQUESTA TOWERS CONDOMINIUM ASSOCIATION, INC., (a condominium association). For convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE II

PURPOSE

A. The Purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, which is Chapter 718, Florida Statutes as amended from time to time, for the operation of TEQUESTA TOWERS CONDOMINIUM APARTMENTS, located upon the following lands in Palm Beach County, Florida:

See Schedule "A" attached hereto and made a part hereof.

B. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

POWERS

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

A. The Association shall have 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. The Association shall have all of the powers and duties set forth in the Condominium Act, as amended from time to time, except as limited by these Articles and Declaration of Condominium, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration of Condominium and as it may be amended from time to time, including but not limited to the following:

1. To make and collect assessments against dwelling unit owners to defray the costs, expenses and losses of the condominium.

EXHIBIT "B"

2. To use the proceeds of assessments in the exercise of its powers and duties.

3. To maintain, repair, replace and operate the property of the condominium.

4. To purchase insurance upon the property of the condominium and insurance for the protection of the Association and its members as dwelling unit owners, and for the protection of the officers and directors of the Association.

5. To reconstruct the improvements after casualty and to further improve the property.

6. To make and amend reasonable regulations regarding the use of the property of the condominium.

7. To approve or disapprove the transfer, mortgage, occupancy and ownership of dwelling units as may be provided in the Declaration of Condominium and the Bylaws.

8. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association, and the Regulations for the use of the property of the condominium.

9. To contract for the management of the condominium and to delegate to such contractors all powers and duties of the Association except such as are specifically required by the Declaration of Condominium to have the approval of the Board of Directors or the membership of the Association.

10. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

11. To employ personnel to perform the services required for proper operation of the condominium.

12. To borrow money and to pledge as security for any loan the assessments, income or other personal property of the Association.

C. The Association shall not have the power to purchase a dwelling 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 the unanimous approval of the members and the joinder of all record owners of mortgages upon the condominium.

D. 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.

#### ARTICLE IV

#### MEMBERS

A. The members of the Association shall consist of all of the record owners of dwelling units in the condominium; and after termination of the condominium, shall consist of those who are members at the time of such termination and their successors and assigns.

B. After receiving the approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Palm Beach County, Florida, a deed or other instrument establishing a record title to a dwelling unit in the condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

C. 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 his dwelling unit.

D. The owner of each dwelling unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a dwelling unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

#### ARTICLE V

#### DIRECTORS

A. The affairs of the Association will be managed by a board consisting of the number of directors as determined by the Bylaws, but not less than five (5) directors, and in the absence of such determination shall consist of five (5) directors. Directors must be members of the Association or the spouse of a member.

B. 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.

## 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.

## ARTICLE VII

### INDEMNIFICATION

To the greatest extent allowed by law, every director and every officer and committee member of the Association 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 or committee member of the Association, whether or not he is a director or officer or committee member at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement the indemnification 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 or committee member 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 in the manner provided by the Bylaws.

## ARTICLE IX

### AMENDMENTS

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 for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. After such proposal, amendments must be approved by the requisite percentage of the members of the Association at a meeting thereof, or by written consent in lieu of a meeting. Except as elsewhere provided:

1. such approvals must be by not less than a majority of the entire membership of the Board of Directors and by not less than two-thirds (2/3) of the votes of the entire 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 any change in Section C of ARTICLE III without approval in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

D. A copy of each amendment shall be recorded in the Public Records of Palm Beach County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

SUBSCRIBERS

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

OTTO B. DIVOSTA	251 River Drive, Tequesta, Florida 33458
S. J. PFAFFENBERGER	2600 Broadway, Riviera Beach, Fla. 33404
BETTY J. DIVOSTA	251 River Drive, Tequesta, Florida 33458



SCHEDULE "A"

That part of Lots 194 and 193 of JUPITER ISLAND, GOMEZ GRANT, according to the Plat on file and of record in Plat Book I, Page 80 of the Public Records of Palm Beach County, Florida, bounded as follows: On the South by a line parallel to and 520 feet northerly from, measured at right angles, the south line of Lot 195; on the North by a line parallel to and 820 feet northerly from, measured at right angles, the south line of Lot 195; on the East by the waters of the Atlantic Ocean; and on the West by the easterly right of way line of State Road 707.

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

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

That TEQUESTA TOWERS 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 the City of

Tequesta County of Palm Beach and State of

Florida has named W. J. PFAFFENBERGER

located at 2600 Broadway City of Riviera Beach

County of Palm Beach State of Florida, as its Agent

to accept service of process within this State.

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.

  
W. J. PFAFFENBERGER

(Resident Agent)