

# State of Florida



## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of PALM COLONY CLUB CONDOMINIUM ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on March 11, 1974, as shown by the records of this office.

The document number of this corporation is 729026.



CR2EO22 (1-11)

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Second day of May, 2018

*Ken Detzner*

Ken Detzner  
Secretary of State

ARTICLES OF INCORPORATION

OF

PALM COLONY CLUB CONDOMINIUM ASSOCIATION INC.

We, the undersigned, do hereby associate ourselves pursuant to Chapter 617, Florida Statutes, into a corporation not for profit, and to that end we do, by these Articles of Incorporation, set forth information as follows:

ARTICLE I

NAME AND POST OFFICE ADDRESS

The name of this corporation shall be PALM COLONY CLUB CONDOMINIUM ASSOCIATION, INC. The corporation is a Condominium Association, as referred to and authorized by Section 711.12 of the Florida Statutes. The Post Office address of this corporation shall be:

3000 North A-1-A  
Indiantonic, Florida

ARTICLE II

DEFINITIONS

The following words are defined for use in these Articles of Incorporation:

1. Corporation and Association means the corporation created by these Articles of Incorporation.
2. Condominium refers to PALM COLONY CLUB CONDOMINIUM.
3. Owner or Owners means the owner or owners of individual condominium units or condominium apartments in PALM COLONY CLUB CONDOMINIUM.

ARTICLE III

POWERS AND PURPOSES

The purpose for which the corporation is formed is to provide an entity responsible for the operation of a condominium in Brevard County, Florida known as PALM COLONY CLUB CONDOMINIUM.

The Association shall have all of the powers specifically designated for corporations not for profit, as set forth in Chapter 617, Florida Statutes, as the same now exists, or as the same shall from time to time be amended. In addition, the Association shall have all powers set forth in Chapter 711, Florida Statutes, as the same now exists, or as the same shall from time to time be amended. By way of illustration and not in limitation, the Association shall have the following powers:

- A. The irrevocable right of access to all common elements of the condominium, for any purpose, and to each condominium unit from time to time during reasonable hours as is necessary for inspection, maintenance, repair or replacement of the common elements therein, or accessible therefrom or therein, necessary to prevent damage to the common elements or to any unit or units.
- B. To collect assessments, rents, charges and other monies necessary for the proper maintenance and operation and common good of the condominium.
- C. To enter into, operate under or manage, subject to contracts,

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TALLAHASSEE, FLORIDA

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leases, memberships or other possessory or use interests in land or facilities, including but not limited to, country clubs, golf courses, marinas and all other types of recreational facilities, whether or not contiguous to the land of the condominium, regardless of whether said contracts, agreements or leases were executed originally by the Association for and in behalf of the condominium unit owner, or by all owners of condominium units individually, for and in their own behalf, all of which being intended to provide for the enjoyment, recreation or other use or benefit of the unit owners.

D. To acquire, by purchase or otherwise, parcels of the condominium subject, of course, to the restriction, limitations and provisions of the Declaration of Condominium and the By-Laws of this corporation relative thereto.

E. To make and amend regulations governing the use of the condominium property and to enforce, in any manner necessary and proper, the provisions of all condominium documents, including these Articles, By-Laws and other rules and regulations from time to time existing which relate to the condominium property. Specifically, the Association, through the Board of Directors, can establish house rules which are enforceable against the general membership until, and unless, seventy-five per cent (75%) of said general membership, at a special or annual meeting of members, by voice vote and not by proxy, shall reject and disprove all, or any part, thereof.

F. To operate and manage the condominium in accordance with the intent of the Declaration as the same may, from time to time, exist and in accordance with the intent and meaning of the Statutes of the State of Florida, and to perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to, or delegated to, it by the Declaration of Condominium and the By-Laws thereunto appertaining.

G. All funds and titles of all properties acquired by the condominium shall be held in trust for the owners of the condominium parcels.

#### ARTICLE IV

##### MEMBERSHIP

This corporation is organized without capital stock. Therefore, membership in the corporation is acquired as follows: a person shall automatically become a member of the corporation at the time that a Warranty Deed or other instrument of conveyance of a condominium parcel in PALM COLONY CLUB CONDOMINIUM, is placed of Public Record in Brevard County, Florida in such person's name. Said membership shall continue until such time as such person ceases being an owner of record of said condominium parcel. No other person or persons, or other entities, shall be entitled to membership provided, however, that until the Declaration of Condominium has been filed of record with the Clerk of the Circuit Court of Brevard County, Florida, the owners of the land upon which such condominium parcels are to be constructed and erected shall constitute all of the members of the Association. After the Declaration of Condominium has been recorded, the Developers shall be the members of each and every individual condominium parcel prior to its conveyance to purchasers. As the Developer conveys individual apartment units by a Warranty Deed to new purchasers and the new purchasers, as aforesaid, have their Warranty Deed recorded in the Public Records of Brevard County, Florida, then the Developer shall cease being a member of the Association as to the apartment sold, and the new purchasers shall automatically so become members.

At the time of each transfer of a condominium parcel, a copy of such new Warranty Deed recorded in the Public Records of Brevard County, Florida, shall be furnished to the Secretary of the Association in order for the new owner to be officially listed as a member and the Developer, or old owner of the condominium unit, to be removed from membership.

ARTICLE V

EXISTENCE

The existence of this Association shall be perpetual, unless the condominium is terminated pursuant to the provisions of the Declaration, after which this corporation shall be dissolved in accordance with the then applicable law.

ARTICLE VI

NAMES AND ADDRESSES OF SUBSCRIBERS

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

Jack E. Burklew	3000 North A-1-A Indialantic, Florida
Thomas A. Nichols	3000 North A-1-A Indialantic, Florida
Scott K. Alles	3000 North A-1-A Indialantic, Florida

ARTICLE VII

OFFICERS

The officers who shall manage the affairs of the corporation, and who shall be elected by the Board of Directors of the Association, shall be a President, a Vice-President, a Secretary and a Treasurer. These officers, who are to serve until the first election or appointment, are as follows:

Jack E. Burklew	President
Thomas A. Nichols	Vice-President
Scott K. Alles	Secretary
Scott K. Alles	Treasurer

ARTICLE VIII

BOARD OF DIRECTORS

The first Board of Directors shall consist of three (3) persons, and the names and addresses of the persons who are to serve until the first election, are as follows:

Jack E. Burklew	3000 North A-1-A Indialantic, Florida
Thomas A. Nichols	3000 North A-1-A Indialantic, Florida
Scott K. Alles	3000 North A-1-A Indialantic, Florida

Until the Certificate of Occupancy has been issued for the entire building

of PALM COLONY CLUB CONDOMINIUM, or until January 1, 1976, whichever shall last occur, the Developer shall have the sole and absolute right to elect or appoint all of the members of the Board of Directors, which members need not be residents of the condominium, nor members of the Association.

#### ARTICLE IX

##### BY-LAWS AND AMENDMENTS TO ARTICLES OF INCORPORATION

The original By-Laws shall be made, altered or amended by the Board of Directors elected or appointed by the Developer. The By-Laws of the Association may be made, altered or rescinded at any regular meeting of the members of the Association after the Developer no longer has the right to appoint or elect a majority of the Directors to the Board of Directors. At the time that the general membership shall be entitled to alter or rescind the By-Laws, the same may be done only by a two-thirds vote of the members present and voting. The Articles of Incorporation may then be amended at any regular meeting of the Association by a two-thirds vote of the members present and voting. However, the rights reserved to the Developer under Article X B below may not be altered, amended or changed in any manner whatsoever. Written notice of proposed changes or additional to the By-Laws and Articles of Incorporation shall be given to each member of the Association at least ten (10) days prior to the meeting at which the proposed changes or alterations will be made, and a copy of the proposed changes or alterations shall be included in the written notice, and only after prior approval of the majority of the Board of Directors.

#### ARTICLE X

##### MISCELLANEOUS PROVISIONS

###### A. Indemnification.

There shall be no personal liability of any Director for any action taken by said Director for, and in behalf of, the Association and, accordingly, every Director and every officer of the Association shall be indemnified and held harmless by the Association against and for all expenses and liabilities, including reasonable attorney's fees and court costs, which may be incurred or imposed upon him by reason of any matters relating to the Association, which claim, demand, expense or liability arose by virtue of his being, or have been, a Director or officer of the Association.

###### B. Developer's Sales, etc.

So long as the Developer owns a condominium unit on which there has not been a first sale, then as to such unit(s), the Developer shall have the complete, total and absolute right, without Association, condominium or other approval, to determine to whom, and under what conditions, such unsold condominium parcel is to be conveyed, sold, leased, traded, pledged, encumbered or mortgaged, and to make such conveyance, lease or encumbrance.

IN WITNESS WHEREOF we, the undersigned subscribers, have  
this 26<sup>th</sup> day of February, 1974, signed our names  
in Brevard County, Florida.

Jack E. Burklew  
Jack E. Burklew

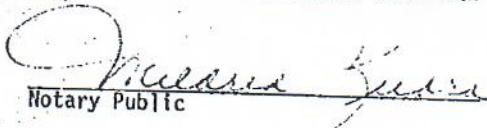
Thomas A. Nichols  
Thomas A. Nichols

Scott K. Alles  
Scott K. Alles

STATE OF FLORIDA }  
COUNTY OF BREVARD }

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared JACK E. BURKLEW, THOMAS A NICHOLS and SCOTT K. ALLES, to me well 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 these Articles of Incorporation.

WITNESS my hand and seal in the County and State named above this 26th day of February, 1974.

  
Notary Public

My Commission Expires:

October 28, 1975

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THE 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:

FIRST:

That PALM COLONY CLUB CONDOMINIUM ASSOCIATION, INC., a  
corporation not for profit, 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  
Indianapolis, County of Brevard, State of Florida,

has named: JACK E. BURKLEN

located at: 3000 North A-1-A  
Indianapolis, Florida, 32903

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 provisions of said Act relative to keeping open said  
office.

  
Jack E. Burklen-Resident Agent