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Palm Beach County, Florida
Sharon R. Bock, CLERK & COMPTROLLER
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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
EASTLAKES PROPERTY OWNERS' ASSOCIATION, INC.
(a corporation not for profit under the laws of the State of Florida)**

The purpose of this Amended and Restated Articles of Incorporation is to continue the purposes of the Articles of Incorporation as originally filed with the Department of State on July 8, 1982, and amended on January 12, 1995 and January 30, 1995.

**ARTICLE I
NAME AND DEFINITIONS**

The name of the corporation shall be EASTLAKES PROPERTY OWNERS' ASSOCIATION, INC. For convenience, the corporation shall be referred to in this instrument as the "Association".

**ARTICLE II
PURPOSE**

A. The purpose for which this Association is organized is to provide an entity to own and operate certain lands located in Palm Beach County, Florida. The EASTPOINTE HOME OWNERS' ASSOCIATION, by assignment of certain rights and obligations under the Declaration of Restrictive Covenants for Eastpointe P.U.D., as recorded in Official Record Book 2543, Page 1230, Public Records of Palm Beach County, and as subsequently amended, (hereafter "Declaration") has transferred said rights to the EASTLAKES PROPERTY OWNERS' ASSOCIATION. This Association is organized for the purpose of accepting those rights and obligations and to generally function as a Property Owners' Association for the benefit of its members.

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 in the Declaration as assigned to it, except as limited by these Articles, and all of the powers and duties reasonably necessary to operate the Eastlakes property 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 home owners to defray the costs and expenses of the Eastlakes Common property.

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 Association.

4. To make and collect assessments against home owners and to purchase insurance upon the property of the Association and insurance for the protection of the Association and its members.

5. Interest; application of payments. Assessments and installments on such assessments paid on or before thirty (30) days after the date when due shall not bear interest, but all sums not paid on or before thirty (30) days after the date when due shall bear interest at the maximum rate allowed by law from the date when due until paid. All payments upon account shall be first applied to interest and then to the assessment payment first due. The Association shall have the right to file a lien against the property of such home owner who shall fail to make the required assessment payments. The lien for unpaid assessments shall also secure reasonable attorneys' fees incurred by the Association incident to the collection of such assessment or enforcement of such lien.

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

7. To make, modify, and amend reasonable regulations regarding the use of the property of the Association by action of the majority of the Board of Directors; provided, however, that fifty-one percent (51%) of the votes of the membership of the Association voting in person or by proxy may change, modify or revoke any regulation adopted by the Board of Directors.

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

9. To employ personnel to perform the services required for proper operation of the property of the association.

C. All funds and the title to 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, these Articles of Incorporation and the By-Laws.

D. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration, these Articles of Incorporation and the By-Laws.

ARTICLE IV **MEMBERS**

A. The members of the Association shall consist of all of the record owners of lots at Eastlakes Subdivision as defined in that Assignment from Eastpointe Home Owners' Association, Inc. to the Association of rights and obligations under the Declaration.

B. 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 lot in Eastlakes, 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 the lot.

D. The owner of each lot shall be entitled to one vote as a member of the Association. The exact number of votes to be cast by owners of a lot and the manner of exercising voting rights shall be determined by the By-Laws of the Association; subject, however, to the terms and conditions as set forth in the Declaration with regard to the sale of lots at the subdivision.

ARTICLE V **DIRECTORS**

A. The affairs of the Association shall be managed by a Board of Directors (the "Board") consisting of an odd number of directors; provided, however, there shall be not less than three (3) directors nor more than nine (9) directors. The qualifications for directors and the number of directors comprising the Board shall be determined from time to time by the By-Laws of Eastlakes Property Owners' Association, Inc., as may be amended from time to time (the "By-Laws").

B. Directors of the Board shall be elected and/or appointed in the manner and at the times determined by the By-Laws. Directors may be removed and vacancies on the Board shall be filled in the manner and at the times provided by the By-Laws.

ARTICLE VI **OFFICERS**

The affairs of the Association shall be administered by the officers designated in the By-Laws. 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**

Every director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him/her in connection with any proceeding or any settlement of any proceeding to which he/her may be a party or in which he/her may become involved by

reason of his/her being or having been a director or officer 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/her 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 may be entitled.

ARTICLE VIII 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 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 by the Board acting upon a vote of a majority of the directors, or by the members of the Association. The amendment shall be considered at the annual members' meeting or a special members' meeting. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing such approval is delivered to the secretary of the Association at or prior to the meeting. An amendment shall be adopted when approved by not less than thirty percent (30%) of the members of the Association and a majority of the Board.

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

D. A copy of each amendment, after it has been adopted, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida, and upon the registration of such amendment or amendments

with the Secretary of State, a certified copy thereof shall be recorded in the Public Records of Palm Beach County, Florida. Such amendment shall be effective upon recordation.

ARTICLE X
TERM

The Term of the Association shall be perpetual.

ARTICLE XI
DISSOLUTION OF THE ASSOCIATION

The Association may be dissolved with the written consent of not less than two thirds (2/3) of the membership. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purpose.

ARTICLE XII
REGISTERED AGENT AND OFFICE

The registered office of the corporation shall be as designated from time to time by the Board of Directors. The Registered Agent at said address shall be as designated from time to time by the Board of Directors.

These Amended and Restated Articles of Incorporation for Eastlakes Property Owners' Association, Inc. were approved by at least thirty percent (30%) of the Members and by a majority of the Board of Directors, which vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has caused these presents to be signed in its name, by its President and Secretary, and its corporate seal affixed on this _____ day of _____, 2018.

WITNESSES AS TO PRESIDENT:

Betty Kehr
Printed Name: Betty Kehr
Alexis Hull
Printed Name: Alexis Hull

EASTLAKES PROPERTY OWNERS' ASSOCIATION, INC.

By: Frank J. Sparks III, President

STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me on April 9th, 2018, by Frank J Sparks III, as President of Eastlakes Property Owners' Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: Florida drivers license].

Notarial Seal

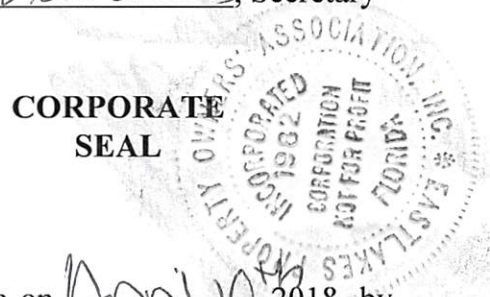

Alexis Hull
Notary Public

WITNESSES AS TO SECRETARY:

Essence Allen
Printed Name: Essence Allen
Alexis Hull
Printed Name: Alexis Hull

EASTLAKES PROPERTY OWNERS' ASSOCIATION, INC.

By: Marilyn R. Sarkis
MARILYN R SARKIS, Secretary



STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me on April 10th, 2018, by Marilyn R Sarkis, as Secretary of Eastlakes Property Owners' Association, Inc. [] who is personally known to me, or [] who has produced identification [Type of Identification: Florida drivers license].

Notarial Seal


Alexis Hull
Notary Public