

ARTICLES OF INCORPORATION
OF
CONCEPT HOMES OF LANTANA PHASE 9, PROPERTY OWNERS ASSOCIATION, INC.

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

ARTICLE I

NAME

The name of the Corporation shall be Concept Homes of Lantana, Phase 9 Property Owners Association, Inc.

ARTICLE II

PURPOSE AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Protective Covenants and Restrictions for Concept Homes of Lantana, Phase 9 Subdivision located on all of the lots that may be platted and all dwelling units that may be declared on that certain parcel of land described as follows:

See Schedule B - Attached hereto & hereby made a part hereof.

The Association is not organized for profit and no part of the net earnings, if any, shall inure to the benefit of any member or individual person, firm or corporation.

The Association shall have the power, and such power shall be agreed to and accepted by each unit owner upon acceptance of a deed.

- A. To contract for the management of the Association and to delegate to the party with whom such contract has been entered the powers and duties of the Association except those which require specific approval of the Board of Directors or members.
- B. The Association shall have all of the common law and statutory powers of the corporation not for profit which are not in conflict with the terms of the Articles and the Covenants above identified. The Association shall also have all the powers necessary to implement the purposes of the Association.
- C. To provide for the maintenance and upkeep of the lakes, drainage facilities and water management tracts, park and other common areas of subdivision known as Concept Homes of Lantana, Phase 9 levying upon every Class A member as hereinafter defined, annual and special assessments. The annual and special assessments, together with such interest thereon and costs of collection thereof as hereinafter provided, shall be a charge on the land and shall be a continuing lien upon the property against which each such assessment is made. Each such assessment, together with such interest thereon and costs of collection thereof as hereinafter provided, shall also be the personal obligation of the person who was the owner of such property at the time which the assessment fell due.

ARTICLE III

MEMBERS

Section 1. Membership. Every person or entity who is a record owner of a fee or undivided 1/2 interest in any lot of home is subject by covenants of record to assessment by the

Association and shall be a member of the Association, provided that any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

ARTICLE IV

VOTING RIGHTS

Section 2. The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners, with the exception of the Declarant, and shall be entitled to one vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B members(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or

(b) On December 31, 1935.

Section 3. Meetings of Members. The By-Laws of the Association shall provide for an annual meeting of members and may make provision for regular and special meetings of members other than the annual meeting. A quorum for the transaction of business at any meeting of the members shall exist if thirty percent of the total number of members in good standing in each class of stock shall be present or represented at the meeting.

ARTICLE V

CORPORATE EXISTENCE

The Association shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. Management by Directors. The property, business and affairs of the Association shall be managed by a Board of Directors, which shall consist of not less than three persons, but as many persons as the Board of Directors shall from time to time determine. A majority of the directors in office shall constitute a quorum for the transaction of business. The By-Laws shall provide for meetings of directors, including an annual meeting.

Section 2. Original Board of Directors. The names and addresses of the first Board of Directors of the Association, who shall hold office until the first annual meeting of members in July 1931 and until qualified successors are duly elected and have taken office, shall be as follows:

Section 3. Election of Members of Board of Directors. Except for the first Board of Directors, directors shall be elected by 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 removal from the office of Directors.

Section 4. Duration of Office. 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.

Section 5. Vacancies. 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 unexpired term.

ARTICLE VII

OFFICERS

Section 1. Officers Provided For. The Association shall have a President, a Vice President, A Secretary, and a Treasurer, and such other officers as the Board of Directors may from time to time elect.

Section 2. Election and Appointment of Officers: The Officers of the Association, in accordance with any applicable provision of the By-Laws, shall be elected by the Board of Directors for terms of one year and until qualified successors are duly elected and have taken office. The By-Laws may provided for the method in the election, for the removal from office of Officers, for filling vacancies, and for the duties of the Officers. The President and Vice-President shall be directors; other officers may or may not be directors of the Association. If the office of President shall become vacant for any reason, or if the President shall be unable or unavailable to act, any Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If the office other than that of the President shall become vacant for any reason, the Board of Directors may elect or appoint an individual to fill such vacancy.

Section 3. OFFICERS, DIRECTORS & RESIDENT AGENT. The names and addresses of the first officers of the Association, who shall hold office until the annual meeting of directors in July 1981 and until successors are duly elected and have taken office, shall be as follows

<u>OFFICE</u>	<u>NAMES</u>	<u>ADDRESS</u>
President	Norman Rauch	3450 S. Ocean, Palm Beach
Vice President	Melvin Rauch	921 Landsend Road, Lantana
Secretary	Harry Rauch	721 Fairfield Dr., Lantana

DIRECTORS: There shall be a minimum of three (3) directors. The names and addresses of the first directors of the Association who shall hold office until the annual meeting in July 1981 and until successors shall be elected and have taken office shall be as follows:

Norman Rauch	3450 S. Ocean, Palm Beach, Fla., 33430
Melvin Rauch	921 Landsend Road, Lantana, Fla., 33462
Harry Rauch	721 Fairfield Dr., Lantana, Fla., 33462

REGISTERED AGENT: In compliance with Chapter 607 Florida Statutes: CONCEPT HOMES OF LANTANA, Phase 9 PROPERTY OWNERS ASSOCIATION, INC., a corporation organizing under the laws of the State of Florida with its principal office at: 3450 S. Ocean, Palm Beach, Florida 33430, has named MELVIN RAUCH located at: 921 Landsend Road, Lantana, Florida 33462 as its Registered Agent.

BY: _____

Director and President

I, MELVIN RAUCH agree as Registered Agent to accept Service of Process; to keep office open during prescribed hours; to post my name (and any other officers of said corporation) authorized to accept service of process at the above Florida designated address in some conspicuous place in office as required by law.

Registered Agent

ARTICLE VII-A

PURPOSES AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as: (See Schedule B) and to promote the health, safety and welfare of the residents within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of Public Records of Palm Beach County and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length:

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) Acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) of each class of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members,

agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purpose or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members;

(g) Have and to exercise any and all powers, rights, and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter have or exercise

(h) The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than inclusion 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 acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

(i) As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: Annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

ARTICLE VIII

BY-LAWS

The Board of Directors shall adopt By-Laws consistent with these Articles of Incorporation. Such By-Laws may be altered, amended or repealed by the membership in the manner set forth in the By-Laws.

ARTICLE IX
AMENDMENTS

Amendments to these Articles of Incorporation shall be proposed and approved by the Board of Directors and thereafter submitted to a meeting of the membership of the Association for adoption or rejection by assent of 75% of the entire membership.

ARTICLE X

SUBSCRIBERS

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

<u>Name</u>	<u>Address</u>
Norman Rauch	3450 S. Ocean Blvd., Palm Beach
Melvin Rauch	921 Landsend Road, Lantana
Harry Rauch	521 Muirfield Dr., Lantana

ARTICLE XI

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: Annexation of additional Properties, Mergers and Consolidations, Mortgaging of Common Area, Dedication of Common Area, Dissolution and Amendment of these Articles.

IN WITNESS WHEREOF, The said subscribers have hereunto set their hands this 4 day of March, 1982

[Signature]
[Signature]
[Signature]

STATE OF FLORIDA SS
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me, this

4 day of March, 1982

[Signature]
Notary Public, State of Florida
at large

My Commission Expires: 3/6/83

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION

FILED
1990 AUG - 8 PM 2:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provision of Chapter 817, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The name of the corporation is:
Concept Homes of Lantana Phase 9 Property
Owners Association, Inc

SECOND: The following amendment(s) to the articles of incorporation was (were) adopted by the corporation:
Hypoluxo West Property Owners Association, Inc

THIRD: The amendment(s) was (were) adopted by the Board of Directors on the 6th day of June, 1990.

FOURTH: The above amendment(s) was (were) approved by a majority of the members of the corporation on the 9th day of July, 1990.

Dated July 30, 1990

Corporation Name _____
By [Signature]
President or Vice President
By [Signature]
Secretary or Assistant Secretary

STATE OF FLORIDA
COUNTY OF Palm Beach

Before me, the undersigned authority, personally appeared YANA LAURENCE P. ARACAL
to me well known to by the person(s) who executed the foregoing articles of amendment to ar-
ticles of incorporation and acknowledged before me, according to law, that he made and sub-
scribed the same for the purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 23d day of August
1972

Carol C. [Signature]
Notary Public

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA
COMMISSION EXPIRES ON