FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 14, 2022

BACKER ABOUD POLIAKOFF & FOELSTER
400 SOUTH DIXIE HIGHWAY, SUITE 420
BOCA RATON, FL 33432

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6053.

Ruthie M Robinson-Mike
Certification Section

Letter No. 422A00006035

# State of Florida

## Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of LAKEWOOD MID-RISE CONDOMINIUM ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on March 30, 1976, as shown by the records of this office.

The document number of this corporation is 735426.

Given under my hand and the Great Seal of the State of Florida at Tallahassee, the Capital, this the Fourteenth day of March, 2022

Laurel M. Lee

Secretary of State

CR2E022 (01-11)

FILED

MAR 30 2 21 PM '76

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 LAKEWOOD MID-RISE 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 Boca Raton, County of Palm Beach, State of Florida, has named Karl B. Block, Jr. located at

998 South Federal Highway,
(Street address and number of building, post office box address not acceptable)

City of Boca Raton, County of Palm Beach, State of Florida, as its agent to accept service of process within this State.

By: Robert A. Coffey
(Subscriber)

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.

By: Karl B. Block, Jr.
Karl B. Block, Jr.
(Resident Agent)

FILED
MAR 30 2 21 PM '76
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

# ARTICLES OF INCORPORATION

# OF

# LAKEWOOD MID-RISE CONDOMINIUM

# ASSOCIATION, INC.
## a Corporation Not For Profit

In order to form a corporation under the Laws of Florida for the formation of corporations not for profit, we, the undersigned, hereby associate ourselves into a corporation for the purposes and with the powers herein specified; and to that end we do, by these Articles of Incorporation, set forth:

## I.

The name of the corporation shall be:

LAKEWOOD MID-RISE CONDOMINIUM ASSOCIATION, INC. (the "Association").

## II.

The purposes and objects of the Association shall be to administer the operation and management of any condominiums (the "Condominiums") which may be established in accordance with Florida Condominium Act, Chapter 711, Florida Statutes ("Act") upon that certain real property (the "Lakewood Mid-Rise Development Area") situated in Palm Beach County, Florida, described as:

A part of Parcel "B" and Parcel "D" of LAKEWOOD of BOCA WEST PUD, Palm Beach County, Florida, according to the plat thereof on file in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, recorded in Plat Book 30, Pages 199 to 203, inclusive and more particularly described as follows:

Being all of Parcel "D" according to said plat lying Southerly of the following described line: Beginning at the intersection of Parcels C, D and the Southerly line of Parcel E, being on the Westerly right of way line of Lakeside Boulevard as shown on Sheet No. 3 of said plat; thence Westerly along the North line of Parcel "D" to the course 41.04 feet bearing South 74° 07' 44" East; thence Northwesterly along the arc of a curve concave to the Northeast having a radius of 52.23 feet and a central angle of 23° 02' 12", a distance of 21.00 feet to the centerline of a 12-foot drainage easement as shown on said plat; thence leaving the North line of said Parcel "D" on a course of South 68° 30' 03" West, a distance of 55.61 feet to the point of curve on the Easterly right of way line of said Lakeside Boulevard and the POINT OF TERMINATION of said line. Containing 3.693 Acres, more or less;

TOGETHER WITH

All of Parcel "B" according to said plat, lying Southerly of the following described lines:

EAST LINE: Commence at the intersection of Parcels "C", "D" and the Southerly line of Parcel "E" being the Westerly right of way line of Lakeside Boulevard as shown on Sheet No. 3 of said plat; thence Southwesterly along the arc of a curve concave to the Southeast having a radius of 349.98 feet and a central angle of 01° 37' 03" and being the Westerly right of way line of said Lakeside Boulevard, a distance of 9.88 feet; thence South 64° 39' 33" East along a line radial to the last described curve, a distance of 42 feet to a point on the Easterly right of way line of said Lakeside Boulevard, said point being the POINT OF BEGINNING for the East line as mentioned above; thence South 61° 51' 23" East, a distance of 8.98 feet to a point on the Easterly line of Parcel "B" and the POINT OF TERMINATION of the above East line.

WEST LINE: Commence at the most Northerly point of Parcel "E" as shown on Sheet

No. 3 of said plat; thence North 41° 04' 55" West, a distance of 95.15 feet to a point on the Westerly right of way line of Lakeside Boulevard and the POINT OF BEGINNING for the West line; thence North 67° 05' 09" West, a distance of 18.47 feet to the point of curvature of a curve on the boundary of said plat, being on the West line of Parcel "B" and the POINT OF TERMINATION of said West line. Containing 16.88 Acres, more or less.

and to perform the acts and duties incident to the operation and management of the Condominiums in accordance with the provisions of these Articles of Incorporation, the By-Laws of the Association which will be adopted ("By-Laws"), pursuant hereto and the several Declarations of Condominium (the "Declarations") which will be recorded from time to time in the Public Records of Palm Beach County, Florida, as and when individual tracts of land in and of the Lakewood Mid-Rise Development Area, together with the improvements situated thereof, are submitted to the condominium form of ownership; and to own, operate, encumber, lease, manage, sell, convey, exchange and otherwise deal with the said lands submitted to the condominium form of ownership, the improvements and such other property, real and/or personal, as may be or become part of the Condominiums (the "Condominium Properties") to the extent necessary or convenient in the administration of the Condominiums. The Association shall be conducted as a non-profit organization for the benefit of its members.

## III.

The Association shall have the following powers:

A. All of the powers and privileges granted to corporations not for profit under the law pursuant to which this Corporation is chartered.

B. All of the powers reasonably necessary to implement and effectuate the purposes of the Association, including, without limitation, the power, authority and right to:

1. Make and establish reasonable rules and regulations governing use of the Units, Common Elements, Limited Common Elements and Common Facilities in and of the Condominiums, as such terms will be defined in the Declarations.

2. Levy and collect assessments against members of the Association to defray the Common Expenses of the Condominiums, as will be provided in the Declaration and the By-Laws; including the right to levy and collect assessments for the purpose of acquiring, owning, holding, operating, leasing, encumbering, selling, conveying, exchanging, managing and otherwise dealing with the Condominium Properties, including Units, which may be necessary or convenient in the operation and management of the Condominiums and in accomplishing the purposes set forth in the Declaration.

3. Maintain, repair, replace, operate and manage the Condominium Properties, including the right to reconstruct improvements after casualty and to further improve and add to the Condominium Properties.

4. Contract for the management of the Condominiums and, in connection therewith, to delegate any and/or all of the powers and duties of the Association to the extent and in the manner permitted by the Declarations, the By-Laws, and the Act.

5. Enforce the provisions of these Articles of Incorporation, the Declarations, the By-Laws, and all rules and regulations governing use of the Condominiums which may hereafter be established.

6. Exercise, undertake and accomplish all of the rights, duties and obligations which may be granted to or imposed upon the Association in the Declarations and the Act, including the election of a Director to the Village of Lakewood Association, Inc., when applicable.

## IV.

The qualification of members, manner of their admission to and termination of membership, and voting by members shall be as follows:

A. The owners of all Units in the Condominiums shall be members of the Association, and no other persons or entities shall be entitled to membership, except as provided for in Paragraph F, Article IV, hereof.

B. Membership shall be established by the acquisition of fee title to a Unit in the Condominiums, or by acquisition of a fee ownership interest therein, by voluntary conveyance or operation of law, and the membership of any person or entity shall be automatically terminated when such person or entity is divested of all title or his entire fee ownership in such Unit; provided, that nothing herein contained shall be construed as terminating the membership of any person or entity owning fee title to or a fee ownership interest in two or more Units at any time while such person or entity shall retain fee title to or a fee ownership interest in any Unit.

C. Membership in the Association shall be divided into classes, the owners of Units in each Condominium within the Lakewood Mid-Rise Development Area constituting a class of membership, which class of membership shall be identified by the name of said Condominium as specified in the Declaration of Condominium thereof. The voting rights or limitations of each membership class shall be as set forth in Paragraph E of this Article IV.

D. The interest 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(s) owned by such member. The funds and assets of the Association shall be expended, held or used only for the benefit of the membership and for the purposes authorized herein, in the Declarations, and in the By-Laws.

E. On all matters upon which the membership be entitled to vote, whether at large or by class, as hereinafter provided, there shall be one, and only one, vote for each Unit in the Condominiums, which vote may be exercised or cast by the owner(s) of each Unit as provided for in the By-Laws. Should any member own more than one Unit, such member shall be entitled to exercise or cast one vote for each such Unit, in the manner provided for in the By-Laws. The matters which require the vote of the membership shall be voted upon as follows:

(1) Matters relating to an individual Condominium shall be voted upon by the membership class owning Units within that Condominium; and

(2) Matters relating to more than one individual Condominium, but less than all of the Condominiums, shall be voted upon by the membership classes owning Units in the Condominiums involved; and

(3) Matters relating to the Association as a whole, or to all of the Condominiums, shall be voted upon by the membership of the Association at large.

On any questions as to which Condominium(s) a matter relates, and therefore which class(es) of membership shall be entitled to vote thereon, unless otherwise provided in the Declarations, the By-Laws or the Act, the decision of the Board of Directors shall be dispositive.

F. Until such time as the first parcel of real property within the Lakewood Mid-Rise Development Area, and the improvements now and/or to be constructed thereon, are submitted to the Condominium form of ownership by recordation of a Declaration of Condominium therefor in the Public Records of Palm Beach County, Florida, the membership of the Association shall be comprised of the subscribers to these Articles, each of whom shall be entitled to cast vote on all matters upon which the membership would be entitled to vote.

## V.

The Association shall have perpetual existence.

## VI.

The principal office of the Association shall be located in Florida, but the Association may maintain offices and transact business in such places, within or without the State of Florida, as may from time to time be designated by the Board of Directors.

## VII.

The affairs of the Association shall be managed by the President of the Association assisted by the Vice Presidents, Secretary and Treasurer and, if any, the Assistant Secretaries and Assistant Treasurers, who shall perform the duties of such offices customarily performed by like officers of corporations in the state of Florida subject to the directions of the Board of Directors.

Officers of the Association may be compensated in the manner to be provided in the By-Laws. The Board of Directors, or the President with the approval of the Board of Directors, may employ a managing agent, agency, and/or other managerial and supervisory personnel or entity to administer or assist in the administration of the operation and management of the Condominiums and the affairs of the Association, and any and all such persons and/or entity or entities may be so employed without regard to whether any such person or entity is a member of the Association or a Director or officer of the Association, as the case may be.

## VIII.

The number of members of the first Board of Directors shall be five (5). The number of members of succeeding Board of Directors shall be equal to one (1) Director for each Condominium from time to time existing within the Lakewood Mid-Rise Development Area, plus three (3) Directors at Large, at least a majority of which shall be members of the Association or shall be authorized representatives, officers or employees of a corporate member of the Association. When Unit owners other than Arvida Corporation ("Developer") own fifteen percent (15%) but less than seventy-five percent (75%) of the Units that ultimately will be operated by the Association, the Unit owners other than the Developer shall be entitled to elect, in a manner to be provided in the By-Laws, not less than nor more than one-third (1/3) of the members of the Board of Directors. Unit owners other than the Developer shall be entitled to elect, in a manner to be provided in the By-Laws, not less than nor more than a majority of the members of the Board of Directors three years after sales by the Developer have been closed of fifty percent (50%), but less than ninety percent (90%), of the Units that will be operated ultimately by the Association, or three months after sales have been closed by the Developer of ninety percent (90%) of the Units that ultimately will be operated by the Association, or when all of the Units that ultimately will be operated by the Association have been completed, and some have been sold and none of the others are being offered for sale by the Developer in the ordinary course of business, whichever shall first occur. The Developer shall have the right to elect, in the manner to be provided in the By-Laws, all members in the Board of Directors which Unit owners other than the Developer are not entitled to elect as long as the Developer holds for sale in the ordinary course of business any Units in a Condominium operated by the Association; and the Developer shall be entitled to elect not less than one (1) member of the Board of Directors as long as the Developer holds for sale in the ordinary course of business at least one (1) Unit in any of the Condominiums. Notwithstanding the foregoing, the Developer shall be entitled at any time to waive in writing its rights hereunder, and thereafter to vote in elections for members of the Board of Directors in the same manner as any other unit member of the Association. After Unit owners other than the Developer elect a majority of the members of the Board of Directors, the Developer shall, within a reasonable time and in a manner to be provided in the By-Laws, relinquish control of the Association and shall deliver to the Association all property of the Unit owners and of the Association held or controlled by the Developer.

## IX.

The Board of Directors shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall deem advisable from time to time. The President shall be elected from the membership of the Board of Directors, but no other officer need be a Director. The same person may hold two offices, the duties of which are not incompatible; provided, however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

## X.

The names and residence addresses of the members of the first Board of Directors, who, subject to the provisions of the laws of Florida, these Articles of Incorporation and the By-Laws, shall hold office for the first year of the Association's corporate existence, and thereafter until their successors are selected and have qualified, are as follows:

Alan T. Brown, 209 N.E. 23rd Ave., Ft. Lauderdale, Fla. 33301
Guinn Dean, 4900 Highland St. South, St. Petersburg, Fla. 33705
William J. Drury, 833 Perriwinkle, Boca Raton, Fla. 33432
James R. Mantey, 54 N.W. 6th Ave. Boca Raton, Fla. 33432
Robert C. Speicher, 2806 Bridgewood Circle, Boca Raton, Fla. 33434

## XI.

The Subscribers to these Articles of Incorporation are the persons herein named to act and serve as members of the first Board of Directors of the Association. The names of the Subscribers, and their respective residence addresses, are set forth in Article X hereof.

## XII.

The officers of the Corporation, who shall hold office until their successors are elected pursuant to these Articles of Incorporation and the By-Laws, and have qualified, shall be the following:

Alan T. Brown — President
Robert C. Speicher — Vice President
William J. Drury — Treasurer
James R. Mantey — Secretary

## XIII.

The original By-Laws of the Association shall be adopted by a majority vote of the Subscribers to these Articles of Incorporation at a meeting at which a majority of the Subscribers is present, and, thereafter, the By-Laws may be altered or rescinded only by affirmative vote of two-thirds (2/3) of the votes entitled to be cast by members of the Association.

## XIV.

Every Director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with 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 of officer of the Association, whether or not he is a Director or officer at the time such expenses are incurred, except in such cases wherein the Director or officer is adjudged guilty of willfull misfeasance or malfeasance in the performance of his duties; provide, that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the Director or officer seeking such reimbursement or indemnification, the indemnification herein shall only apply if the Board of Directors approves such settlement and reimbursement as being in 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 such Director or officer may be entitled.

## XV.

An amendment or amendments to these Articles of Incorporation may be proposed by the Board of Directors of the Association acting upon a vote of the majority of the Directors, or by the members of the Association owning a majority of the Units in the Condominiums, whether meeting as members or by instrument in writing signed by them. Upon any amendment or amendments to these Articles of Incorporation being proposed by the Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Association, or the acting chief executive officer in the absence of the President, who shall thereupon call a special meeting of the members of the Association for a date not sooner than twenty (20) days or later than sixty (60) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the Secretary to give each member written notice of such meeting stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form,

which notice shall be mailed or presented personally to each member not less than ten (10) days nor more than thirty (30) days before the date set for such meeting. If mailed, such notice shall be deemed to be properly given when deposited in the United States mail, addressed to the member at his Post Office address as it appears on the records of the Association, with postage thereon prepaid. Any member may, by written waiver of notice signed by such member, waive such notice, and such waiver when filed in the records of the Association, whether before, during or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting the amendment or amendments proposed must be approved by an affirmative vote of the members owning not less than three-fourths (¾) of the Units in the Condominiums in order for such amendment or amendments to become effective. Thereupon, such amendment or amendments of these Articles of Incorporation shall be transcribed and certified in such form as may be necessary to file the same in the office of the Secretary of State of the State of Florida. A certified copy of each such amendment of these Articles of Incorporation shall be recorded in the Public Records of Palm Beach County, Florida, within thirty (30) days from the date on which the same is filed in the office of the Secretary of State. Notwithstanding the foregoing provisions of this Article XV, no amendment to these Articles of Incorporation which shall abridge, amend or alter the right of Developer to designate and select members of Boards of Directors of the Association, as provided in Article VIII hereof, may be adopted or become effective without the prior written consent of Developer.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals this [illegible] day of [illegible], 197[illegible].

Alan T. Brown

Guinn Dean

William J. Drury

James R. Mantey

Robert C. Speicher

STATE OF FLORIDA

SS.

COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared ALAN T. BROWN, GUINN DEAN, WILLIAM J. DRURY, JAMES R. MANTEY and ROBERT C. SPEICHER, who, being by me first duly sworn on oath, acknowledged that they executed the foregoing Articles of Incorporation for the purposes therein expressed, this [illegible] day of [illegible], 197[illegible].

(Notarial Seal)

Notary Public, State of Florida At Large

My Commission expires: NOTARY PUBLIC STATE OF FLORIDA AT LARGE MY COMMISSION EXPIRES FEB 7 1980 BONDED THRU GENERAL INS. UNDERWRITERS