

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

**OF**

**THE CONDOMINIUM OWNERS ORGANIZATION OF CENTURY VILLAGE EAST, INC.**

The following amends and completely restates the Articles of Incorporation of the Condominium Owners Organization of Century Village East, Inc.:

**ARTICLE I – A - DEFINITIONS**

- A. “ARTICLES” means this document.
- B. “CONDOMINIUM ASSOCIATION” means a corporation not for profit as same is defined in the Condominium Act, Chapter 718, Florida Statutes (1976) the statutory successor of Chapter 711.
- C. “BOARD” means the Board of Directors of this Corporation.
- D. “BYLAWS” means the Bylaws of this Corporation.
- E. “CENTURY VILLAGE EAST” means the planned residential condominium community developed on lands, whether or not contiguous, by CENTURY VILLAGE EAST, INC., or its successors in interest and designated and actually developed at CENTURY VILLAGE, Deerfield Beach, Broward County, Florida.
- F. “CENTURY VILLAGE EAST CONDOMINIUM” means certain lands and improvements at CENTURY VILLAGE EAST which were submitted to condominium ownership.
- G. “ACT” means the Condominium Act, Chapter 718, Florida Statutes, and its predecessor, Chapter 711, Florida Statutes.

**ARTICLE I – A - DEFINITIONS**

- H. “CONDOMINIUM DOCUMENTS” means the aggregate of the Declarations of Condominium as amended, Long-Term Leases as amended, Master management Agreements and all other Exhibits annexed to the two hundred fifty-three (253)

Declarations of Condominium, relating to and for CENTURY VILLAGE EAST CONDOMINIUMS.

- I. "DECLARATION" means the documents by which the CENTURY VILLAGE EAST CONDOMINIUMS were submitted to condominium ownership in accordance with the ACT.
- J. "DIRECTOR" means a member of the BOARD.
- K. "COMMON ELEMENTS" means the portions of the condominium property not included in the units.
- L. "COOCVE" is an abbreviated form of "CONDOMINIUM OWNERS ORGANIZATION OF CENTURY VILLAGE EAST."
- M. "MEMBER" refers to any Association in CENTURY VILLAGE EAST which has met the requirements hereinafter set forth.

## **ARTICLE II - PURPOSE**

The general nature and objectives of this corporation, subject to the limitations, if any, of Section 718.302 (2) Florida Statutes are as follows:

- (a) To organize and exercise the power of a unified, viable umbrella federation consisting of all condominium associations located at CENTURY VILLAGE EAST for the purpose of carrying out the common goals, rights, objectives, powers and purposes of the respective condominiums and this corporation.
- (b) To provide a unified effort for the fulfillment of the collective rights of member associations and unit owners; to provide for the defense and prosecution of the right of the members; to negotiate with firms and entities on common matters to the end that most reasonable and viable terms be obtained; to make, publish and disseminate information and to engage in and perform all activities not prohibited by law which will promote the interest, welfare and living conditions of its members.

## **ARTICLE III - LOCATION**

ARTICLE III is reworded to reflect the present registered office and Registered Agent of the Corporation as follows:

The address of its Registered Office shall be 1017 East Hillsboro Boulevard, Deerfield Beach, Florida, 33441 and the name of the Registered Agent shall be ROSE SANDLE at such address but the corporation may maintain offices elsewhere in Broward County, Florida, as may be determined by its Board of Directors.

#### **ARTICLE VI – BOARD OF DIRECTORS**

The power and authority to manage the affairs of the Corporation shall be vested in the BOARD who shall be elected in the manner and for the period provided for in the BYLAWS. The Board shall consist of the number of persons provided for therein.

#### **ARTICLE VII – OFFICERS**

The affairs of the corporation shall be administered by the President of the Corporation, assisted by a First Vice President, Second Vice President, Third Vice President, Secretary, Financial Secretary and Treasurer elected in accordance with the provisions of the BYLAWS. The BOARD shall elect annually the corporate officers provided for herein. Such Officers may be removed by the BOARD and other persons may be elected by the BOARD in the manner provided by the BYLAWS. The same person may not hold two (2) offices.

#### **ARTICLE VIII – POWERS**

1. The Corporation shall have all the Common Law and Statutory powers of a Corporation not for profit which are not in conflict with the terms of these Articles, the Declaration of Condominium of its members, all documents, agreements pertaining thereto nor to the Condominium Act of the State of Florida.
2. The Corporation shall have all the powers reasonably necessary to implement the purposes of this corporation subject to the consent and/or authorization of the member Associations when so prescribed including but not limited to:
  - a. To maintain offices for the conduct of its business;
  - b. To employ personnel, retain independent contractors and professional personnel required for the implementation of its powers and purposes; to enter into, provide for and accept assignments of service contracts, leases and any other agreements deemed necessary by the BOARD to provide for or continue community and other services, both interior or exterior, when duly authorized by the member associations; and to enter into or accept assignments of any other agreements consistent with this corporation's purposes.

- c. To negotiate and consult with service contractor, the develop and sponsor, the Master management firm and any other firms and entities relating to common elements, community services, interior and appliance service contracts, building design and construction, insurance coverage and obligations and other matters of common interest.
- d. When duly authorized by resolution of the respective member associations, to defend suits brought against members or prosecute claims on behalf of members on matters of common interest after approval by the Board of Directors of this Corporation.
- e. To oversee the performance of an to do endeavor to enforce all contractual and other obligations of the sponsor, developer, Master management Company and Lessor, pursuant to the condominium documents and all other instruments, representations and amendments pertaining thereto.
- f. To operate, maintain and publish a newspaper or other publication designed to educated, inform and assist its member.
- g. To establish in its Bylaws any procedures and guidelines necessary for the implementation of the purposes and powers of the Corporation.
- h. To exercise any and all other lawful powers, including without limitation, those enumerated in Chapter 607 and 617, Part 1, Florida Statutes.

#### **ARTICLE IX - MEMBERS**

Membership is available to all Condominium Associations in CENTURY VILLAGE EAST. Membership is effective in the manner described in the Bylaws.

#### **ARTICLE XI –AMENDMENTS**

The amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

- 1. The Articles of Incorporation may be amended at any regular or special meeting called therefor in the same manner as provided for the amendments of the Bylaws.
- 2. No amendment may be made to the Articles of Incorporation which shall, in any manner, reduce, amend or modify the provisions and obligations set forth in the Declaration of the Condominium and related documents now in effect.
- 3. A copy of each amendment shall be filed with the Secretary of the State of Florida.

#### **ARTICLE XII – MISCELLANEOUS**

ARTICLE XII of the Corporation's Articles of Incorporation shall be amended and reworded to read as follows: (in place of the existing ARTICLE XII).

The interest of a member in the funds and assets of the Corporation cannot be assigned, hypothecated or transferred in any manner. These funds and assets shall belong solely to the Corporation subject to the limitation that the same may be expended, held, or used for the benefit of the membership and for authorized purposes. No person or committee shall speak or make any commitment on behalf of the Corporation nor shall any officer, director or member make statements of any kind publicly or privately which may support any political, religious or charitable organization without the express authorization and consent of the Board of Directors.

The above amendments were duly adopted by the DIRECTORS of this Corporation in accordance with the requirements of the ARTICLES and BYLAWS thereof and appear upon the minutes of said Corporation and are unrevoked.

Executed at Broward County, Florida, this 17 day of August, 1982

THE CONDOMINIUM OWNERS ORGANIZATION  
OF CENTURY VILLAGE EAST, INC.

By: \_\_\_\_\_

\_\_\_\_\_ its President