

JoAnne Holman, Clerk of the Circuit Court - St. Lucie County
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Recorded: 06-02-97 11:11 A.M.

CERTIFICATE OF AUTHENTICITY

The undersigned, as President and Secretary of The Pines Owners Association Inc., do hereby certify that to the best of their knowledge and belief, the attached documents are true and accurate copies of the Charter of The Pines Owners Association Inc. as originally adopted by the Board of Directors of The Pines Owners Association Inc., and filed with the Secretary of State of Florida on or about July 31, 1979 and in accordance with the Declaration of Protective Covenants For The Pines recorded in the public records of St. Lucie County, Florida at Official Records Book 313, pages 2446, et. seq.

IN WITNESS WHEREOF, the undersigned have caused these presents to be signed in its name by its President, Secretary and its corporate seal affixed this 27 day of May, 1997.

Witnesses:

Edward F. Cohorst
Witness signature

Edward F. Cohorst
Printed Name of Witness

Antoinette Passanante
Witness signature

Antoinette Passanante
Printed Name of Witness

Antoinette Passanante
Witness signature

Antoinette Passanante
Printed Name of Witness

Antoinette Passanante
Witness signature

Antoinette Passanante
Printed Name of Witness

State of Florida
County of St. Lucie

The Pines Owners Association Inc.

By: J. de Vate
Its President

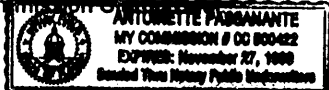
By: Katherine B. Powell
Its Secretary

CORPORATE
SEAL

The foregoing instrument was acknowledged before me this 27th day of MAY, 1997, by L. Dale Hartsfield and Katherine B. Powell who are personally known to me ☒ or ☐ who have produced identification [Type of Identification: _____].

Record And Return To: WACKEN, CORNETT & GOOGE, P.A.
P.O. Box 66
STUART, FL 34985

Antoinette Passanante
Signature
Printed Name: Antoinette Passanante
Commission Expires: _____



FILED
Aug 17 3 31 PM 1979
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CHARTER

OF

THE PINES OWNERS ASSOCIATION, INC.

(a corporation not for profit under the laws of the State of Florida)

The undersigned by this Charter associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes as amended, and certify as follows:

ARTICLE I

NAME

The name of the corporation shall be THE PINES 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 the Association is organized is to provide an entity to own and operate certain lands located in St. Lucie County, Florida, which lands are to be used in common by all of the members of the Association, which membership shall consist of all of the townhouse owners at THE PINES. The Association shall be responsible for the management of THE PINES in keeping with the terms and conditions more fully set forth in the "Protective Covenants for THE PINES of Fort Pierce, Florida", and the enforcement of such covenants.

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 this Charter.

B. The Association shall have all of the powers and duties set forth in the Protective Covenants for THE PINES of Fort Pierce, except as limited by this Charter, and all of the powers and duties reasonably necessary to operate THE PINES property pursuant to the Protective Covenants as they may be amended from time to time, including but not limited to the following:

1. To make and collect monthly charges to unit owners to pay the costs and expenses of THE PINES property, and to provide reserves for such payment.

2. To use the proceeds of monthly charges in the exercise of its powers and duties.
 3. To maintain, repair, replace and operate the property of the Association.
 4. To maintain and repair building exteriors of THE PINES.
 5. To make and collect monthly charges to unit owners to purchase insurance upon the property of the Association and insurance for the protection of the Association and its members, as well as to purchase casualty insurance covering each of the townhouse units at THE PINES in an amount equal to the maximum insurance replacement value, excluding foundation and excavation costs.
 6. To collect with interest, costs and attorney's fees, all overdue monthly charges to unit owners, asserting liens against units when necessary.
 7. To reconstruct the improvements after casualty and to further improve the property. ;
 8. To make and amend reasonable regulations regarding the use of the property of the Association, provided, however, that all such regulations and their amendments shall be approved by not less than seventy-five per cent (75%) of the votes of the entire membership of the Association before such shall become effective.
 9. To contract for maintenance, repair and replacement of Association property and for the maintenance and repair of building exteriors of THE PINES.
 10. To employ personnel to perform the services required for proper operation and management of the Association property, including the keeping of proper business and financial records.
- C. The Association shall not have the power to purchase townhouse units at THE PINES except at sales in foreclosure of liens for monthly charges for common expenses, at which sales the Association shall bid not more than the amount secured by its lien.
- D. All funds and properties acquired by the Association and the proceeds thereof shall be held in undivided equal shares of unit owner members in accordance with the provisions of the Protective Covenants of THE PINES, this Charter and the By-Laws promulgated pursuant to this Charter.
- E. The powers of the Association shall be exercised in accordance with the provisions of the Protective Covenants of THE PINES.

ARTICLE IV

MEMBERS

- A. The members of the Association shall consist of all of the record owners of townhouse units at THE PINES.
- B. Change of membership of the Association shall be evidenced by recording in the Public Records of St. Lucie County, Florida, a deed or other instrument establishing a record title to a townhouse

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unit in THE PINES and delivery to the Association of a 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 properties of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to his unit.

D. The owner of each unit shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

DIRECTORS

A. The affairs of the Association will be managed by a board consisting of the number of directors as determined by the By-Laws, but not less than three (3) directors, and in the absence of such determination shall consist of five (5) directors. Directors ~~need not~~ be members of the Association.

B. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

C. The first election of directors shall not be held until after The Pines of Ft. Pierce Development Corporation has closed the sale of all the townhouse units at THE PINES, until said corporation elects to terminate its control of the Association, or until the expiration of five (5) years from the filing of this Charter, whichever shall first occur. The directors named in this Charter shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

(b) D. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tony Sotolongo	309 Country Club Drive Tequesta, Florida 33458
Faith R. Sotolongo	309 Country Club Drive Tequesta, Florida 33458
Lorraine E. Woodward	10102 South A-1-A Jensen Beach, Florida 33457

ARTICLE VIOFFICERS

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. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Tony Sotolongo	President	309 Country Club Drive Tequesta, Florida 33458
Faith R. Sotolongo	Vice-President	309 Country Club Drive Tequesta, Florida 33458
Lorraine E. Woodward	Secretary- Treasurer	10102 South A-1-A Jensen Beach, Florida 33457

ARTICLE VIIINDEMNIFICATION

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 in connection with any proceeding or any settlement of 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 or officer of the Association, whether or not he is 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 duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approved 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 VIIIBY-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 IXAMENDMENTS

Amendments to the Charter 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 either by the Board of Directors or by the members of the Association. 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 at or prior to the meeting. Except as elsewhere provided,

1. Such approvals must be by not less than 75% of the entire membership of the Board of Directors and by not less than 75% of the votes of the entire membership of the Association; or

2. By not less than 80% of the votes of the entire membership of the Association.

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

ARTICLE XTERM

The term of the Association shall be perpetual.

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ARTICLE XI

DISSOLUTION

This Association may be dissolved pursuant to the provisions of Florida Statutes §617.05 (1975), provided such dissolution be proposed and adopted in the same manner for the adoption of amendment to this Charter as set forth in Article IX hereof.

ARTICLE XII

SUBSCRIBERS

The names and addresses of the subscribers of this Charter are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tony Sotolongo	309 Country Club Drive Tequesta, Florida 33458
Faith R. Sotolongo	309 Country Club Drive Tequesta, Florida 33458
Lorraine E. Woodward	10102 South A-1-A Jensen Beach, Florida 33457

ARTICLE XIII

REGISTERED AGENT AND OFFICE

The initial registered office of the corporation shall be located at 309 Country Club Dr., Tequesta, FL 33458. The initial Registered Agent at said address shall be Tony Sotolongo.

IN WITNESS WHEREOF, the subscribing incorporators have affixed their signatures this 31ST day of July, 1979.

Witnesses:

John A. [Signature]
Faith R. Sotolongo

Tony Sotolongo (Seal)
Faith R. Sotolongo (Seal)
Lorraine E. Woodward (Seal)

STATE OF FLORIDA

COUNTY OF Martin

I HEREBY CERTIFY that on this day, before me, the undersigned authority, personally appeared TONY SOTOLONGO, FAITH R. SOTOLONGO and LORRAINE E. WOODWARD, known to me and known by me to be the subscribers named in and who subscribed to the foregoing Charter for THE PINES OWNERS ASSOCIATION, INC., and they acknowledged before me that they subscribed to said Charter.

WITNESS my hand and official seal in the State and County aforesaid, this 2 day of July, 1978.

Judith L. Bruce
Notary Public, State of Fla. at Law
My Commission Expires: _____

NOTARY PUBLIC STATE OF FLORIDA AT LAW
MY COMMISSION EXPIRES APR. 28 1982
BONDED THIRD GENERAL INS. UNDERWRITERS

OR BOOK 1079 PAGE 2868

Record And Return To:
WACKEEN, CORNETT & GOOGE, P.A.
P.O. Box 68
STUART, FL 34995

FEE, KOBLEGARD & TEEL P.A.
ATTORNEYS AT LAW
POST OFFICE BOX 1008
FORT PIERCE, FLORIDA 33436
TELEPHONE (800) 461-9020

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