



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of NOVA GARDENS CONDOMINIUM ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on January 26, 1979, as shown by the records of this office.

The charter number for this corporation is 745734.



CER 101  
12-78

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 29th day of January, 1979.

*Leah C. Fu*  
Secretary of State

EXHIBIT "C" ARTICLES OF INCORPORATION

ARTICLES OF INCORPORATION

OF

NOVA GARDENS CONDOMINIUM ASSOCIATION, INC.

(A Corporation Not-for-Profit)

FILED  
JAN 25 1 31 PM '79  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

In order to form a non-profit corporation in accordance with the laws of the State of Florida, we, the undersigned, hereby associate ourselves into a corporation for the purposes herein-after mentioned; and to that end we do, by these Articles of Incorporation, set forth the following:

DEFINITIONS

All terms used in these Articles of Incorporation shall have those definitions set forth in the Declaration of Condominium for NOVA GARDENS, a Condominium. Any terms not defined in the Declaration of Condominium shall have those definitions established by Florida Statute 718.103. If any definition in the Declaration of Condominium conflicts with a definition in the Florida Statutes, the definition in the Declaration of Condominium shall prevail and govern the interpretation of this document.

ARTICLE I

NAME

The name of this Corporation shall be NOVA GARDENS CONDOMINIUM ASSOCIATION, INC. The mailing address for this Corporation is 7100 Nova Drive, Davie, Florida

ARTICLE II

PURPOSE

This Corporation is created to be the Association for NOVA GARDENS CONDOMINIUM. This Condominium has been or will be constructed upon real property situate, lying and being in Broward County, Florida.

This Corporation will undertake the performance of, and carry out the acts and duties incident to the administration, operation and management of the Condominium in accordance with the terms, provisions, conditions and authority contained in these Articles of Incorporation and in the Declaration. This Corporation may own, operate, lease, sell, trade and otherwise deal with the Condominium Property, in whatever manner may be necessary or convenient to accomplish the proper administration of this Condominium.

ARTICLE III

POWERS

The powers of this Corporation shall include and be governed by the following provisions:

1. The Corporation 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 the Condominium Documents and the Act.

2. The Corporation shall have all the powers of condominium associations under and pursuant to the Act, and shall have all of the powers reasonably necessary to implement the purposes of the Corporation, including but not limited to the following:

A. To make, establish, and enforce reasonable rules and regulations governing the use of Units, Common Elements, Limited Common Elements and Condominium property;

B. To make, levy and collect assessments against Unit Owners; to provide the funds to pay for Common Expenses of each building and other improvements within the Condominium, as is provided in the Condominium Documents and the Act, and to use and expend the proceeds of assessments in the exercise of the powers and duties of the Corporation;

C. To maintain, repair, replace and operate the Condominium Property;

D. To reconstruct improvements within the Condominium Property in the event of casualty or other loss;

E. To take such steps as may be necessary or required in order to insure the payment by each Unit Owner to the Developer of Recreational Expenses and, if necessary, to assess the same as part of the Common Expenses of the Condominium;

F. To enforce the provisions of the Condominium Documents;

G. To become and continue to be a member of corporations and associations with which this Corporation may have mutual interests, and to perform the functions and discharge the duties incumbent upon such membership. To delegate to persons or entities selected by the Board the function of representing the Corporation at the membership meetings of these corporations or associations, and to collect and transmit to these corporations or associations any assessments duly levied;

#### ARTICLE IV

##### MEMBERS

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

1. The Owners of all Units in the Condominium shall be members of this Corporation, and no other persons or entities shall be entitled to membership.

2. Membership shall be established by the acquisition of title to a Unit in the Condominium. Membership shall be automatically terminated when a Unit Owner divests himself of or transfers title to his Unit.

3. The share of a member in the funds and assets of this Corporation, and membership in this Corporation, cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to a Unit.

4. The Owners of all of the Units in the Condominium are referred to herein as the "Membership". This Condominium will contain five buildings, and this Corporation will act in behalf of all Unit Owners in the buildings. On all matters upon which the Membership shall be entitled to vote, there shall be only one vote for each Unit, which vote shall be exercised by the Unit Owner in accordance with the provisions of the Declaration and By-Laws.

5. Until the Condominium Property is formally submitted to Condominium Ownership, the Membership of this Corporation shall be comprised of the subscribers to these Articles. In the event of the resignation or termination of membership of any such subscriber, the remaining subscribers may nominate and designate a successor subscriber. Each of these subscribers and their successors shall be entitled to cast one vote on all matters upon which the membership is entitled to vote. When the Condominium Property is formally submitted to Condominium Ownership, the Developer shall exercise the membership rights of a Unit until title to the Unit is transferred.

#### ARTICLE V

##### TERM

The term for which this Corporation is to exist shall be perpetual.

#### ARTICLE VI

##### SUBSCRIBERS

The names and street addresses of the subscribers to these Articles are as follows:

THOMAS M. WOHL	1720 Harrison St. Hollywood, Florida 33020
CLARA DAY	1720 Harrison St. Hollywood, Florida 33020
MARTHA FORTSON	1720 Harrison St. Hollywood, Florida 33020

#### ARTICLE VII

##### OFFICERS

1. The affairs of the Corporation, subject to the direction of the Board, shall be managed by the President, assisted by one or several Vice Presidents, the Secretary, Treasurer, and if any, the Assistant Secretary and Assistant Treasurer. The Board, or the President with the approval of the Board, may employ a Managing Agent and/or other managerial or supervisory personnel or entities to administer the affairs of the Corporation or assist in its administration, operation or management. Any such person or entity may be employed without regard to whether such person or entity is a member, director, or officer of the Corporation.

2. The Board shall annually elect the President, Vice President, Secretary and Treasurer. No officer may hold more than one of these offices. The President and Vice President shall be members of the Board.

#### ARTICLE VIII

##### FIRST OFFICERS

The names of the officers who are to serve until the first election by the Board are as follows:

President:	THOMAS M. WOHL
Vice President:	MARTHA FORTSON
Secretary/Treasurer:	CLARA DAY

## ARTICLE IX

### BOARD OF DIRECTORS

The number of Directors on the Board shall be determined by the By-Laws; provided, however, in no event shall the Board consist of less than three (3) Directors. The Directors on the first Board need not be members of the Corporation.

Subsequent Directors of the Corporation shall be elected at the annual meeting of the Members in the manner determined by the By-Laws. The Directors named in these Articles shall serve until the first election of Directors. Any vacancies in their number occurring before the first election shall be filled by the remaining Directors.

The names and addresses of the Directors who shall hold office and serve until the first regular meeting of the Membership at which Directors are elected are as follows:

THOMAS M. WOHL	1720 Harrison St. Hollywood, Florida 33020
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CLARA DAY	1720 Harrison St. Hollywood, Florida 33020
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MARTHA FORTSON	1720 Harrison St. Hollywood, Florida 33020
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## ARTICLE X

### BY-LAWS

The By-Laws of the Corporation shall be adopted by the first Board and, thereafter, may be altered, amended or rescinded by either a majority of the Board or Unit Owners in the manner provided for by the By-Laws.

## ARTICLE XI

### AMENDMENTS

1. Prior to the time the Declaration is recorded, these Articles may be amended by an instrument, in writing, signed by all the subscribers to these ARTICLES. The instrument shall state the ARTICLE number and the contents of the amendment. It shall be filed in the office of the Secretary of State of the State of Florida, and a certified copy of each amendment shall be attached to these ARTICLES and be recorded with the Declaration.

2. After the Declaration is recorded, these Articles may be amended in the following manner:


A. Notice of the subject matter of the proposed amendment shall be included in the Notice of any meeting at which such proposed amendment is considered.

B. A resolution seeking the approval of a proposed amendment may be proposed by either the Board or the Membership, and, after being proposed and approved by one of said bodies, it must be submitted for approval, and thereupon, receive approval of the other. Such approval must be by seventy-five percent (75%) of the Members present at any meeting at which there is a quorum;

and such approval must be by sixty-six and two-thirds percent (66 2/3%) of the Members of the Board at a meeting at which there is a quorum.

C. Notwithstanding the foregoing provisions of this Article XI, no amendment to these Articles which shall abridge, amend, or alter the rights of the Developer may be adopted or become effective without the prior written consent of the Developer.

IN WITNESS WHEREOF the subscribers have hereunto affixed their signatures this 22nd day of JANUARY, 1979

  
THOMAS M. WOHL

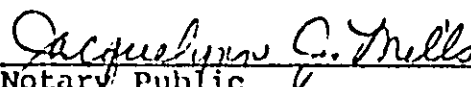
  
CLARA DAY

  
MARTHA FORTSON

STATE OF FLORIDA    }  
COUNTY OF BROWARD    }

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements in the State and County named above, personally appeared THOMAS M. WOHL, CLARA DAY, and MARTHA FORTSON, to me known to be the persons described as subscribers to, and who executed the foregoing Articles of Incorporation. They acknowledged before me that they executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal this 22nd day of JANUARY, 1979.

  
Notary Public

My commission expires:

NOTARY PUBLIC STATE OF FLORIDA AT LARGE  
MY COMMISSION EXPIRES OCT. 31 1980  
BONDED THRU GENERAL INS. UNDERWRITERS

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