

This instrument was prepared by:
KAYE BENDER RENIBAUM, P.L.L.
Emily E. Gannon, Esq.
1200 Park Central Boulevard South
Pompano Beach, Florida 33064

**CERTIFICATE OF RECORDING OF THE
ARTICLES OF INCORPORATION OF PALOMAR
AT BOCA POINTE HOMEOWNERS' ASSOCIATION, INC.**

WHEREAS, Declaration of Restrictions and Protective Covenants for Palomar was duly recorded in Official Records Book 5710, at Page 1012 of the Public Records of Palm Beach County, Florida; and

WHEREAS, the Palomar at Boca Pointe Homeowners' Association, Inc. ("Association") is the entity identified in the said Declaration responsible for the operation and management of the Palomar community; and

WHEREAS, the Articles of Incorporation of the Association have not been previously recorded in the Public Records of Palm Beach County, Florida; and

WHEREAS, Section 720.303(1) F.S. requires that the Articles of Incorporation of the Association be recorded in the Public Records; and

WHEREAS, the Board of Directors desires to have the above-mentioned Articles recorded.

NOW THEREFORE, the undersigned hereby certify that the Articles attached hereto are a true and correct copy of same as of this date.

IN WITNESS WHEREOF, we have affixed our hands this 31st day of July, 2018, at Boca Raton, Palm Beach County, Florida.

Witness 1

By: [Signature]

Print: Angela Elin

By: [Signature]

Print: Marc Butler (President)

Witness 2

By: [Signature]

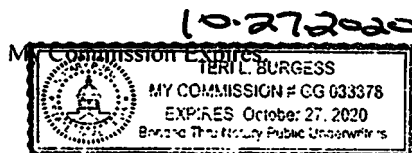
Print: Linda Cornell

Attest: [Signature]

Print: DAVID D KATZ (Secretary)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 31st day of July, 2018 by Marc Butler as President and David Katz as Secretary of Palomar at Boca Pointe Homeowners' Association, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me or have produced identification as identification.

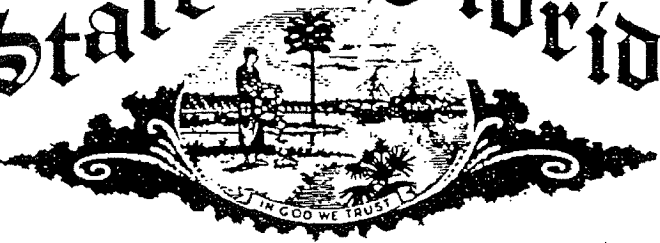


NOTARY PUBLIC:

Sign: Teri L. Burgess

Print: Teri L. Burgess
State of Florida at Large

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of PALOMAR AT BOCA POINTE HOMEOWNERS' ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on June 21, 1988, as shown by the records of this office.

The document number of this corporation is N27054.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
22nd day of June, 1988.



Jim Smith
Secretary of State

EJY/ejy
06/16/88
105-4315-4

ARTICLES OF INCORPORATION
OF
PALOMAR AT BOCA POINTE
HOMEOWNERS' ASSOCIATION, INC.

FILED
JUN 21 PM 11:11
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

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

ARTICLE I

NAME

The name of the corporation shall be PALOMAR AT BOCA POINTE HOMEOWNERS' ASSOCIATION, INC., which is hereafter referred to as "the Association".

ARTICLE II

PURPOSES AND POWERS

The objects and purposes of the Association are those objects and purposes as are authorized by the Declaration of Restrictions and Protective Covenants for Palomar dated June 16, 1988 (the "Declaration"). All terms used herein and in the Bylaws shall have the meanings, if any, assigned to them in the Declaration.

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

The Association by and through its Board of Directors shall have the following powers:

- 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. All of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles and the Declaration.

including Lots on any additional property which may have been brought under the provisions hereof by recorded supplemental declarations, as set forth in Article II hereof, or until August 1, 1998, whichever occurs first. Thereafter, Developer shall have the right to appoint one director so long as the Developer owns any Lot in the Properties. The Developer may waive its right to elect one or more directors by written notice to the Association, and thereafter such directors shall be elected by the Members. When the Developer no longer owns any Lot within the Properties, all of the directors shall be elected by the Members in the manner provided in the Bylaws.

Section 3. Meetings of Members. The Bylaws 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-three and one-third (33 1/3%) percent of the total number of members in good standing shall be present or represented at the meeting.

ARTICLE IV

CORPORATE EXISTENCE

The corporation shall have perpetual existence.

ARTICLE V

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 nor more than nine 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 Bylaws shall provide for meetings of directors, including an annual meeting.

Section 2. Initial Board of Directors. The names and addresses of the first Board of Directors of the Association, who shall hold office until the turnover date and until qualified successors are duly elected and have taken office, shall be as follows:

Timothy R. Kelly

2001 West Sample Road
Suite 415
Pompano Beach, Florida 33064

Donald A. Moss

2001 West Sample Road
Suite 415
Pompano Beach, Florida 33064

Warren S. Abelson

2001 West Sample Road
Suite 415
Pompano Beach, Florida 33064

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 Bylaws of the Association, and the Bylaws may provide for the method of voting in the election and for removal from office of directors. All directors shall be members of the Association residing in the Properties or shall be authorized representatives, officers, or employees of corporate members of the Association provided that such limitations shall not apply to directors appointed by the Developer.

Section 4. Duration of Office. Members elected to the Board of Directors shall hold office until they resign or 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. Vacancies occurring in the first Board of Directors shall be filled by the Developer.

ARTICLE VI

OFFICERS

Section 1. Offices 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 provisions of the Bylaws, shall be elected by the Board of Directors for terms of one year and serve until qualified successors are duly elected and have taken office. The Bylaws may provide for

the method of voting 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, the Vice President shall automatically succeed to the office or perform its duties and exercise its powers. If any 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. First Officers. The names and addresses of the first officers of the Association, who shall hold office until the annual meeting of directors and until successors are duly elected and have taken office, shall be as follows:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President	Timothy R. Kelly	2001 West Sample Road Suite 415 Pompano Beach, FL 33064
Treasurer	Donald A. Moss	2001 West Sample Road Suite 415 Pompano Beach, FL 33064
Secretary	Warren S. Abelson	2001 West Sample Road Suite 415 Pompano Beach, FL 33064

ARTICLE VII

BYLAWS

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

ARTICLE VIII

AMENDMENTS

Amendments to these Articles of Incorporation shall require the affirmative vote of a majority of the Board of Directors and the affirmative vote of two-thirds of the Members of the Association; provided, however, that (a) no amendment shall make any change in the qualifications for membership nor the voting rights of the Members without the written approval or affirmative vote of all Members of the Association, (b) that these Articles shall not be amended in any manner without the prior written consent of the Developer to such amendment for so long as the Developer is the Owner of any Lot, and (c) that these Articles shall not be amended in any manner which conflicts with the terms, covenants and provisions contained in the Declaration.

ARTICLE IX

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every director and every officer of the Association and each member of the Architectural Control Board shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon such person in connection with any proceeding or any settlement thereof to which such person may be a party or may become involved by reason of being or having been a director or officer of the Association, whether or not a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duty; provided that in the event of a settlement, the indemnification provided for herein shall apply only if and when the Board of Directors approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of any and all right of indemnification to which such director or officer may be entitled under statute or common law.

ARTICLE X

TRANSACTIONS IN WHICH
DIRECTORS OR OFFICERS ARE INTERESTED

No contract or transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for such reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer of the Association shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

ARTICLE XI

REGISTERED AGENT

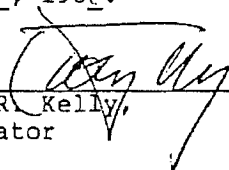
The name and address of the initial registered agent of the Corporation is Timothy R. Kelly, 2001 West Sample Road, Suite 415, Pompano Beach, Florida 33064.

ARTICLE XII

INCORPORATOR

Timothy R. Kelly, whose address is 2001 West Sample Road, Suite 415, Pompano Beach, Florida 33064 is the Incorporator of these Articles.

IN WITNESS WHEREOF, the said Incorporator has hereunto set his hand this 10th day of June, 1988.



Timothy R. Kelly,
Incorporator

STATE OF FLORIDA)
SS:
COUNTY OF PALM BEACH)

FILED

1988 JUN 21 PM 12:11

SECRETARY OF STATE

The foregoing instrument was acknowledged before me this
day of June, 1988, by Timothy R. Kelly.

NOTARY PUBLIC, STATE OF FLORIDA;
MY COMMISSION EXPIRES: SEPT. 23, 1991;
BONDED THRU NOTARY PUBLIC UNDERWRITERS

Edna J. Jensen
Notary Public,
My Commission Expires:

The undersigned hereby accepts appointment as Registered
Agent.

Timothy R. Kelly

NOT A CERTIFIED COPY