

# State of Florida



Department of State

I certify the attached is a true and correct copy of the Amended and Restated Articles of Incorporation, filed on May 13, 2013, for DANBURY BREAKERS CONDOMINIUM ASSOCIATION, INC., a Florida corporation, as shown by the records of this office.

The document number of this corporation is 746489.

Given under my hand and the  
Great Seal of the State of Florida  
at Tallahassee, the Capital, this the  
Sixteenth day of May, 2013



CR2EO22 (1-11)

*Ken Detzner*  
Ken Detzner  
Secretary of State

AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
DANBURY BREAKERS CONDOMINIUM ASSOCIATION, INC.

In order to form a non-profit corporation under and in accordance with Florida Statutes, the undersigned associate themselves for the purpose and with the powers herein after mentioned:

ARTICLE I

The name of the corporation shall be:

DANBURY BREAKERS CONDOMINIUM ASSOCIATION, INC.

(hereinafter referred to as "Association").

FILED  
SECRETARY OF STATE  
13 MAY 13 AM 9:26  
TALLAHASSEE, FLORIDA

ARTICLE II

The purpose of this corporation is the operation and management of a condominium known as THE DANBURY BREAKERS (hereinafter referred to as the "Condominium"), as the same may now or hereafter be constituted, and to undertake the performance of, and to carry out the acts and duties incident to the administration of the operation and management of said Condominium in accordance with the terms, provisions and authorizations contained herein and in the Declaration of Condominium of The Danbury Breakers, which is recorded among the Public Records of Volusia County, Florida; and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of said Condominium.

ARTICLE III

The Association shall have the following powers:

1. 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 these Articles, the said Declaration of Condominium, the By-Laws and the Florida Condominium Act.
2. The Association shall have all of the powers of a Condominium Association under and pursuant to Chapter 718, Florida Statutes, the Condominium Act, and shall have all of the powers reasonably necessary to implement the purposes of the Association, including but not limited to the following:
  - A. To make, establish and enforce reasonable rules and regulations governing the use of Condominium property as said terms may be defined in the Declaration of Condominium.
  - B. To make and collect assessments against members as unit owners, to defray the costs, expenses and losses of the Condominium, and to use and expend the proceeds of assessments in the exercise of the powers and duties of the Association.
  - C. To maintain, repair, replace and operate the Condominium property; specifically including all portions of the Condominium property to which the Association has the right and power to



maintain, repair, replace and operate in accordance with the Declaration of Condominium, the By-Laws and Chapter 718 of the Florida Statutes, the Condominium Act.

D. To purchase insurance upon the Condominium property and insurance for the protection of the Association and its members, as unit owners, and disburse insurance proceeds pursuant to the provisions of the Declaration of Condominium and By-Laws.

E. To reconstruct improvements on the Condominium property after casualty or other loss, and the further improvement of the property.

F. To enforce, by legal means, the provisions of the Declaration of Condominium, the By-Laws, the rules and regulations and all documents referred to in the Declaration and these Articles of Incorporation.

G. To contract for the maintenance and management of the Condominium property and to delegate to such contractors all powers and duties of the Association, except those which may be required by the Declaration of Condominium to have approval of the Board of Directors, or the members of the Association.

H. To acquire and enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests, in land or facilities, intended to provide for the enjoyment, recreation or other use or benefit of the members of the Association.

I. To acquire by purchase or otherwise, Condominium parcels of the Condominium, subject nevertheless to the provisions of the Declaration of Condominium and/or By-Laws relative thereto.

J. To approve or disapprove the transfer, mortgage and ownership of units as may be provided by the Declaration of Condominium and the By-Laws.

K. To employ personnel to perform the services required for proper operation of the Condominium.

The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium and the By-Laws.

#### ARTICLE IV

Membership in the Association shall be established by the acquisition of ownership of fee simple title in a unit in the Condominium, whether by conveyance, devise, judicial decree, or otherwise, subject to the provisions of the Declaration of Condominium, and by the recordation among the Public Records of Volusia County, Florida, of the Deed or other instrument establishing such acquisition and designating the Condominium unit affected thereby. The owner designated in such Deed or other instrument shall thereupon become a member of this Association, and the membership of the prior owner in this Association as to the parcel designated shall be terminated. If a unit is owned by one person, his or her right to vote on matters concerning the members of the Association shall be established by the record title to his or her unit. If an unit is owned by more than one person, the vote for the unit owned by them shall be as agreed unanimously by all such owners, except that all the

owners of any such unit may designate one person to cast the vote for the unit by a certificate signed by all the record owners of the unit and filed with the secretary of the Association, which certificate shall be valid until revoked by one or more of the owners, or superseded by a subsequent certificate signed by all of the record owners, or until a change in the ownership of the unit. If a unit is owned by a corporation, trust, real estate investment trust, or other entity, the natural person entitled to cast the vote for the unit shall be the person designated by a certificate of appointment signed by the president or a vice-president and attested by the secretary or assistant secretary of the corporation, trust real estate investment trust, or other entity, and filed with the secretary of the Association, which certificate shall be valid until revoked or superseded by a subsequent certificate or until a change in the ownership of the unit. The share 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 his or her unit.

ARTICLE V

The Association shall have perpetual existence, unless the Condominium is terminated pursuant to the provisions of its Declaration in which event the Association shall be dissolved in accordance with law.

ARTICLE VI

The principal office of the Association shall be located at: The Danbury Breakers, 3747 South Atlantic Avenue, Daytona Beach Shores, Florida, but the Association may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors.

ARTICLE VII

1. The affairs of this Association shall be managed by a Board consisting of the number of Directors determined by the By-Laws, but not less than three (3) Directors, and in the absence of such determination, shall consist of three (3) Directors. The members of the Board of Directors must be members of the Association.

2. Directors of the Association 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 next election of Directors.

3. The names and addresses of the members of the current 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>
Paula Nowak	3747 South Atlantic Avenue, #103 Daytona Beach Shores, Florida 32118
Dominick Bodami	35 Wichard Boulevard Commack, New York 11725



Balint Tarcza  
10 Florister Drive  
Trenton, New Jersey 08690

Matthew Stamer  
3749 Aldergate Place  
Casselberry, Fl. 32707

Jones Mauldin  
66 Turkey Creek  
Alachua, Fl. 32615

ARTICLE VIII

1. The affairs of the Association shall be managed by the President of the Association, assisted by the Vice-President, Secretary and Treasurer, and if any, the Assistant Secretary and Assistant Treasurer, subject to the direction of the Board of Directors. The Board of Directors, or President, with the approval of the Board of Directors, may employ a managing agent and/or such other managerial and supervisory personnel to administer or assist in the administration of the operation or management of this Condominium and the affairs of the Association, and any such person or entity may be so employed without regard to whether such person or entity is a member of the Association or a Director or Officer of the Association, as the case may be.

2. The Board of Directors shall elect the President, Secretary and Treasurer and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board of Directors shall, from time to time, determine. The President shall be elected from among the membership of the Board of Directors, but no other Officer need be a Director. A person may hold two offices, the duties of which are not incompatible; provided, however, the office of the 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.

ARTICLE IX

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

President and Director:	Paula Nowak 3747 South Atlantic Avenue, #103 Daytona Beach Shores, Florida 32118
Vice President	Matthew Stamer 3749 Aldergate Place Casselberry, Florida 32707
Treasurer:	Robert Nowak 3747 South Atlantic Avenue, #103 Daytona Beach Shores, Florida 32118
Secretary:	Joyce Tarcza 10 Florister Dr. Hamilton, New Jersey 08690

ARTICLE X

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorneys' fees, reasonably incurred or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she become may become involved, by reason of his or her being or having been a Director or Officer of the Association, or any settlement thereof, whether or not he or she is a Director or Officer at the time such are incurred, except, in such cases wherein the Director or Officer is adjudged guilty of willful malfeasance or misfeasance in the performance of his or her duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves 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 XI

The By-Laws of the Association shall be adopted by the Board of Directors, and may be altered, amended or rescinded in the manner provided for by the By-Laws by the members of the Association.

ARTICLE XII

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

1. Notice of the subject matter of the proposed Amendments shall be included in the notice of any meeting at which such proposed Amendment is considered.
2. Proposed Amendments shall first be presented to the Board of Directors, and shall have been approved in writing by a majority of such Board of Directors, who shall then certify such Amendment for vote of the members of this corporation.
3. Such Amendment must then be approved by the affirmative vote of sixty-six and two-thirds (66 2/3) percent of the members.
4. A certificate of amendment executed by the duly authorized officers of the corporation shall then be recorded among the Public Records of Volusia County, Florida.
5. No Amendment may be made to the Articles of Incorporation which shall in any manner amend, affect, or modify the provisions and obligations set forth in the Declaration of Condominium.

ARTICLE XIII

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

Donald J. Seps	Duffett, Seps and Akers 120 East Granada Boulevard Ormond Beach, Florida 32074
Nicole M. Blankenship:	Duffett, Seps and Akers 120 East Granada Boulevard Ormond Beach, Florida 32074
William G. Palmer, Jr.	97 Treasure Lane Ormond Beach, Florida 32074

These Amended and Restated Articles of Incorporation of Danbury Breakers Condominium Association, Inc. were adopted on this 10<sup>th</sup> day of May, 2013.

Adoption of Amended and Restated Articles of Incorporation:

These Amended and Restated Articles of Incorporation were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

There are no members or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Dated: May 10, 2013

**Danbury Breakers Condominium Association, Inc.**

By: Paula Nowak  
Paula Nowak, President