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REVISED

MUIRHEAD DOCUMENTS

UPDATED 2005

1- DECLARATION OF AMENDED COVENANTS
AND RESTRICTIONS

2-ARTICLES OF INCORPORATION
OF
MUIRHEAD ESTATES AT ABERDEEN
HOMEOWNERS ASSOCIATION, INC.

(A CORPORATION NOT FOR PROFIT)

3- BY-LAWS
OF
MUIRHEAD ESTATES AT ABERDEEN
HOMEOWNERS ASSOCIATION, INC.

A NOT FOR PROFIT CORPORATION UNDER
THE LAWS OF THE STATE OF FLORIDA

ARTICLES OF INCORPORATION

OF

MUIRHEAD ESTATES AT ABERDEEN

HOMEOWNERS ASSOCIATION, INC.,

(A corporation not for profit)

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation not for profit under Chapter 617 (Part 1) (1985) of the Florida Statutes (the "Florida Not For Profit Corporation Act") and certifies as follows:

ARTICLE I

NAME

The name of the corporation shall be MUIRHEAD ESTATES AT ABERDEEN HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association" and its duration shall be perpetual.

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to engage as a non-profit organization in protecting the value of the property of the Members of the Association, to exercise all the powers and privileges and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants and Restrictions for Muirhead Estates at Aberdeen (the "Declaration") to be recorded in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, including the establishment and enforcement of payment of charges and Assessments contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Members and their property. All terms used herein which are defined in the Declaration shall have, the same meaning herein as therein.

ARTICLE III

POWERS

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

Section 1. Common Law and Statutory Powers. 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 and the Declaration.

Section 2. Necessary Powers. The Association shall have all of the powers reasonably necessary to implement its purpose, including, but not limited to, the following:

A. To operate and manage the Common Property in accordance with the purpose and intent contained in the Declaration;

B. To make and collect Assessments against Members to defray the Common Expenses;

C. To use the proceeds of Assessments in the exercise of its powers and duties;

D. To maintain, repair, replace and operate the Common Property

E. To reconstruct improvements upon the Property after casualty and to further improve the Property;

F. To make and amend By-Laws for the Association and regulations respecting the use of the Property;

G. To pay all taxes and other assessments which are liens against the Common Property.

H. To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the Rules and Regulations for the use of the Property;

I. To establish and maintain a reserve fund, in accordance with the provisions of the Declaration.

J. To bring suit and to litigate on behalf of the Association, the Members and the Owners; provided, however, that except as specifically set forth in this Paragraph J, the Association shall not have the power to bring suit or to litigate on behalf of the Association, the Members or the owners without the express prior written consent of at least seventy-five percent (75%) of the Owners. The foregoing restriction shall not apply to suits or litigations brought on behalf of the Association in order to collect assessments, enforce liens, bring injunctive action or to otherwise enforce the Declaration, the Articles of Incorporation, the By-Laws, or the Rules and Regulations promulgated by the Association nor shall this restriction apply to the Association's defense of any suits or litigation brought against the Association.

K. To provide for management and maintenance and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of Assessments, preparation of records, enforcement of rules and maintenance of the Common Property and the enforcement of the terms and provisions of the Declaration. The Association shall, however, retain at all times the powers and duties granted it by common law, Florida Statutes and local ordinances including, but not limited to, the making of Assessments, the promulgation of rules, and the execution of contracts on behalf of the Association.

L. To possess, enjoy and exercise all powers necessary to implement, enforce, and carry into effect the powers above described, including the power to acquire, hold, convey, and deal in real and personal property.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration. No part of the income, if any, of the Association shall be distributed to the Members, directors, or officers of the Association.

Section 4. Limitations. The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

ARTICLE IV

MEMBERSHIP

Qualification for, and admission to, membership in the Association shall be regulated by the Declaration and the By-Laws of the Association.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than nine (9) directors. The following persons shall constitute the current Board of Directors:

Name	Address
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ARTICLE VI
OFFICERS

Officers shall be elected by the Board of Directors at the annual meetings of the Directors, as provided in the By-Laws. The officers shall consist of d President, Vice President, Secretary, Treasurer and Representative to Master Association. The following persons shall serve as officers until the next election:

Name	Title
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ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and Officer of the Association shall be indemnified by the Association as provided in the Declaration.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of the Association is:

Name	Address
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ARTICLE IX

BY-LAWS

The By-Laws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the By-Laws conflict with these Articles of Incorporation or the Declaration, and provided further that no amendment, alteration or rescission may be made which affects the rights or privileges of any Current Mortgagee, without the express prior written consent of the Current Mortgagee so affected. Any attempt to amend, alter or rescind contrary to these prohibitions shall be of no force or effect.

ARTICLE X

AMENDMENTS

These Articles of Incorporation of the Association may be amended, altered or rescinded as provided in the Florida Not For Profit Corporation Act, provided however, that no such amendments shall conflict with the terms of the Declaration and provided further that no amendment, alteration or rescission may be made which affects the rights or privileges of any Current Mortgagee, without the express prior written consent of the Current Mortgagee so affected. Any attempt to amend, alter or rescind contrary to these prohibitions shall be of no force or effect.

ARTICLE XI

REGISTERED AGENT AND REGISTERED OFFICE

The name of the present registered agent shall be _____ . The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation at Palm Beach County, Florida, this _____ day of _____

signed, sealed and delivered in the presence of:

[Handwritten Signature]

PR5

ss.

COUNTY OF PALM BEACH

STATE OF FLORIDA

The foregoing Articles of Incorporation were acknowledged

before me this 15 day of Sept 2000 by Myron Klein

(NOTARY SEAL)

state of Florida at Large

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
Alan Pinkwasser
Commission # DD560145
Expires: JULY 21, 2010
BONDED THROUGH ATLANTIC BONDING CO., INC.

ACCEPTANCE BY REGISTERED AGENT- --

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.

Registered Agent

[Handwritten Signature]
