

AMENDED ARTICLES OF INCORPORATION  
OF  
CVE MASTER MANAGEMENT COMPANY, INC.

A Corporation Not For Profit

FILED  
2020 OCT 13 PM 6:35  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF BROWARD  
FLORIDA

ARTICLE I

The name of this Corporation shall be CVE MASTER MANAGEMENT COMPANY,  
INC.

ARTICLE II

The principal office of the Corporation is located at 3501 West Drive, Deerfield Beach,  
Florida 33442.

ARTICLE III

The registered agent of the Corporation shall be the name and address as listed in the  
records of the State of Florida, Secretary of State, Division of Corporations.

ARTICLE IV

The Following definitions shall apply throughout these Articles of Incorporation:

1. "ARTICLES" means this document.
2. "BOARD" means the Board of Directors of this Corporation.
3. "BYLAWS" means the Bylaws of this Corporation.
4. "CENTURY VILLAGE EAST" means the planned residential condominium  
community developed and built on lands, whether or not contiguous, by  
CENTURY VILLAGE EAST, INC. or its successors in interest in Century Village,  
Deerfield Beach, Broward County, Florida.

#### ARTICLE V – PURPOSES

The general purposes and objects of this Corporation are as follows:

1. To accept from Cen-Deer Communities, Inc. (“CEN-DEER”) the assignment of the Master Management Agreements (“AGREEMENTS”) entered into by and between the unit owners who purchased condominium parcels at CENTURY VILLAGE EAST and said Company, all of which are recorded in the public records of Broward County, Florida.
2. To assume and perform the obligations and accept the privileges of CEN-DEER pursuant to the AGREEMENTS to be assigned to this Corporation by CEN-DEER.
3. To assume and perform any other lawful purpose.

#### ARTICLE VI – POWERS

1. This Corporation shall have all the express and implied powers of CEN-DEER as set forth in the AGREEMENTS, including, but not limited to:
  - (i) To hire, retain or employ staff and personnel for reasonable compensation to perform the services required for the proper administration of the purposes of the Corporation, including without limitation, accountant, attorneys, contractors and other professionals;
  - (ii) To retain independent and professional contractors to perform the obligations of CEN-DEER;
  - (iii) To enter into contracts, subcontracts, or leases with any firm, governmental entity, person or corporation for the providing of security,

maintenance, transportation, utilities, TV and Internet services, and other necessary services and equipment;

- (iv) To prepare and establish a budget to cover all the services to be supplied and/or performed and to assess each of the unit owners for the appropriate sums due therefor; and
- (v) To take legal action to enforce compliance with the terms of the AGREEMENTS, including the right to impose late charges and to file liens for non-payment.

2. This Corporation shall have all of the powers reasonably necessary to implement the purposes set forth in Article V.
3. This Corporation shall have all of the common law and statutory powers of a corporation organized under the Florida Corporations Not For Profit Act and any other powers granted under the Florida Statutes to such corporation.
4. The Corporation may procure, pay for and maintain such policies of insurance as may be deemed advisable and necessary to enable it to carry out the purposes and powers hereinabove enumerated and for the protection and indemnification of its officers and directors.
5. To make and change By- Laws to govern the Corporation as necessary.

#### ARTICLE VII – MEMBERS

The Association shall have two (2) classes of membership:

1. VOTING MEMBER – Condominium Owners Organization of Century Village East, Inc., a Florida not-for-profit corporation, through its Board of Directors, shall be the sole Voting Member of the Corporation. It shall have the sole right to vote

for and elect the directors of the Corporation and to remove any director with or without cause at anytime and to fill all vacancies of directors.

2. NON-VOTING MEMBERS – The owners of condominium parcels at CENTURY VILLAGE EAST shall comprise the Non-Voting Members of the Corporation. Upon the recordation of a deed establishing a change of record title to any condominium parcel and the execution of an assumption agreement, the new owner(s) designated by said deed shall become a Non-Voting Member of the Corporation and the membership of the prior owner(s) shall terminate.

#### ARTICLE VIII – DIRECTORS

The affairs of the Corporation will be managed by a Board of Directors presently consisting of nine (9) directors. The Board of Directors may be changed to a board of not less than seven (7) nor more than fifteen (15) directors, the exact number to be fixed as set forth in the manner provided for in the Bylaws of the Corporation. The Directors so elected shall serve in accordance to the Bylaws. The Directors shall be elected by the voting Member. Each director shall have one (1) vote at all directors' meeting. The Directors shall serve for a period as defined in the Bylaws. The directors shall serve for a period of one (1) year. The directors must be a non-voting member of the Corporation.

#### ARTICLE IX – OFFICERS

The Officers of the Corporation shall be a President, a Vice-President, a Secretary and a Treasurer, who shall be elected by the Board.

#### ARTICLE X

The Corporation shall have a perpetual existence.

ARTICLE XI

Every Director and every Officer of the Corporation will be indemnified by the Corporation against all expenses and liabilities, including legal fees reasonably incurred by or imposed upon him in connection with any action or proceeding or any settlement or any proceeding to which he/she may be a party or in which he may become involved by reason of his/her being or having been a Director or Officer of the Corporation, whether or not he is a Director or Officer at the time such expenses are incurred, except when the Director or Officer is charged with and adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. However, in the event of a settlement, indemnification will apply only in the event that the Board of Directors approves such settlement and reimbursement as being in the best interest of the Corporation. The foregoing right of indemnification will be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII

This Corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock, or to declare dividends and no part of the income shall inure to the individual benefit of its Members.

Approved by the Board of Directors this 29<sup>th</sup> day of SEPTEMBER, 2020.

  
Eli Okun, President

STATE OF FLORIDA  
COUNTY OF BROWARD

Before me, the undersigned authority, personally appeared Eli Okun, as President-, who, after being duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes expressed in such Articles, this 29<sup>th</sup> day of September, 2020.

*Sherrie P. Duffy* (SEAL)  
NOTARY PUBLIC

My Commission expires:

