



CFN 20140095413  
OR BK 26671 PG 1870  
RECORDED 03/18/2014 15:00:55  
Palm Beach County, Florida  
Sharon R. Bock, CLERK & COMPTROLLER  
Pgs 1870 - 1877; (8pgs)

This instrument was prepared by:  
Mark D. Friedman, Esq.  
BECKER & POLIAKOFF, P.A.  
625 North Flagler Drive - 7<sup>th</sup> Floor  
West Palm Beach, FL 33401  
(WC-112)

**CERTIFICATE OF RECORDING  
ARTICLES OF INCORPORATION OF  
WELLINGTON C CONDOMINIUM ASSOCIATION, INC.**

WHEREAS, the Declaration of Condominium for Wellington C Condominium has been duly recorded in the Public Records of Palm Beach County, Florida, in Official Records Book 1910 at Page 684; and

WHEREAS, the Association wants to record the Articles of Incorporation for Wellington C Condominium Association, Inc., which Articles of Incorporation were recorded with the Secretary of State on March 25, 1987, because this document has not been recorded in the Public Records of Palm Beach County, Florida; and

NOW, THEREFORE, the Association files the attached Articles of Incorporation not previously recorded.

IN WITNESS WHEREOF, we have set our hands and seals this 10<sup>th</sup> day of MARCH, 2014.

**WELLINGTON C CONDOMINIUM  
ASSOCIATION, INC.**

Natalie Hauptman  
Witness

By: Olivia Shaffer  
President

Natalie Hauptman  
(PRINT NAME)

Marilyn Figueroa  
Witness

Attest: Jean Moriarty  
Secretary

MARILYN FIGUEROA  
(PRINT NAME)

[Notary page to follow]

STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of MARCH, 2014, by OLIVIA STAFFER, as President, and JEAN MURPHY, as Secretary, of Wellington C Condominium Association, Inc., a Florida non-profit corporation.

Personally Known  OR  
Produced Identification   
CV/ID'S  
Type of Identification

NOTARY PUBLIC - STATE OF FLORIDA

Sign Ronald E. Massa  
Print RONALD E. MASSA  
My Commission expires:



ACTIVE: 5078440\_1

ARTICLES OF INCORPORATION

OF

WELLINGTON C CONDOMINIUM ASSOCIATION, INC

(A Corporation Not for Profit)

THE UNDERSIGNED hereby associates himself for the purpose of forming a corporation not for profit under Chapters 617 and 718, Florida Statutes, and certifies as follows

ARTICLE I

Name

The name of the corporation is WELLINGTON C CONDOMINIUM ASSOCIATION, INC (hereinafter referred to as the Association or the Condominium)

ARTICLE II

Purpose

A The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, Florida Statutes (hereinafter referred to as the "Act", for the operation of the Wellington C Condominium of Century Village at West Palm Beach, Palm Beach County, Florida

B The Association will make no distributions of income to its members (as defined in Article IV hereof), Directors or officers

ARTICLE III

Powers

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

A The Association will have all the powers of a corporation not for profit not in conflict with the terms of these Articles

B The Association will have all the powers and duties set forth in the Act except as limited by these Articles and the Declaration of Condominium for the Association, and it will have all the powers and duties reasonably necessary to operate said condominium pursuant to the Declaration of Condominium, as it may be amended from time to time, including but not limited to the following

- 1 To make and collect assessments against members in order to meet the common expenses of the condominium
- 2 To use the proceeds of assessments in the exercise of its powers and duties
- 3 To maintain, repair, replace and operate the condominium property,
- 4 To purchase insurance for the condominium property and for the protection of the Association and its members as-unit owners

5 To reconstruct improvements after casualty, and to further improve the condominium property

6 To make and amend reasonable regulations respecting the use of the condominium property

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

8 To enforce by legal means the provisions of the Act the Declaration of Condominium, these Articles, the By-Laws of the Association and the Regulations for the use of the condominium property

9 To contract for the management and operation of the condominium, including the common elements, and thereby to delegate powers and duties of the Association, except such as are specifically required to have approval of the Board of Directors or the membership of the Association

10 To employ personnel to perform the services required for the proper management and operation of the condominium

C The powers of the Association will be subject to and will be exercised in accordance with the provisions of the Declaration of Condominium, the By-Laws of the Association, and the Act

#### ARTICLE IV Members

A The members of the Association will be all record owners of units in the Condominium

B 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 unit

C The owner of each unit will be entitled to at least one (1) vote as a member of the Association. The exact number of votes to be cast by unit owners and the manner of exercising voting rights will be determined by the Declaration of Condominium the By-Laws of the Association, and the Act

#### ARTICLE V Directors

A The affairs of the Association will be managed by a Board of Directors. The number of Directors will be determined by the By-Laws of the Association, but shall consist of not less than three (3) Directors

B Except as provided in subsection V(D) hereof, Directors will be elected at the annual meeting of the members in the manner determined by the By-Laws of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided in the By-Laws of the Association and the Act

C Directors named in these Articles will serve until the election of Directors at the next annual meeting of the members and any vacancies in their number occurring before said meeting will be filled as provided in the By-Laws

D The names and addresses of the members of the First Board of Directors who will hold office until their successors are elected and have qualified or until removed, are as follows

Ben Wolfson	Wellington C-113 West Palm Beach, FL 33417
Rose Kagan	Wellington C-201 West Palm Beach, FL 33417
Karl Davis	Wellington C-305 West Palm Beach, FL 33417
Nathan Wicknin	Wellington C-306 West Palm Beach, FL 33417
Robert Rosenberg	Wellington C-308 West Palm Beach, FL 33417
Gertrude Sherman	Wellington C-312 West Palm Beach, FL 33417
Dr. Art Steer	Wellington C-110 West Palm Beach, FL 33417
Lynne Schulman	Wellington C-212 West Palm Beach, FL 33417

#### ARTICLE VI Officers

The affairs of the Association will be administered by the officers designated in the By-Laws of the Association. Said officers will be elected as provided in the By-Laws. The names and addresses of the officers who will serve until their successors are designated are as follows:

President	Ben Wolfson	Wellington C-113 West Palm Beach, FL 33417
Vice President	Nathan Wicknin	Wellington C-306 West Palm Beach, FL 33417
Secretary	Rose Kagan	Wellington C-201 West Palm Beach, FL 33417
Treasurer	Karl Davis	Wellington C-305 West Palm Beach, FL 33417

#### ARTICLE VII Indemnification

Every Director and every officer of the Association will be indemnified by the Association against all expenses and liabilities (including legal fees) reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in

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which he may become involved by reason of his being or having been a Director or officer of the Association whether or not he is a Director or officer of the Association at the time such expenses are incurred except when the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. Provided that in the event of a settlement, this right of indemnification will only apply if the Board of Directors approves such settlement and reimbursement as being in the best interests of the Association. 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 VIII**  
**By-Laws**

The By-Laws of the Association may be altered amended or rescinded in the manner provided by said By-Laws.

**ARTICLE IX**  
**Amendments**

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

A Notice of the subject matters of a proposed amendment must be included in the notice of any meeting at which a proposed amendment is considered.

B A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval or disapproval in writing provided such writing is delivered to the Secretary at or prior to the meeting.

C Proposed amendments may be passed if approved by not less than seventy-five percent (75%) of the votes of the entire membership of the Association.

D Provided, however, that no amendment may be made that is in conflict with the Act or the Declaration of Condominium or By-Laws.

E A copy of each amendment shall be filed with the Secretary of State, State of Florida.

**ARTICLE X**  
**Term**

The term of the Association will be perpetual.

**ARTICLE XI**  
**Incorporator**

The name and address of the Incorporator to these Articles of Incorporation is as follows:

Ben Wolfson  
Wellington Apartment C-113  
West Palm Beach, FL 33417

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ARTICLE XII  
Initial Registered Agent and Office

The street address of the initial registered office of this corporation is Wellington C-113, West Palm Beach, Florida 33417 and the initial registered agent for the corporation shall be Ben Wolfson whose address is the same as above

IN WITNESS WHEREOF the Incorporator to these Articles of Incorporation has hereunto affixed his seal this 10 day of March, 1988

Ben Wolfson  
BEN WOLFSON

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

BEFORE ME, the undersigned authority, this day personally appeared BEN WOLFSON, who acknowledged before me that he has executed the foregoing Articles of Incorporation for the uses and purposes expressed therein

WITNESS my hand and official seal in the County and State last aforesaid this 10 day of March, 1988

Healy Rogers  
NOTARY PUBLIC

My Commission Expires

EXPIRES 1 18  
NYC 63 31 2  
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CERTIFIED COPY

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for  
WELLINGTON C CONDOMINIUM ASSOCIATION, INC. at the place  
designated in the Articles of Incorporation, I hereby accept  
to act in this capacity, and agree to comply with the  
provisions of said Act relative to keeping open said office

By Brian Wilson  
BRIAN WILSON  
Registered Agent

Sworn to and subscribed before me  
this 10 day of March,  
1987

Paula Regener  
NOTARY PUBLIC  
My Commission Expires