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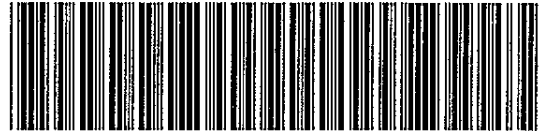
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SECRETARY OF STATE
TALLAHASSEE, FL 32310

C. J. 12/1

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Shore Villas Condominium Association of Ft. Pierce, FL.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: GUY + YUDIN, LLP
Name (Printed or typed)
55 EAST OCEAN BLVD.
Address
FT. ST. LUCIE, FL 34994
City, State & Zip
(772) 286-7372
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED
04 DEC 20 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SHORE VILLAS CONDOMINIUM ASSOCIATION OF HUTCHINSON ISLAND, INC.**

A Florida Corporation Not for Profit

The undersigned, all of whom are of legal age, hereby voluntarily associate themselves for the purpose of re-forming a corporation not for profit under Chapter 617, Florida Statutes, and certify the following as a replacement of the Articles of Incorporation filed December 10, 1984, amended October 23, 1987, and recorded in the official records of Martin County at Book 766, Pages 1514-1521, which corporation was administratively dissolved on October 11, 1991:

ARTICLE ONE

Name, Address, and Definitions

1.1 Name. The name of the corporation shall be **SHORE VILLAS CONDOMINIUM ASSOCIATION OF HUTCHINSON ISLAND, INC.**, a Florida non-profit corporation. For convenience, the corporation shall be referred to in this instrument as the Association, these Articles of Incorporation as Articles, and the By-Laws of the Association as the By-Laws.

1.2 Address. The Principal office of the corporation shall initially be located at 5267 N.E. Shore Village Terrace, Stuart, Florida, 33996.

ARTICLE TWO

Purpose

2.1 Purpose. The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, of the Florida Statutes, for the operation of SHORE VILLAS, A CONDOMINIUM, in Martin County, developed upon lands located in Martin County, Florida, as more particularly described in the Declaration of Condominium thereof, recorded at the official records of the county at Book 766, Page 1477, et seq.

ARTICLE THREE

Powers

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

3.1 General. The Association shall have all of the common-law and statutory powers of a corporation not-for-profit under the laws of Florida that are not in conflict with these Articles.

3.2 Enumeration The association shall have all of the powers and duties set forth in the Condominium Act, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration and the Condominium Act as same may be amended from time to time, including but not limited to the following:

(a) To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the condominium.

(b) To use the proceeds of assessments against members as unit owners to defray the costs, expenses and losses of the condominium.

(c) To buy or lease both real and personal property for condominium use, and to sell or otherwise dispose of property so acquired.

(d) To maintain, repair, replace and operate the condominium property and property acquired or leased by the association for use by unit owners.

(e) To purchase insurance upon the condominium property and insurance for the protection of the association and its members as unit owners.

(f) To reconstruct and repair improvements after casualty and to construct additional improvements of the condominium property.

(g) To make and amend reasonable regulations respecting the use and appearance of the property in the condominium.

(h) To approve and disapprove the leasing, transfer, mortgaging, ownership and possession of condominium units as may be provided by the Declaration of Condominium and the By-Laws.

(i) To enforce by legal means the provisions of applicable the Condominium Act, the Declaration of Condominium, these Articles, the By-Laws of the Association and the Rules and Regulations for the use of the property in the condominium.

(j) To operate and manage the condominium within the purpose and intent of the Declaration of Condominium and the Condominium Act and to contract for the management of the condominium. The Association shall, however, retain at all times the powers and duties granted it by the Condominium Act.

(k) To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to grant leases to those portions for this purpose, subject to the provisions of the Condominium Act.

(l) To employ personnel to perform the services required for proper operation of the condominium.

3.3 Purchase of Units The Association shall not have the power to purchase a condominium unit of the condominium except at sales in foreclosure of liens for assessments for common expenses, at which sales the Association shall bid no more than the amount secured by its lien. This provision shall not be changed without approval of 75% of the entire membership of the Association.

3.4 Condominium property. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

3.5 Distribution of income. The Association shall make no distribution of income to its members, directors or officers.

3.6 Limitation. 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 FOUR

Members

4.1 Membership. The members of the Association shall consist of all of the record owners of units in the condominium, and after termination of the condominium shall consist of those who are members at the time of the termination and their successors and assigns.

4.2 Evidence. Change of membership of the Association shall be established by the recording in the Martin County, Florida public records, of a deed or other instrument transferring ownership of a unit; provided, however, that the approval of the Association in the manner required by the Declaration of Condominium shall first have been obtained. The owner receiving title of the unit by instrument of transfer will be a member of the Association and the membership of the prior owner will be terminated. In the case of a unit which is owned by more than one person, all owners of the unit shall hold the membership jointly, which membership shall be considered as one membership.

4.3 Assignment. 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 the unit for which that share is held.

4.4 Voting. A member of the Association shall be entitled to one vote for each unit owned by him. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE FIVE

Directors

5.1 Number and Qualification. The affairs of the Association shall be managed by a board consisting of the number of directors determined by the By-Laws, but not less than three

directors, and in the absence of such determination shall consist of three directors. Directors need not be members of the Association.

5.2 Duties and powers. All of the duties and powers of the Association existing under the Condominium Act, the Declaration of Condominium, these Articles and the By-Laws shall be exercised exclusively by the board of directors, its agents, contractors or employees, subject only to approval by unit owners when that is specifically required.

5.3 Election; removal. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the board of directors shall be filled in the manner provided by the By-Laws.

5.4 Transfer of control. The transfer of control of the Association, including the first election of a majority of the directors by members of the Association other than the developer of the condominium, shall be governed by Section 718.301 of the Florida Statutes. The directors named in these Articles shall serve until their successors are elected by the members other than the developer; and any vacancies in their number occurring before the time for the election of their successor by the members other than the developer shall be filled by the remaining first directors, or if there are none, then by the developer.

5.5 First directors. The names and addresses of the member of the first board of directors of these articles of incorporation, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Sandra Henry	5267 N.E. Shore Village Terrace Stuart, Florida, 34996
Edward Henry	430 S.E. St. Lucie Blvd. Stuart, Florida 34996
George Lukas	1612 N.E. Ocean Blvd. Stuart, Florida 34996

ARTICLE SIX

Officers

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the board of directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the board of directors. The names and addresses of the officers who shall serve until their successors are designated by the board of directors are as follows:

President	Edward Henry 430 S.E. St. Lucie Blvd. Stuart, Florida 34996
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Vice-President

George Lukas
1612 N.E. Ocean Blvd.
Stuart, Florida 34996

Secretary-Treasurer

Sandra Henry
5267 N.E. Shore Village Terrace
Stuart, Florida 34996

ARTICLE SEVEN

Indemnification

Every director and officer of the Association, and every member of the Association serving the Association at its request, shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred or imposed upon such person in connection with any proceeding or any settlement of any proceeding to which such person may be a party or in which such person may become involved by reason of that person being or having been a director or officer of the Association or by reason of his serving or having served the Association at its request, whether or not that person is a director or officer or is serving at the time the expenses or liabilities are incurred; provided that in the event of a settlement before entry of judgment, and also when the person concerned is adjudged guilty of willful misfeasance or malfeasance in the performance of that person's duties, the indemnification shall apply only when the board of directors approves the settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE EIGHT

Amendments

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

8.1 Notice. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which the proposed amendment is to be considered.

8.2 Adoption. A resolution for the adoption of a proposed amendment may be proposed either by the board of directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may express their approval in writing, providing the approval is delivered to the secretary at or prior to the meeting. The approvals must be either:

(a) by not less than 75% of the entire membership of the board of directors and by not less than 66% of the votes of the entire membership of the Association; or

(b) by not less than 75% of the votes of the entire membership of the

Association.

8.3 Limitation. Provided, however, that no amendment shall make any changes in the qualifications for membership nor in the voting rights or property rights of members, nor any changes in Articles 3.3 through 3.6, inclusive, of these Articles of Incorporation, without approval in writing by all members and the joinder of all record owners of mortgages upon units. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of the Condominium.

8.4 Recording. A copy of each amendment shall be filed with, accepted and certified by the Secretary of State of Florida and be recorded in the Martin County, Florida public records.

ARTICLE NINE

Subscribers

The name and address of the incorporators of these Articles of Incorporation are as follows:

Sandra Henry

5267 N.E. Shore Village Terrace
Stuart, Florida, 34996

Edward Henry

430 S.E. St. Lucie Blvd.
Stuart, Florida 34996

ARTICLE TEN

Initial Office and Resident Agent

The street address of the initial office is: 5267 N.E. Shore Village Terrace, Stuart, Florida 34996.

The name of the initial resident agent of this corporation not for profit at that address is: Sandra Henry.

ARTICLE ELEVEN

By-Laws

The first By-Laws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded by the directors and members in the manner provided by the By-Laws.

ARTICLE TWELVE

Term

The term of the Association shall be perpetual.

IN WITNESS WHEREOF, the incorporators have executed these Articles of Incorporation this 17 day of December, 2004.

Sandra Henry
SANDRA HENRY, Incorporator

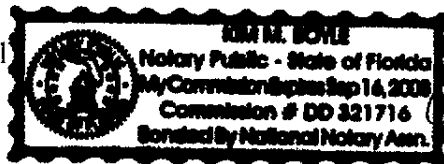
Edward D. Henry
EDWARD HENRY, Incorporator

STATE OF Florida
COUNTY OF Martin

I HEREBY CERTIFY that on the 16 day of December 2004 before me, officers duly authorized and acting, personally appeared SANDRA HENRY to me well known to be the person described herein ☒ OR who produced as identification _____ and who executed the foregoing Articles of Incorporation for the purposes expressed in said Articles, and acknowledged then and there before me that she executed said instrument.

WITNESS my hand and official seal at Martin County, Florida, this the 16 day of December, 2004.

(Notary Seal)



Kim M. Boyle
Notary Public

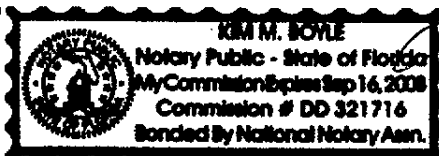
My Commission Expires: 9.16.08

STATE OF Florida
COUNTY OF Martin

I HEREBY CERTIFY that on the 17 day of December 2004 before me, officers duly authorized and acting, personally appeared EDWARD HENRY to me well known to be the person described herein ☒ OR who produced as identification _____ and who executed the foregoing Articles of Incorporation for the purposes expressed in said Articles, and acknowledged then and there before me that she executed said instrument.

WITNESS my hand and official seal at Martin County, Florida, this the 17 day of December, 2004.

(Notary Seal)




Kim M. Boyle
Notary Public

My Commission Expires: 9.16.08

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of SHORE VILLAGE CONDOMINIUM ASSOCIATION OF HUTCHINSON ISLAND, INC., a Florida non-profit corporation, as named and at the place designated in the foregoing Articles of Incorporation. I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance as registered agent.

DATED this 16 day of December, 2004


SANDRA HENRY, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA