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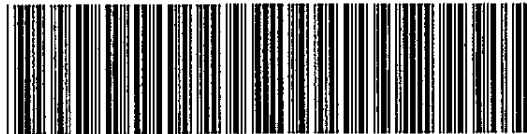
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2005 NOV - 8 A 10:10
TALLAHASSEE, FLORIDA

COVER LETTER

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

SUBJECT: Delray Ocean Estates North Homeowners Association, Inc.
(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: Jeffrey L. Greenberg, Esquire
Name (Printed or typed)

4800 N. Federal Hwy., Suite 304D
Address

Boca Raton, Florida 33431
City, State & Zip

561-361-9400
Daytime Telephone number

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

FILED

ARTICLES OF INCORPORATION

2005 NOV -8 A 10:10

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DELRAY OCEAN ESTATES NORTH

HOMEOWNERS ASSOCIATION, INC.

(A non-profit corporation)

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes in existence as of the date of filing these Articles with the Secretary of State of Florida, (the Florida Not For Profit Corporation Act") and certifies as follows:

ARTICLE I

The name of the corporation shall be DELRAY OCEAN ESTATES NORTH 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 Delray Ocean Estates North as same may be amended from time to time (the "Declaration"), including the establishment and enforcement of payment of charges, Assessments and fines 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 power 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 assess fines against Members and their Lots, in accordance with the Declaration;

F. To reconstruct Improvements upon the Property after casualty and to further improve the Property;

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

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

I. To adopt rules and regulations and Traffic Regulations for use of the Property;

J. To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws, the Declaration of Use, the Traffic Regulations and the rules and regulations promulgated by the Association for the use of the Property;

K. To provide for management and maintenance and to authorize a management entity to assist the Association in carrying out its powers and duties by performing such functions as the collection of Assessments and fines, preparation of records, enforcement of rules and maintenance of the Common Property. 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 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 L, the Association shall not have the power to bring suit or to litigate on behalf of the Association, the Members or Owners without express prior written consent of at least seventy-five percent (75%) of the Owners. The foregoing restriction shall not apply to suits or litigation brought on behalf of the Association

to collect assessments, enforce liens, bring injunctive action or otherwise to enforce the Declaration, these 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.

M. To obtain insurance on the insurable property.

N. 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 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 Declarations.

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. Until such times as Developer relinquishes control of the Association, as described in the Declaration, Developer shall have the right to appoint all members of the Board of Directors and to approve the appointment of all officers of the Association and no action of the membership of the Association shall be effective unless, and until, approved by the Developer. Further, until turnover of control by Developer, as aforesaid, no director or officer need be a Member of the Association. After turnover of control of the Association, and so long as Developer owns any property within Delray Ocean Estates North, Developer shall have the right to appoint one (1) member of the Board of Directors; such director need not be a Member of the Association, however, all other directors and all officers must be Members of the Association. The number of directors constituting the initial Board is three (3) and they shall serve until such time as Developer relinquishes control of the Association or until replaced by Developer. Commencing with the first annual meeting of Members following the date on which Developer relinquishes control of the Association, the directors shall be elected by the Members of the Association at the annual

meeting, except that Developer shall have the right to appoint one (1) member of the Board of Directors, as described hereinabove. The Developer shall be entitled at any time, and from time to time, to remove or replace any director originally appointed by the Developer. The Developer may waive or relinquish in whole or in part any of its rights to appoint any one or more of the directors it is entitled to appoint. The following persons shall constitute the initial Board of Directors:

<u>Name</u>	<u>Address</u>
R. Nicholas Diamond	1177 George Bush Blvd. Suite 100 Delray Beach, Florida 33483
Timothy Diamond	1177 George Bush Blvd. Suite 100 Delray Beach, Florida 33483
Joseph C. Diamond	1177 George Bush Blvd. Suite 100 Delray Beach, Florida 33483

OFFICERS

Officers shall be elected by the Board of Directors at the annual meetings of the Directors, as provided in the By-Laws. Until such time as Developer relinquishes control of the Association, as provided in the Declaration, however, Developer shall have the right to approve all of the officers elected. The initial officers shall consist of a President, Vice President, Secretary and Treasurer. The following persons shall serve as officers until the first election:

R. Nicholas Diamond	President
Joseph C. Diamond	Vice-President
Timothy Diamond	Secretary/Treasurer

ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and Officer 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:

<u>Name</u>	<u>Address</u>
R. Nicholas Diamond	1177 George Bush Blvd. Suite 100 Delray Beach, Florida 33483

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 Institutional Mortgagee, without the express prior written consent of the Institutional Mortgagee. Until such time as Developer relinquishes control of the Association, no amendments to the By-Laws shall be effective unless Developer shall have joined in and consented thereto in writing. 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 amendment shall conflict with the terms of the Declaration or adversely affect the rights of Developer, without Developer's prior written approval; and provided further that no amendment, alteration or rescission may be made which affects the rights or privileges of any Institutional Mortgagee, without the express prior written consent of the Institutional Mortgagee so affected. Any attempt to amend contrary to these prohibitions shall be of no force or effect.

ARTICLE XI

NON-CONDOMINIUM ASSOCIATION

The Association is not intended to be a condominium association and is not being created in accordance with Florida Statutes Chapter 718, in existence as of the date of filing these Articles with the Florida Secretary of State.

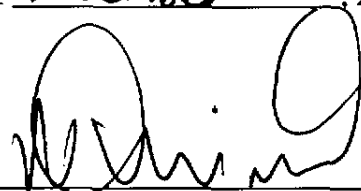
ARTICLE XII

REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be Greenberg & Strelitz, P.A., 4800 N. Federal Highway, Suite 304D, Boca Raton, Florida 33431. The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

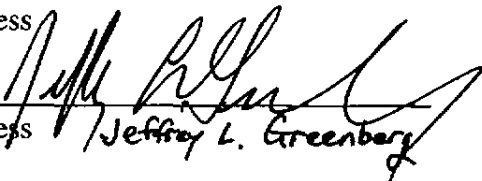
IN WITNESS WHEREOF, the Incorporator has executed these Articles of Incorporation at Delray Beach, Palm Beach County, Florida this 7th day of November, 2005.

Signed, sealed and delivered
in the presence of:



R. Nicholas Diamond, Incorporator

Witness



Witness

Jeffrey L. Greenberg

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this _____ day of _____, 2005, by R. Nicholas Diamond who is personally known to me and who did take an oath.

[Seal]

NOTARY PUBLIC

Print Name of Notary Public

FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED AND
ACCEPTANCE BY REGISTERED AGENT**

2005 NOV 8 A 10:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with section 48.091, Florida Statutes, the following is submitted:

That Delray Ocean Estates North Homeowners Association, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal office of business at 1177 George Bush Blvd., Suite 100, Delray Beach, Florida 33483, has named Greenberg & Strelitz, P.A., whose office address is 4800 N. Federal Highway, Suite 304D, Boca Raton, Florida 33431 as its agent to accept service of process within Florida.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby accepts appointment as registered agent, agrees to act in this capacity, and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent.

GREENBERG & STRELITZ, P.A., a Florida
professional association,

By: _____


Jeffrey L. Greenberg, President