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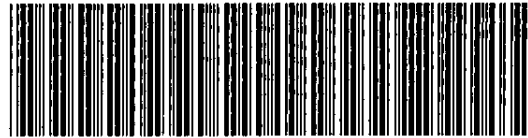
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11 DEC 13 AM 10:55

PS 12/14/11

ROSS EARLE & BONAN, P.A.

ATTORNEYS AT LAW
ROYAL PALM FINANCIAL CENTER
SUITE 101
789 SOUTH FEDERAL HIGHWAY
STUART, FLORIDA 34994

DEBORAH L. ROSS
DAVID B. EARLE†
ELIZABETH P. BONAN
JACOB E. ENSOR
JOHN P. CARRIGAN
†CERTIFIED CIVIL MEDIATOR

OF COUNSEL
THOMAS K. GALLAGHER
W. MARTIN BONAN, LLC

December 9, 2011

Secretary of State
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301


RE: North River Seven Association, Inc.

Dear Sir or Madam:

Enclosed for filing are Articles of Incorporation for the above referenced Association, along with a photocopy to be date stamped and returned to this office in the postpaid envelope enclosed for your convenience. A check in the amount of \$70.00 for your fee is also enclosed.

Thank you for your assistance in this matter and should you have any questions, please do not hesitate to call.

Sincerely,



John P. Carrigan, Esquire
JPC/kmr
enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

11 DEC 13 AM 10:55

**ARTICLES OF INCORPORATION
OF
NORTH RIVER SEVEN ASSOCIATION, INC.**

(A Condominium Association)

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit, under Chapter 617, Florida Statutes 2010, and certify as follows:

**ARTICLE 1
NAME**

The name of the corporation will be NORTH RIVER SEVEN ASSOCIATION, INC. For convenience, the corporation will be referred to in this instrument as the Association.

**ARTICLE 2
PURPOSE**

2.1 The purpose for which the Association is organized is to provide an entity pursuant to the Condominium Act, which is Chapter 718, Florida Statutes, for the operation of a condominium, upon the following lands lying in Martin County, Florida:

Lot 10, Block 25, Section 6, NORTH RIVER SHORES, according to the Plat thereof, recorded in Plat Book 3, Page 88, Martin County, Florida, Public Records, also described as YOVAN and HAJAS MINOR PLAT as recorded in Plat Bok 5, Page 101, Martin County, Florida, Public Records.

2.2 The Association will make no distributions of income to its members, directors or officers.

**ARTICLE 3
POWERS**

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

3.1 The Association will have all of the common law and statutory powers of a corporation not for profit that are not in conflict with the terms of these Articles.

3.2 The Association will have all of the powers and duties set forth in the Condominium Act, except as limited by these Articles and the Declaration of Condominium for the condominium operated by the Association and it will have all of 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:

- a. To make and collect assessments against members to defray the costs, expenses and losses of the condominium.
- b. To use the proceeds of assessments in the exercise of its powers and duties.
- c. To maintain, repair, replace and operate the condominium properties.
- d. To purchase insurance for the condominium properties and insurance for the protection of the Association and its members as condominium unit owners.
- e. To reconstruct improvements after casualty and to further improve the condominium properties.
- f. To make and amend reasonable regulations respecting the use of the condominium properties.
- g. To approve or disapprove the transfer, mortgage and ownership of condominium units as may be provided by the Declaration of Condominium and the Bylaws of the Association.
- h. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of the condominium properties.
- i. To contract for the management and operation of the condominium, including the common elements, and to thereby delegate all powers and duties of the Association, except such as are specifically required to have approval of the Board of Directors or of the membership of the Association.
- j. To lease such portions of the common elements of the condominium as are susceptible to separate management and operation.
- k. To enter into leases, as Lessee.
- l. To employ personnel to perform the services required for the proper management and operation of the condominium.

3.3 All funds, except such portions thereof as are expended for the common expenses of the condominium, and the titles of all properties will be held in trust for the members of the Association, in accordance with their respective interests under the Declaration of Condominium, and in accordance with the provisions of these Articles of Incorporation and the Bylaws of the Association.

3.4 The powers of the Association will be subject to and will be exercised and in accordance with the provisions of the Declaration of Condominium and the Bylaws of the Association.

ARTICLE 4 MEMBERS

4.1 The members of the Association will consist of all of the record owners of the condominium units in the condominium, said condominium units being apartments of various types; and after termination of any condominium will consist of those who were members of the terminated condominium at the time of such termination, their successors and assigns, and of the record owners of condominium units in the remaining condominiums.

4.2 After receiving approval of the Association, change of membership will be established by recording in the public records of Martin County, Florida, a deed or other instrument establishing a record title to a condominium unit and by the delivery to the Association of a copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

4.3 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 condominium unit.

4.4 The owner of each condominium unit shall be entitled to one vote as a member of the Association. The exact number of votes to be cast by owners and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE 5 DIRECTORS

5.1 The affairs of the Association will be managed by a board consisting of the number of directors determined by the Bylaws of the Association, but not less than three directors; and in the absence of such determination shall consist of three directors. Directors must be members of the Association.

5.2 Directors of the Association will be elected at the annual meeting of the members in the manner determined by the Bylaws of the Association. Directors may be removed and vacancies on the Board of Directors will be filled in the manner provided by the Bylaws of the Association.

5.3 The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified or until removed, are as follows:

Robert Vence	974 NW Spruce Ridge Drive, Unit 2 Stuart, FL 34994
Les Ferrullo	974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Carol Ferrullo	974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Bob St. John	974 NW Spruce Ridge Drive, Unit 4 Stuart, FL 34994

ARTICLE 6 OFFICERS

The affairs of the Association will be administered by the officers designated in the Bylaws of the Association. Said officers will be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and will serve at the pleasure of the Board of Directors. The names and addresses of the current officers who will serve until their successors are designated are as follows:

President	Robert Vence 974 NW Spruce Ridge Drive, Unit 2 Stuart, FL 34994
Vice President	Les Ferrullo 974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Secretary	Carol Ferrullo 974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Treasurer	Bob St. John 974 NW Spruce Ridge Drive, Unit 4 Stuart, FL 34994

ARTICLE 7 INDEMNIFICATION

Every director and every officer of the Association will be indemnified by the Association against all expenses and liabilities including counsel 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 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 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 the indemnification will apply only when the Board of Directors approve such settlement and reimbursement as being for 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 8 AMENDMENTS

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

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

8.2 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 such approval is delivered to the secretary at or prior to the meeting, except as elsewhere provided.

a. Such approvals must be by not less than 75% of the entire membership of the Board of Directors, and by not less than 50% (4 of 7) of the votes of the entire membership of the Association; or

b. By not less than 66% (5 of 7) of the votes of the entire membership of the Association.

8.3 Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of members, without approval in writing by all members and the joinder of all record owners of mortgagees upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium.

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

**ARTICLE 9
TERM**

The term of the Association shall be perpetual.

**ARTICLE 10
PRINCIPAL OFFICE**

The principal office and mailing address of the Association shall be:

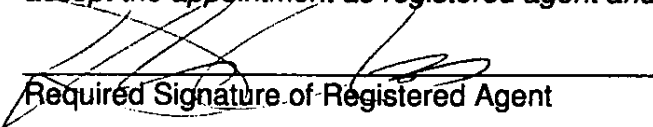
974 NW Spruce Ridge Drive
Stuart, FL 34994

**ARTICLE 10
REGISTERED AGENT**

The name and address of the registered agent for the corporation is:

Deborah Ross
Ross Earle & Bonan, P.A.
789 S. Federal Highway, Suite 101
Stuart, Florida 34994

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Required Signature of Registered Agent

12/7/11
Date

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DIVISION OF CORPORATIONS
11 DEC 13 AM 10:55

**ARTICLE 11
INCORPORATORS**

The names and addresses of the incorporators of these Articles of Incorporation are as follows:

Leslie M. Ferrullo	974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Carol A. Ferrullo	974 NW Spruce Ridge Drive, Unit 1 Stuart, FL 34994
Robert L. Vence	974 NW Spruce Ridge Drive, Unit 2 Stuart, FL 34994
Karen L. Vence	974 NW Spruce Ridge Drive, Unit 2 Stuart, FL 34994
Robert St. John	974 NW Spruce Ridge Drive, Unit 4 Stuart, FL 34994
Judith St. John	974 NW Spruce Ridge Drive, Unit 4 Stuart, FL 34994
John Peter Jackson	974 NW Spruce Ridge Drive, Unit 5 Stuart, FL 34994
Jacqueline A. Jackson	974 NW Spruce Ridge Drive, Unit 5 Stuart, FL 34994
William V. Nichols	974 NW Spruce Ridge Drive, Unit 6 Stuart, FL 34994
Antonia V. Fascenda	974 NW Spruce Ridge Drive, Unit 6 Stuart, FL 34994

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 18 day of November.

DEC 13 AM 10:55

WITNESSES AS TO LESLIE M. FERRULLO: **NORTH RIVER SEVEN ASSOCIATION, INC.**

Lea Pollak
Printed Name: Lea Pollak

Jane S. Matthews
Printed Name: JANE L. MATTHEWS

By: [Signature]
Leslie M. Ferrullo, Incorporator

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 11/18, 2011, by Leslie M. Ferrullo, [] who is personally known to me, or [M] who has produced identification [Type of Identification: Driver's License].

Notarial Seal



Devon Granda
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 18 day of November.

WITNESSES AS TO CAROL A. FERRULLO: **NORTH RIVER SEVEN ASSOCIATION, INC.**

Lea Pollak
Printed Name: Lea Pollak

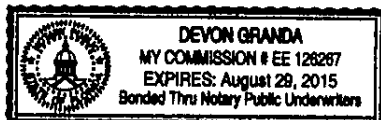
Jane S. Matthews
Printed Name: JANE L. MATTHEWS

By: [Signature]
Carol A. Ferrullo, Incorporator

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 11/18, 2011, by Carol A. Ferrullo, [] who is personally known to me, or [M] who has produced identification [Type of Identification: Driver's License].

Notarial Seal



Devon Granda
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 21 day of Nov 2011. FILED 13 AM 10:55

WITNESSES AS TO ROBERT L. VENCE:

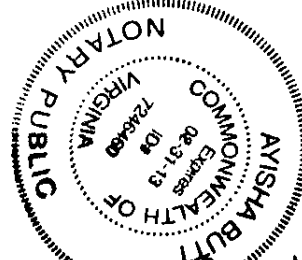
NORTH RIVER SEVEN
ASSOCIATION, INC.

Kenneth Amore
Printed Name: Kenneth Amore

By: Robert L. Vence
Robert L. Vence, Incorporator

Josephine Jones
Printed Name: Josephine Jones

STATE OF VA
COUNTY OF Arlington



The foregoing instrument was acknowledged before me on 21, Nov, 2011, by Robert L. Vence, [] who is personally known to me, or [] who has produced identification [Type of Identification: FL DL].

Aisha Butt
Notary Public

Notarial Seal

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 21 day of Nov 2011.

WITNESSES AS TO KAREN L. VENCE:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Kenneth Amore
Printed Name: Kenneth Amore

By: Karen L. Vence
Karen L. Vence, Incorporator

Josephine Jones
Printed Name: Josephine Jones

STATE OF VA
COUNTY OF Arlington



The foregoing instrument was acknowledged before me on Nov 21, 2011, by Karen L. Vence, [] who is personally known to me, or [] who has produced identification [Type of Identification: FL DL].

Aisha Butt
Notary Public

Notarial Seal

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 17 day of November 2011 AM 12:55

WITNESSES AS TO ROBERT ST. JOHN:

NORTH RIVER SEVEN
ASSOCIATION, INC.

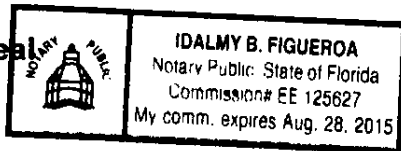
[Signature]
Printed Name: Idalmy Figueroa
[Signature]
Printed Name: T Benson

By: [Signature]
Robert St. John, Incorporator

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on Nov. 17th, 2011, by Robert St. John, [] who is personally known to me, or [☒] who has produced identification [Type of Identification: FL DL].

Notarial Seal



[Signature]
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 17 day of November 2011.

WITNESSES AS TO JUDITH ST. JOHN:

NORTH RIVER SEVEN
ASSOCIATION, INC.

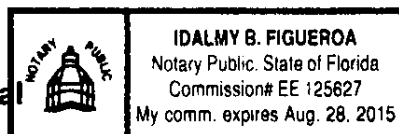
[Signature]
Printed Name: Idalmy Figueroa
[Signature]
Printed Name: T Benson

By: Judith St. John
Judith St. John, Incorporator

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on Nov. 17th, 2011, by Judith St. John, [] who is personally known to me, or [☒] who has produced identification [Type of Identification: FL DL].

Notarial Seal



[Signature]
Notary Public

11 DEC 13 AM 10:55

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 18 day of November.

WITNESSES AS TO JOHN PETER JACKSON:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Tara L. Matthews
Printed Name: TARA L. MATTHEWS

By: John Peter Jackson
John Peter Jackson, Incorporator

Modeline M. Jones
Printed Name: modeline m. Jones

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 11/18, 2011, by John Peter Jackson, [] who is personally known to me, or [X] who has produced identification [Type of Identification: Driver's License].

Notarial Seal



Devon Granda
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 18 day of November.

WITNESSES AS TO JACQUELINE A. JACKSON:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Tara L. Matthews
Printed Name: TARA L. MATTHEWS

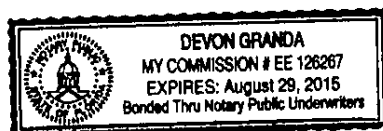
By: J. A. Jackson
Jacqueline A. Jackson, Incorporator

Modeline M. Jones
Printed Name: modeline m. Jones

STATE OF Florida
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 11/18, 2011, by Jacqueline A. Jackson, [] who is personally known to me, or [X] who has produced identification [Type of Identification: Passport].

Notarial Seal



Devon Granda
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 27 day of November.

11 DEC 13 AM 10:55

WITNESSES AS TO WILLIAM V. NICHOLS:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Mylisa Phillips
William V. Nichols
Printed Name: Mylisa Phillips

By:

William V. Nichols
William V. Nichols, Incorporator

Lauren Litterer
Printed Name: Lauren Litterer

STATE OF New Jersey
COUNTY OF Monmouth

The foregoing instrument was acknowledged before me on November 27 2011, by William V. Nichols, [] who is personally known to me, or [] who has produced identification [Type of Identification: New Jersey Driver License].

NILE O FRANKLIN
NOTARY PUBLIC
STATE OF NEW JERSEY

Notarial Seal

My Commission Expires March 30, 2018

Nile O Franklin
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 27 day of November.

WITNESSES AS TO ANTONIA V. FASCENDA:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Lauren Litterer
Printed Name: Lauren Litterer

By:

Antonia V. Fascenda
Antonia V. Fascenda, Incorporator

Alyana Jones
Printed Name: Alyana Jones

STATE OF New Jersey
COUNTY OF Monmouth

The foregoing instrument was acknowledged before me on November 27, 2011, by Antonia V. Fascenda, [] who is personally known to me, or [] who has produced identification [Type of Identification: New Jersey Driver License].

Notarial Seal

Nile O Franklin
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 7th day of December 2011.

11 DEC 13 AM 10:55

WITNESSES AS TO ROBERT COLLINS:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Virginia P. Sherlock
Printed Name: Virginia P. Sherlock

By: Robert Collins
Robert Collins, Incorporator

Inez L. Willis
Printed Name: Inez L. Willis

STATE OF FL
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 12/7, 2011, by Robert Collins, [☒] who is personally known to me, or [☐] who has produced identification [Type of Identification: _____].



Inez L. Willis
Notary Public

IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 8th day of December 2011.

WITNESSES AS TO RITA MEDWID:

NORTH RIVER SEVEN
ASSOCIATION, INC.

Barbara Schneider
Printed Name: Barbara Schneider

By: Rita Medwid
Rita Medwid, Incorporator

Inez L. Willis
Printed Name: Inez L. Willis

STATE OF FL
COUNTY OF Martin

The foregoing instrument was acknowledged before me on 12/8, 2011, by Rita Medwid, [☒] who is personally known to me, or [☐] who has produced identification [Type of Identification: _____].



Inez L. Willis
Notary Public


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DIVISION OF CORPORATIONS

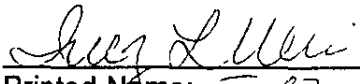
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IN WITNESS WHEREOF, the undersigned incorporator has caused these presents to be signed on this 8th day of November.

WITNESSES AS TO DONALD C. COLLINS: NORTH RIVER SEVEN
ASSOCIATION, INC.


Printed Name: DORA M J J J

By: 
Donald C. Collins, Incorporator


Printed Name: Inez L. Willis

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me on 12/8, 2011,
by Donald C. Collins, [] who is personally known to me, or [x] who has produced
identification [Type of Identification: FL DL].

Notarial Seal


Notary Public

