

2016/05/09 14:29:50 3

Division of Corporations

Page 1 of 2

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H16000114813 3)))



H160001148133ABCZ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 617-6381

From:
Account Name : AKERMAN LLP - ORLANDO
Account Number : 076656002425
Phone : (407) 423-4000
Fax Number : (407) 843-6610

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: Jim.Vandewoud@kbox.com

FLORIDA PROFIT/NON PROFIT CORPORATION
CYPRESS KEY PROPERTY OWNERS ASSOCIATION, INC.

Certificate of Status	0
Certified Copy	7
Page Count	01
Estimated Charge	\$131.25

RECEIVED

16 MAY -9 PM 2:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 MAY -9 AM 10:32

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu

Corporate Filing Menu

Help

((H16000114813 3)))

ARTICLES OF INCORPORATION
OF
CYPRESS KEY PROPERTY OWNERS ASSOCIATION, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 MAY -9 AM 10:32

ARTICLE I
NAME

The name of this corporation shall be CYPRESS KEY PROPERTY OWNERS ASSOCIATION, INC., a Florida Not For Profit Corporation. For convenience, the corporation shall be referred to in these Articles of Incorporation ("Articles") as the "Association."

ARTICLE II
DURATION

Existence of the Association shall commence with the filing of these Articles with the Florida Department of State Division of Corporations. The Association shall have perpetual existence.

ARTICLE III
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is organized for the purpose of enforcing, and fulfilling the objectives and purposes stated in, the Declaration of Covenants, Conditions, Easements, and Restrictions for Cypress Key (the "Declaration") to be recorded in the Public Records. Capitalized terms used above or herein without definition shall have the same meanings given to such terms in the Declaration. The Association is not formed for pecuniary profit, the Association shall not pay dividends, and no part of any income or assets of the Association shall be distributed to its Members, the Owners, the Directors, or the Officers.

ARTICLE IV
PRINCIPAL OFFICE

The initial principal office and mailing address of the Association is located at c/o K. Hovnanian Cypress Key, LLC, 3601 Quantum Blvd., Boynton Beach, Florida 33426.

ARTICLE V
REGISTERED OFFICE AND AGENT

K. Hovnanian Cypress Key, LLC, whose address is c/o Jim Vanderwoud, 3601 Quantum Blvd., Boynton Beach, Florida 33426, is hereby appointed the initial registered agent of the Association and the registered office shall be at said address.

((H16000114813 3)))

ARTICLE VI
MEMBERSHIP

Each Person which qualifies as a Member of the Association in accordance with the Declaration shall be a Member of the Association, and such membership shall carry all rights, restrictions, benefits, interests, limitations, obligations, and liabilities granted, created, established, or reserved pursuant to the Governing Documents.

ARTICLE VII
VOTING RIGHTS

7.1 A Member's right to vote shall vest immediately upon such Member's qualification for membership as provided in the Declaration and these Articles. All voting rights of a Member shall be exercised in accordance with and subject to the restrictions and limitations provided in the Governing Documents.

7.2 Unless elsewhere specifically provided to the contrary in the Declaration or these Articles, any provision of the Governing Documents which requires the vote or approval of a majority or other specified fraction or percentage of the total voting interests of the Members, shall be deemed satisfied by either of the following:

A. The vote in person or by proxy of the majority or other specified fraction or percentage of the total voting interests of the Members at a meeting duly called and noticed pursuant to the provisions of the Bylaws dealing with Annual Meetings or Special Meetings of the Members.

B. Written consents signed by the majority or other specified fraction or percentage of the total voting interests of the Members.

7.3 Except as provided otherwise in the Declaration or these Articles, a quorum at Member meetings shall consist of a majority of the Members, whether represented in person or by proxy. Subject to any contrary provision or requirement contained in the Declaration, if a quorum is present, the affirmative vote of a majority of voting interests of the Members represented at a meeting and entitled to vote on the subject matter shall constitute the acts of the Members, except when approval by a greater vote is required by the Governing Documents or by Florida law. When a specified item of business is required to be voted upon by a particular class of Members, a majority of the voting interests such class of Members shall constitute a quorum for the transaction of such item of business by that class, unless provided to the contrary in the Articles, in the Declaration, or otherwise required by Florida law. After a quorum has been established at a meeting, the subsequent withdrawal of a Member so as to reduce the number of votes at the meeting below the number required for a quorum shall not affect the validity of any action taken at the meeting or any adjournment thereof. Except as provided in the Declaration, (a) in no event shall there be a meeting or vote of the Members of the Association without the affirmative vote of the Member that represents the Commercial Parcel, and (b) in no event shall

((H16000114813 3)))

there be a meeting or vote of the Members of the Association without the affirmative vote of the Member that represents the Residential Parcel.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors who shall be appointed or elected pursuant to the provisions of the Declaration and the Bylaws. The number of Directors constituting the initial Board of Directors shall be as set forth in the Declaration. The names and addresses of the persons who are to act in the capacity of initial Directors until the election and qualification of their successors are:

<u>Name</u>	<u>Address</u>
Stuart Kennedy	K. Hovnanian Cypress Key, LLC 3601 Quantum Blvd. Boynton Beach, FL 33426
Gabe Burden	K. Hovnanian Cypress Key, LLC 3601 Quantum Blvd. Boynton Beach, FL 33426
Michael Caputo	K. Hovnanian Cypress Key, LLC 3601 Quantum Blvd. Boynton Beach, FL 33426
Derek Fenech	K. Hovnanian Cypress Key, LLC 3601 Quantum Blvd. Boynton Beach, FL 33426
Lewis Birnbaum	K. Hovnanian Cypress Key, LLC 3601 Quantum Blvd. Boynton Beach, FL 33426

OFFICERS

The affairs of the Association shall be administered by the Officers. The names and addresses of the persons who are to act in the capacity of Officers until the appointment/election and qualification of their successors are:

((H16000114813 3)))

((H16000114813 3)))

Stuart Kennedy - President

K. Hovnanian Cypress Key, LLC
3601 Quantum Blvd.
Boynton Beach, FL 33426

Gabe Burden - Vice President

K. Hovnanian Cypress Key, LLC
3601 Quantum Blvd.
Boynton Beach, FL 33426

Michael Caputo – Secretary

K. Hovnanian Cypress Key, LLC
3601 Quantum Blvd.
Boynton Beach, FL 33426

Derek Fenech – Treasurer

K. Hovnanian Cypress Key, LLC
3601 Quantum Blvd.
Boynton Beach, FL 33426

AMENDMENT

These Articles may be changed, amended, or modified at any time and from time to time, by the Members in the same manner as the Members may change, amend, or modify the Declaration, as set forth in the Declaration.

ARTICLE IX INDEMNIFICATION

9.1 Every Director and every Officer shall be indemnified by the Association against all expenses and liabilities, including attorneys' and other professionals' fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, or any settlement of any proceeding, or any appeal from such 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, or having served at the Association's request as a director or officer of any other Person, whether or not he so serves the Association at the time such expenses are incurred, regardless of by whom the proceeding is brought, except in relation to matters as to which any such Director or Officer shall be adjudged liable for gross negligence or willful misconduct, provided that in the event of a settlement, the indemnification shall apply only when the Board approves such settlement and reimbursement as being in the best interest of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

9.2 Expenses incurred in defending a suit or proceeding whether civil, criminal, administrative, or investigative may be paid by the Association in advance of the final disposition of such action, suit, or proceeding, if authorized by a majority of the Directors or unanimous vote of the Members, only upon receipt of a written agreement or undertaking by or on behalf of such Director or Officer to repay such amounts if it shall ultimately be determined

((H16000114813 3)))

that such Director or Officer is not to be indemnified by the Association as authorized by these Articles.

9.3 The Association shall have the power to purchase at its expense and maintain insurance on behalf of any Person who is or was a Director or Officer, or is or was serving at the request of the Association as a director or officer of another Person, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of these Articles.

ARTICLE X
BYLAWS

The first Bylaws of the Association shall be adopted by the Parties on even date herewith and may be altered, amended, or rescinded in the manner provided in the Declaration.

ARTICLE XI
INCORPORATOR

The name and address of the Incorporator of this corporation is as follows:

Name

Address

Robert M. Poppell, Esq.

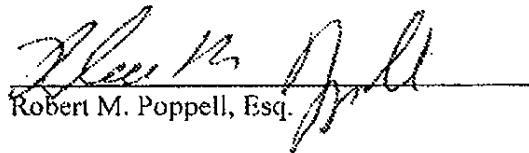
Akerman LLP
420 S. Orange Ave., Ste. 1200
Orlando, FL 32801

ARTICLE XII
NON-STOCK CORPORATION

The Association is organized on a non-stock basis and shall not issue shares of stock evidencing membership in the Association; provided, however, that in the Board's discretion, membership in the Association may, from time to time, be evidenced by a certificate of membership which shall contain a statement that the Association is a corporation not for profit.

IN WITNESS WHEREOF, the undersigned has signed this Articles of Incorporation this 9th day of May, 2016.

"INCORPORATOR"


Robert M. Poppell, Esq.

((H16000114813 3)))

((H16000114813 3)))

**CERTIFICATE DESIGNATING REGISTERED AGENT
FOR SERVICE OF PROCESS**

Pursuant to the provisions of Chapters 48 and 617 of the Florida Statutes, the corporation identified below hereby submits the following Certificate Designating Registered Agent for Service of Process ("Certificate") in designation of the registered office and registered agent in the State of Florida.

CYPRESS KEY PROPERTY OWNERS ASSOCIATION, INC., desiring to organize as a not for profit corporation under the laws of the State of Florida, with its registered office at c/o Jim Vanderwoud, 3601 Quantum Blvd., Boynton Beach, Florida 33426, has named K. Hovnanian Cypress Key, located at the above-registered office, as its registered agent to accept service of process within the State of Florida.

ACKNOWLEDGMENT:

Having been named as registered agent for the above-stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of a registered agent under the laws of the State of Florida, accept to act as registered agent for the above-stated corporation, and agree to comply with the provisions of all laws applicable to the performance of such office.

K. HOVNANIAN CYPRESS KEY, LLC,
a Florida limited liability company

By: [Signature]
Print Name: Michael A. Caputo
Title: Director of Land Acquisition

Dated: April 27, 2016

FILED
CLERK OF STATE
OFFICE OF THE CLERK
16 MAY -9 AM 10:32

((H16000114813 3)))