

N16000007801

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

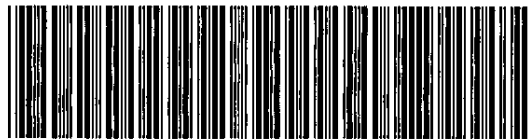
(Document Number)

Certified Copies \_\_\_\_\_

Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600288379996

07/29/16--01007--003 \*\*78.75

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
16 JUL 29 AM 11:23

# J. ATWOOD TAYLOR, III, CHARTERED, P. L.

---

COURTHOUSE EXECUTIVE CENTER  
2145 14TH AVENUE, SUITE 15  
VERO BEACH, FLORIDA 32960  
772-567-4770 | 772-539-2932  
jatwoodtayloriiiichartered@gmail.com

July 27, 2016

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
Corporate Filings  
P. O. Box 6327  
Tallahassee, Florida 32314

**RE: 21 Royal Harbour Property Owners' Association, Inc.**

Dear Sirs:

In regard to the above, please find enclosed my operating account check in the amount of \$78.75, along with the original of the Articles of Incorporation for filing for the named entity. Please file the enclosed Articles of Incorporation and then confirm that filing by forwarding to me a certified copy (the check enclosed includes the cost of the certification).

If you have any questions, please give me a call. Both my office number and cell number are set out above (along with my email address, of course). Thank you.

Sincerely,



J. Atwood Taylor, III

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

16 JUL 29 AM 11:23

**ARTICLES OF INCORPORATION  
OF  
21 ROYAL HARBOUR PROPERTY OWNERS' ASSOCIATION, INC.**

The undersigned Incorporator hereby files these Articles of Incorporation pursuant to Chapter 617 of the laws of the State of Florida.

The said entity shall function pursuant to and have the powers delineated in the provisions of Chapters 607, 617, and 720, respectively, of the *Florida Statutes* and pursuant to general law.

**ARTICLE I. NAME**

The name of the corporation shall be as follows:

**21 ROYAL HARBOUR PROPERTY OWNERS' ASSOCIATION, INC.**

The principal place of business of this corporation (hereinafter referred to as either the "corporation" or as the "Association") shall be 21 Royal Palm Pointe, Vero Beach, Florida 32960 and the mailing address shall be 7 Royal Palm Pointe, Suite 1, Vero Beach, Florida 32960.

**ARTICLE II. PURPOSE OF POWERS**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation, and architectural control of the Lots and Common Area within that certain tract of property described as and referred to as being, in these Articles of Incorporation, *21 ROYAL HARBOUR*:

The Plat of 21 ROYAL PALM POINTE, according to the plat thereof, as recorded in Plat Book 28, Page 34, of the Public Records of Indian River County, Florida, being a re-plat of Lots 10 and 11, Block 1, VERO ISLES, according to the plat thereof, as recorded in Plat Book 3, Page 18 of the Public Records of Indian River County, Florida

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions, and Restrictions for 21 Royal Harbour (hereinafter referred to as the "Declaration") applicable to the property and to be recorded in the Office of the Clerk of the Circuit Court of Indian River County, Florida and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth herein in full, including as periodically modified and amended; such powers include the authority to adopt rules and regulations, to file suit and be sued, and to contract for necessary services for the benefit of the Association;

(b) fix, levy, assess, collect, and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate,

maintain, convey, sell, lease, transfer, dedicate, for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the asset of two-thirds (2/3rds) of the voting interests of the members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the two-thirds (2/3rds) of the voting interests of the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3rds) of the voting interests of the members, agreeing to such dedication, sale or transfer;

(f) participate in mergers and consolidations with other not-for-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3rds) of the voting interests of the members;

(g) have and exercise any and all powers, rights, and privileges that a corporation organized under Chapter 607, Chapter 617, Chapter 720, respectively, *Florida Statutes*, by law may now or thereafter have or exercise, including but not limited to all of the powers set forth in Section 617.0302, *Florida Statutes*.

The Association shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm-water management system.

### **ARTICLE III. MEMBERSHIP**

Every person or entity, who is a record owner of a fee or undivided fee interest of any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include parties that hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

### **ARTICLE IV. ADDRESS**

The street address of the initial registered office of the corporation shall be 7 Royal Palm Pointe, Suite 1, Vero Beach, Florida 32960, and the name of the initial registered agent of the corporation at that address is Bob Nelson.

### **ARTICLE V. TERM OF EXISTENCE**

This corporation shall be deemed to exist and its operation commenced upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida, Tallahassee, Florida. This corporation is to exist perpetually.

### **ARTICLE VI. VOTING RIGHTS**

The Association shall have two (2) classes of voting membership:

**Class A.** Class A members shall be all Owners, with the exception of the Declarant, and shall be

entitled to one (1) vote for each Lot owned. When more than one (1) person holds an interest any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any Lot.

**Class B.** The Class B member shall be the Declarant, 21 ROYAL CLUB, LLC, a Florida limited liability company, as further denominated and defined in the Declaration, and shall be entitled to ten (10) votes for each Lot owned.

#### **ARTICLE VII. DISSOLUTION**

The Association may be dissolved with the assent given in writing and executed by not less than seventy-five (75%) percent of the voting interests of the members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any not-for-profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm-water management system must be transferred to and accepted by an entity that would comply with Section 40C-42.027, F.A.C., and be approved by the St. Johns River Water Management District prior to such termination, dissolution, or liquidation.

#### **ARTICLE VIII. BOARD OF DIRECTORS**

This corporation initially shall have three (3) directors. The names and street addresses of the initial directors are as follows:

BOB NELSON  
1875 Tarpon Lane, Unit 201  
Vero Beach, FL 32960

RITA CHANFRAU  
7 Royal Palm Pointe, Suite 1  
Vero Beach, FL 32960

GEORGE F. ALLEN  
7 Royal Palm Pointe  
Vero Beach, FL 32960.

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
16 JUL 29 AM 11:23

The above parties shall serve as directors until any one or more of them resigns or is recalled or by applicable law must relinquish his seat on the Board. The manner in which the directors shall be elected shall be as specified and set forth in the By-Laws adopted by the corporation.

#### **ARTICLE IX. AMENDMENTS**

Amendment of these Articles shall require the assent of seventy-five (75%) percent of the voting interests of the members. The right to amend the By-Laws shall be vested in the members as set forth therein.

#### **ARTICLE X. PRIORITY**

In the event of conflict between these Articles of Incorporation and the Declaration, the Declaration

shall control. In the event of conflict between these Articles of Incorporation and the By-Laws of the Association, these Articles of Incorporation shall control.

#### **ARTICLE XI. INCORPORATOR**

The name and street address of the Incorporator to these Articles are as follows:

**J. ATWOOD TAYLOR, III, CHARTERED, P.L.**  
2145 14<sup>th</sup> Avenue, Suite 15, Vero Beach, Florida 32960.

**IN WITNESS WHEREOF**, the undersigned has caused these presents to be executed this 27<sup>th</sup> day of July, 2016.

**"INCORPORATOR"**

**J. ATWOOD TAYLOR, III, CHARTERED, P.L.**

By: 

7/27/16  
**J. ATWOOD TAYLOR, III, Manager**

#### **ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION**

BOB NELSON, whose address is as follows: 7 Royal Palm Pointe, Suite 1, Vero Beach, Florida 32960, which is the same address as set forth in Article IV hereof, having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, *Florida Statutes*, and other applicable law.

  
**BOB NELSON**

Date: July 25, 2016

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
16 JUL 29 AM 11:23