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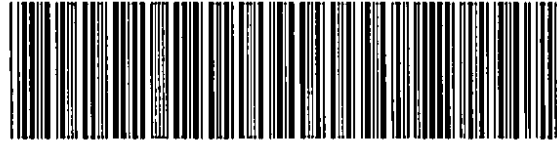
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J REYES
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17 NOV 14 PM 7:11
FALL ARIZONA

COVER LETTER

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

SUBJECT: Seabreeze Neighborhood Improvement 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: Corry D. Brown, Esq.
Name (Printed or typed)

420 S. Nova Road
Address

Daytona Beach, FL 32114
City, State & Zip

386-238-8383
Daytime Telephone number

Corry@StorchLawfirm.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION
OF
SEABREEZE NEIGHBORHOOD IMPROVEMENT ASSOCIATION, INC.,
a Florida not-for-profit corporation

Pursuant to Section 617, Florida Statutes, Corey D. Brown, whose address is 420 South Nova Road, Daytona Beach, FL 32114, as Incorporator, creates these Articles of Incorporation for the purposes set forth below.

ARTICLE I

NAME

The name of the corporation, herein called the "Association," is Seabreeze Neighborhood Improvement Association, Inc., and its principal office and mailing address is 815 North Oleander Avenue, Daytona Beach, Florida 32118.

ARTICLE II

PURPOSE AND POWERS

The Corporation is organized exclusively to engage in all lawful acts or activities for which Florida not-for-profit corporations may be organized, including one or more of the following purposes:

The purpose for which the Association is organized is to provide an entity, pursuant to Florida Law, for a neighborhood improvement association for the Seabreeze community, located in Daytona Beach, Florida.

The Association is organized and shall exist on a non-stock basis as a corporation not for profit under the laws of the State of Florida, and no portion of any earning of the Association shall be distributed or inure to the private benefit of any member, director or officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a corporation not for profit under the laws of the State of Florida and of a neighborhood improvement association, except as expressly limited or modified by these Articles, the Operating Agreement and the Bylaws; and it shall have all of the powers and duties

reasonably necessary to operate the association pursuant to the said documents, as they may hereafter be amended, including but not limited to the following:

A. To allocate charitable contributions for physical improvements or other projects that benefit the Seabreeze neighborhood.

B. To make, amend and enforce reasonable rules and regulations in the manner set forth in the Bylaws.

C. To enforce the provisions of these Articles and any Operating Agreement, Bylaws or Rules and Regulations of the Association.

D. To employ any professional personnel to perform the services required for proper operation of the Association.

ARTICLE III

MEMBERSHIP

The members of the Association shall be any owners of property within the Seabreeze neighborhood from the centerline of University Blvd. to the centerline of Seabreeze Blvd. between the river and ocean.

ARTICLE IV

TERM

The term of the Association shall be perpetual.

ARTICLE V

BYLAWS

The Bylaws of the Association may be altered, amended, or rescinded in the manner provided therein.

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CLERK OF SUPERIOR COURT
JACKSONVILLE, FLORIDA

ARTICLE VI

DIRECTORS AND OFFICERS

A. The affairs of the Association shall be administered by a Board of Directors consisting of the number of directors determined by the Bylaws, but not less than five (5) directors, and in the absence of such determination shall consist of five (5) directors.

B. Except for the initial directors appointed by the Incorporator, directors of the Association shall be elected by the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws. Notwithstanding the foregoing, unless the Bylaws state otherwise, one (1) director shall be selected by the person or entity that provides the largest amount of charitable contributions to the Association for the preceding two (2) years. A new director shall be appointed every 2 years after the initial appointment based on the largest amount of charitable contributions, as specified above.

C. The business of the Association shall be conducted by the officers designated in the Bylaws. The officers shall be elected each year by the Board of Directors at its first meeting after the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board.

ARTICLE VII

INITIAL DIRECTORS

The initial directors of the Association shall be:

<u>Name</u>	<u>Address</u>
Tracey Remark	815 North Oleander Ave., Daytona Beach, FL 32118
Anand Jobalia	444 Seabreeze Blvd., Daytona Beach, FL 32118
Mary Weegie Kuendig	718 N. Wild Olive Ave., Daytona Beach, FL 32118
Anita Gallentine	836 N. Grandview Ave., Daytona Beach, FL 32118
Fernando Neves	400 Jessamine Blvd., Daytona Beach, FL 32118

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NOV 14 PM 7:12
CLERK OF DISTRICT COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
DAYTONA BEACH, FLORIDA

ARTICLE VIII

AMENDMENTS

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

A. Proposal. Amendments to these Articles may be proposed by a majority of the Board or by a written petition to the Board, signed by at least two-thirds (2/3) of the voting interests of the Association.

B. Vote Required. A proposed amendment shall be adopted if it is approved by at least two-thirds (2/3) of the voting interests who are present and voting, in person or by proxy, at any annual or special meeting called for the purpose.

C. Certificate; Recording. An amendment shall become effective upon filing with the Secretary of State and recording a Certificate of Amendment in the Public Records of Volusia County, Florida, with the formalities required by Florida law.

ARTICLE IX

INDEMNIFICATION

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every director and every officer of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

A. Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

B. A violation of criminal law, unless the director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

C. A transaction from which the director or officer derived an improper personal benefit.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a director or officer may be entitled.

ARTICLE X

INITIAL REGISTERED AGENT

The initial registered office of the Association shall be at: Storch Law Firm, 420 South Nova Road, Daytona Beach, FL 32114.

The initial registered agent at said address shall be: Corey D. Brown, Esq.

[Signatures on following pages.]

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17 NOV 14 PM 7:12
CLERK OF DISTRICT COURT
DADE COUNTY, FLORIDA

WHEREFORE, the Incorporator has caused these Articles of Incorporation to be executed this 28 day of August, 2017.

WITNESS:

[Signature]
Name: A. Joseph Posey

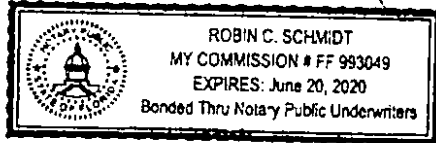
[Signature]
Name: Robin C. Schmidt

INCORPORATOR:

By: [Signature]
Corey D. Brown

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 28 day of August, 2017, by COREY D. BROWN, ☒ who is personally known to me or ☐ who has produced _____ as identification.

[Signature]
Notary Public, State of Florida
My Commission Expires:


17 NOV 14 PM 7:12
[Vertical Stamp]


CERTIFICATE DESIGNATING REGISTERED AGENT
FOR THE SERVICE OF PROCESS IN THIS STATE

PURSUANT to Chapters 48 and 617, Florida Statutes, the following is submitted in compliance with said Act:

The Seabreeze Neighborhood Improvement Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office at 815 North Oleander Avenue, Daytona Beach, Florida 32118, has named Corey D. Brown, Esq., with an office located at Storch Law Firm, 420 South Nova Road, Daytona Beach, FL 32114, as its Registered Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Registered Agent
Date: 8/28/17

FILED
17 AUG 14 PM 7:12
CLERK OF COURT
DAYTONA BEACH, FLORIDA