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KENNEDY & PYLE

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\*Florida Bar Certified Real Estate Specialist

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July 22, 1996

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

000001903060  
-07/24/96--01047--004  
\*\*\*\*122.50 \*\*\*\*122.50

RE: Riverbreeze Condominium Association, Inc.

Dear Sir:

Enclosed herewith are the original and one copy of the Articles of Incorporation for the referenced corporation, together with our trust account check of \$122.50 for cost of the following:

Filing Fee	\$ 35.00
Certified Copy of Charter	52.50
Registered Agent Fee	<u>+ 35.00</u>
<b>TOTAL:</b>	<b>\$122.50</b>

Please return the certified copy of your certificate to the attention of the undersigned. Thank you for your attention to this request.

Very truly yours,

*R. Michael Kennedy*  
R. Michael Kennedy

RMK/jh

Enclosures

cc: Riverbreeze Condominium Association, Inc.

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**ARTICLES OF INCORPORATION  
OF  
RIVERBREEZE CONDOMINIUM ASSOCIATION, INC.**

We, the undersigned, hereby associate ourselves together for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, pursuant to Florida Statutes Chapter 617, and hereby certify as follows:

**ARTICLE I**

The name of this corporation shall be RIVERBREEZE CONDOMINIUM ASSOCIATION, INC., whose principal office and mailing address are located at 2140 South Palmetto, #2, South Daytona, Florida 32119. The registered office address and principal office address are the same.

**ARTICLE II**

The general purpose of this corporation not-for-profit shall be as follows:

To be the "Association" (as defined in The Condominium Act of the State of Florida, Florida Statutes Chapter 718) for the operation of Riverbreeze Condominium, 2110 South Palmetto Avenue, South Daytona, Florida 32119, to be created pursuant to the provisions of The Condominium Act, and as such Association to operate and administer the Condominium and to carry out the functions and duties of the Condominium as set forth in the Declaration of Condominium establishing the Condominium and the exhibits attached thereto.

**ARTICLE III**

All persons who are Owners of Condominium Units within the Condominium shall automatically be members of this corporation. Such membership shall automatically terminate when such person is no longer an Owner of a Condominium Unit. Membership in the corporation shall be limited to such Condominium Unit Owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be recorded in the Public Records of Volusia County, Florida.

**ARTICLE IV**

This corporation shall have perpetual existence.

**ARTICLE V**

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

<u>Name</u>	<u>Address</u>
Florentino Melendez	2140 South Palmetto, #2 South Daytona, Florida 32119
Kathleen Melendez	2140 South Palmetto, #2 South Daytona, Florida 32119
Diane Melendez	2140 South Palmetto, #2 South Daytona, Florida 32119

**ARTICLE VI**

Section 1

The affairs of the corporation shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one year or until their successors shall be elected and shall qualify. Provisions for such election, and provisions for the removal, disqualification and resignation of Directors and for filling vacancies on the Board of Directors shall be established by the Bylaws.

Section 2

The principal officers of the corporation shall be the President, Vice-President, Secretary and Treasurer who shall be elected from time to time and in the manner set forth in the Bylaws. The Secretary and Treasurer may be combined and the position may be held by one person.

**ARTICLE VII**

The names of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and the Bylaws, are as follows:

Florentino Melendez	President
Kathleen Melendez	Vice-President

Diane Melendez Secretary

Diane Melendez Treasurer

### ARTICLE VIII

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

Florentino Melendez 2140 South Palmetto, #2  
South Daytona, Florida 32119

Kathleen Melendez 2140 South Palmetto, #2  
South Daytona, Florida 32119

Diane Melendez 2140 South Palmetto, #2  
South Daytona, Florida 32119

### ARTICLE IX

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors. Prior to the time the real property and improvements have been submitted to condominium ownership by recording the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter, rescind or modify said Bylaws by a majority vote. After the real property and improvements have been submitted to

condominium ownership by recording the Declaration of Condominium, the Bylaws may be amended, altered, modified or supplemented by a vote as set forth therein.

#### **ARTICLE X**

These Articles of Incorporation may be amended from time to time by a vote of a majority of the members of the corporation provided said vote is conducted at a regular or special meeting of the corporation after proper notice of said meeting has been duly given.

#### **ARTICLE XI**

This corporation shall have all of the powers as set forth in Florida Statutes Chapter 617 or its successor, together with all the powers set forth in The Condominium Act of the State of Florida and all powers granted to it by the Declaration of Condominium with exhibits attached thereto, including the power to contract for the management of the Condominium.

#### **ARTICLE XII**

This corporation shall not issue shares of stock and no dividend and no part of the income of the corporation shall be distributed to its members, directors or officers. Excess receipts over disbursements, if any, shall be applied against future expenses and reserves as appropriate. The corporation may compensate, in a reasonable manner, its

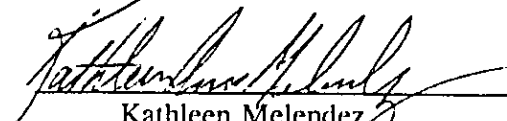
members, directors or officers for services rendered, may confer benefits upon its members in conformity with its general purposes and upon dissolution or final liquidation may make distribution to its members as is permitted by the Court having jurisdiction thereof and no payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

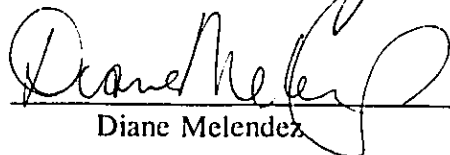
**ARTICLE XIII**

The street address of the initial registered office of this corporation is 2140 South Palmetto, #2, South Daytona, Florida 32119, and the name of the initial registered agent of this corporation at that address is Florentino Melendez.

IN WITNESS WHEREOF, the subscribers hereto have set their hands and seals this 19<sup>th</sup> day of June, 1996.

  
\_\_\_\_\_[SEAL]  
Florentino Melendez

  
\_\_\_\_\_[SEAL]  
Kathleen Melendez

  
\_\_\_\_\_[SEAL]  
Diane Melendez

STATE OF FLORIDA  
COUNTY OF VOLUSIA

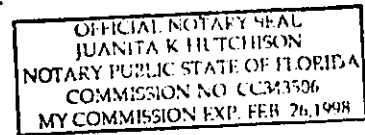
The foregoing instrument was acknowledged before me this 18th day of June, 1996, by FLORENTINO MELLENDEZ, who is  personally known to me or who has  produced \_\_\_\_\_ as identification.

\_\_\_\_\_  
Notary Public  
Title or Rank

Juanita K. Hutchison  
Notary Signature

\_\_\_\_\_  
Commission Number

JUANITA K. HUTCHISON  
Notary Name Printed  
My Commission Expires:



STATE OF MASSACHUSETTS  
COUNTY OF Worcester

The foregoing instrument was acknowledged before me this 19th day of June, 1996, by KATHLEEN MELENDEZ, who is  personally known to me or who has  produced driver license as identification.

\_\_\_\_\_  
Notary Public  
Title or Rank

William F. McCullough  
Notary Signature

\_\_\_\_\_  
Commission Number

William F. McCullough  
Notary Name Printed  
My Commission Expires: 9/7/01



STATE OF FLORIDA  
COUNTY OF VOLUSIA

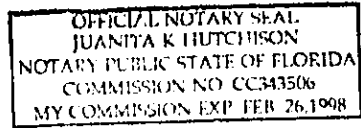
The foregoing instrument was acknowledged before me this 18th day of June, 1996, by DIANE MELENDEZ, who is  personally known to me or who has  produced \_\_\_\_\_ as identification.

\_\_\_\_\_  
Notary Public  
Title or Rank

Juanita K. Hutchison  
Notary Signature

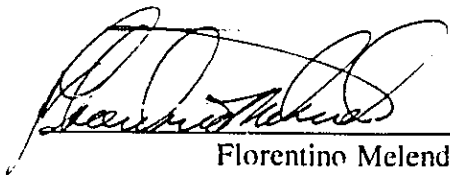
\_\_\_\_\_  
Commission Number

JUANITA K. HUTCHISON  
Notary Name Printed  
My Commission Expires:



**ACCEPTANCE BY REGISTERED AGENT**

THE UNDERSIGNED, having been named to accept service of process for the above-stated corporation, at the place designated in the foregoing Articles of Incorporation, hereby accepts to act in this capacity and agrees to comply with the provisions of Section 48.091, Florida Statutes, and all other provisions thereof, relative to keeping open said office.

  
Florentino Melendez