

N 98000001596



ACCOUNT NO. : 072100000032

REFERENCE : 747014 11381A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : March 19, 1998

ORDER TIME : 9:52 AM

ORDER NO. : 747014-005

CUSTOMER NO: 11381A

CUSTOMER: James H. Ryan, Esq
GARY DYTRYCH & RYAN

Suite 402
701 U.S. Highway 1
North Palm Beach, FL 33408

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DIVISION OF CORPORATIONS
98 MAR 19 PM 2:37

DOMESTIC FILING

NAME: YHR DOCK OWNERS' ASSOCIATION, INC. 2000002462112--8
-03/19/98--01054--027
****122.50 ****122.50

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Glisar

EXAMINER'S INITIALS:

cf 3/19/98

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98 MAR 19 AM 11:39
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION
OF
YHR DOCK OWNERS' ASSOCIATION, INC.**

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In compliance with the requirements of Chapter 617, Florida Statutes, the undersigned do hereby make, subscribe and acknowledge that they have voluntarily associated themselves together for the purpose of forming a corporation not for profit under Chapter 617 of the Florida Statutes, as amended, and do hereby certify as follows:

**ARTICLE I
NAME**

The name of the corporation shall be **YHR DOCK OWNERS' ASSOCIATION, INC.**, hereinafter called the "Association".

**ARTICLE II
PRINCIPAL OFFICE**

The principal office of the Association shall be located at 19578 Harbor Road, Jupiter Heights, Florida 33469.

**ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE**

1. James H. Ryan is hereby appointed the initial registered agent of this Association, and his address which is 701 U.S. Highway One, Suite 402, North Palm Beach, Florida 33408 is designated as the initial registered office of the Association.

**ARTICLE IV
PURPOSE**

The purpose for which this Corporation of organized is to provide an entity for the maintenance, preservation, architectural control and operation of a dock on County right-of-way on the eastern side of Harbor Road South appurtenant to the residence located at 19578 Harbor Road, Jupiter Heights, Florida ("Property") in Palm Beach County, Florida. This Association does not contemplate pecuniary gain or profit to the members thereof, will make no distribution of income to its members, Directors, or officers, and the specific purposes for which it is formed are to provide for the maintenance, preservation and architectural control of the Property and to promote the health, safety, and welfare of the residents within the Property.

ARTICLE V
POWERS

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

5.1 The Association shall have all of the common law and statutory powers of a corporation not for profit under Florida law that are not in conflict with the terms of these Articles and the By-Laws as amended from time to time.

5.2 The Association shall have all of the powers and duties set forth in the Florida Not For Profit Corporation Act, as more particularly described in these Articles, and all of the powers and duties reasonably necessary to operate the Property as it may be amended from time to time, including but not limited to the following:

A. To fix, levy, collect and enforce payment by any lawful means all charges or assessments against members to defray the costs, expenses and losses of the Property;

B. To use the proceeds of assessments in the exercise of its powers and duties;

C. To acquire (by gift, purchase or otherwise), own, hold, build upon, maintain, repair, replace, operate, 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. To purchase insurance upon the Property and insurance for the protection of the Association and its members;

E. To reconstruct improvements after casualty and make further improvements to the property;

F. To make and amend reasonable Rules and Regulations and any of its Exhibits respecting the use of the Property; provided, however, that all such amendments to the Rules and Regulations shall be approved by not less than fifty-one (51%) percent of the votes of the entire membership of the Board of Directors, before such shall become effective, and all such amendments to the Declaration and any of its Exhibits shall be approved in the manner specified in the Articles of Incorporation and By-Laws respectively, before such amendments shall become effective;

G. To enforce by legal means the provisions of the Not For Profit

Corporation Act, the Declaration, these Articles, the By-Laws of the Association, and the Rules and Regulations for the use of the Property;

H. To contract for the management of this Association;

I. To contract for the management or operation of portions of the Common Areas susceptible to separate management or operation, and to lease such portions;

J. To employ personnel to perform the services required for proper operation of the Property;

K. To borrow money, and with the assent of seventy-five percent (75%) of the votes of the entire membership, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

L. To participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Areas provided that such merger, consolidation, or annexations shall have the assent of seventy-five percent (75%) of the votes of the entire membership.

5.3 All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Articles of Incorporation, and the By-Laws.

5.4 The powers of the Corporation shall be subject to and shall be exercised in accordance with the provisions of the By-Laws.

ARTICLE VI **MEMBERS**

6.1 The member(s) of the Association shall consist of only those persons who are record owners of the Property or from time to time and at the sole discretion of the Property Owner other persons who are record owners of the waterfront properties that have docks in the canal on the eastern side of Harbor Road South.

6.2 A change of membership in the Association shall be established by recording in the Public Records of Palm Beach County, Florida, a deed or other instrument of like style and form and the delivery to the Association of a copy of such instrument. The owners designated by such instrument thus become members of the Association, and the membership of the prior owner is terminated.

6.3 Membership shall be appurtenant to and may not be separated from ownership of any Owner which is subject to assessment by the Association.

ownership of any Owner which is subject to assessment by the Association.

ARTICLE VII **VOTING RIGHTS**

Members shall be entitled to one vote.

ARTICLE VIII **DIRECTORS**

8.1 The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) Directors nor more than seven (7) Directors, who must be members of the Association, except that the Developer-elected Directors need not be members of the Association. The number of Directors may be changed as described in the By-Laws of the Association.

8.2 Directors of the Association shall be elected at the annual meeting of the members, in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

8.3 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 they are removed, are as follows:

<u>Name</u>	<u>Address</u>
Richard Levine	19578 Harbor Road Jupiter Heights, FL 33469
Ingrid Levine	19578 Harbor Road Jupiter Heights, FL 33469
Stephen Oldham	115 Juno Street Jupiter, FL 33458

8.5 Directors shall be elected for one (1) year terms until the next Annual Meeting of Members of the Association.

ARTICLE IX **OFFICERS**

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names of the officers who shall serve until their successors are designated by the Board of Directors following the first annual meeting of the members are as follows:

Richard Levine	President
Ingrid Levine	Vice President/Secretary

ARTICLE X **INDEMNIFICATION**

Every Director, Officer and employee of the Association will be indemnified by the Association against all expenses and liabilities, including legal fees, reasonably incurred by or imposed upon him in connection with any proceeding whether civil, criminal, administrative or investigative, 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, if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful, except that no indemnification shall be made in respect of any claim, issue or matter as to which such person shall have been adjudged to be liable for gross negligence or misfeasance or malfeasance in the performance of his duty to the Association. Provided that, in the event of a settlement this right of indemnification will only apply if the Board of Directors approves such settlement and reimbursement as being in the best interest 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 XI **DISSOLUTION**

The Association may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of the votes of the entire membership. 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 nonprofit corporation, association, trust, or other organization to be devoted to purposes as similar as practically possible to those to which they are required to be devoted by the Association.

ARTICLE XII **DURATION**

The Association shall exist perpetually.

ARTICLE XIII **BY-LAWS**

The first By-Laws of the Association shall be adopted by the Board of Directors named herein, and may be altered, amended or rescinded in the manner provided in the By-Laws.

ARTICLE XIV **AMENDMENTS**

Amendments to the Articles may be proposed by any member of the Association or the Board of Directors, at a meeting convened in accordance with the By-Laws and except as provided elsewhere, if approved by:

14.1 Not less than seventy five percent (75%) of the entire membership of the Board of Directors, and not less than a majority of the votes of the membership of the Association, at a duly called meeting; or

14.2 Not less than sixty-six and two-thirds percent (66-2/3%) of the votes of the entire membership of the Association at a duly called meeting.

ARTICLE XV **SUBSCRIBERS**

The name and address of the subscriber to these Articles of Incorporation is as follows:

Richard Levine

19578 Harbor Road
Jupiter Heights, FL 33469

IN WITNESS WHEREOF, the undersigned has subscribed his name to the Articles of Incorporation of YHR Dock Owners' Association, Inc., a corporation not for profit.

WITNESSES:

YHR DOCK OWNERS' ASSOCIATION, INC.

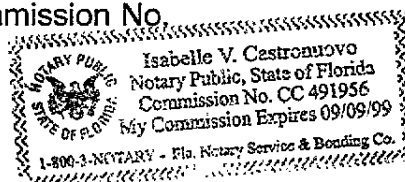
Isabelle V. Castronuovo By: Richard Levine, President
Richard Levine, as its President
Dated: March 16, 1998

STATE OF FLORIDA
COUNTY OF PALM BEACH

BEFORE ME the undersigned officer duly authorized to take acknowledgments, this day, personally appeared RICHARD LEVINE, as the President of YHR Dock Owners' Association, Inc., to me personally known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed and did (did not) take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 16TH day of MARCH, 1998.

Isabelle V. Castronuovo
Notary Public
My Commission Expires:
Commission No.

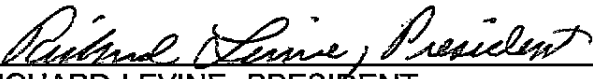


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,
THE FOLLOWING IS SUBMITTED:**

YHR DOCK OWNERS' ASSOCIATION, INC.

**DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE
STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
19578 HARBOR ROAD, JUPITER HEIGHTS, FLORIDA, STATE OF
FLORIDA, HAS NAMED JAMES H. RYAN, LOCATED AT 701 U.S.
HIGHWAY ONE, SUITE 402, NORTH PALM BEACH, FL 33408, PALM
BEACH COUNTY, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.**



RICHARD LEVINE, PRESIDENT
DATED: March 16, 1998

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL
STATUTES RELATIVE TO THE PROPERTY AND COMPLETE
PERFORMANCE OF MY DUTIES.**



JAMES H. RYAN

**STATE OF FLORIDA
COUNTY OF PALM BEACH**

BEFORE ME the undersigned officer duly authorized to take acknowledgments,
this day, personally appeared RICHARD LEVINE, as President of YHR Dock Owners'

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Association, Inc. to me personally known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes herein expressed and did (did not) take an oath.

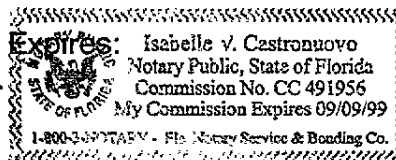
WITNESS my hand and official seal in the State and County aforesaid this 16TH day of MARCH, 1998.

Isabelle V. Castronovo

Notary Public

My Commission Expires:

Commission No.



**STATE OF FLORIDA
COUNTY OF PALM BEACH**

BEFORE ME the undersigned officer duly authorized to take acknowledgments, this day, personally appeared JAMES H. RYAN, to me personally known to be the person described in and who executed the foregoing Certificate Designating Registered Agent, and he acknowledged before me that he executed the same for the purposes herein expressed and did (did not) take an oath.

WITNESS my hand and official seal in the State and County aforesaid this 9TH day of MARCH, 1998.

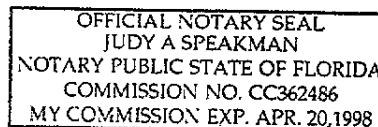
Judy A. Speakman

Notary Public

My Commission Expires:

Commission No.

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