

ARTICLES OF INCORPORATION
OF
CYPRESS KEY VILLAS ASSOCIATION, INC.

FILED
AUG 4 11 42 AM '82
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617, Florida Statutes and the Laws of the State of Florida, applicable to corporation not for profit, under the following charter.

ARTICLE I
NAME

The name of the corporation shall be CYPRESS KEY VILLAS ASSOCIATION, INC.

ARTICLE II
OBJECT

The purpose for which the corporation is organized shall be to operate, administer and maintain a swimming pool, recreation area, and properties commonly or individually owned by the residents of the CYPRESS KEY VILLAS ASSOCIATION, INC., according to the Plat thereof recorded in Plat Book No. 43, pages 72 and 73, Public Records Palm Beach County, Florida, located in the City of Atlantis, Palm Beach County, Florida.

ARTICLE III

The powers of the corporation shall include the following:

(a) To have all of the common law and statutory powers of a corporation not for profit under the Laws of the State of Florida.

(b) To have all of the powers reasonably necessary to implement the purposes of a corporation, including but not limited to the following:

- (1) To provide for the maintenance, repair, replacement and operation of a swimming pool and recreation, area and all properties located in the CYPRESS KEY VILLAS, commonly owned by the members of this corporation.
- (2) To provide for the maintenance and care of lawn and properties individually owned by the residents of CYPRESS KEY VILLAS, and located therein.

- (3) To provide for the reconstruction of improvements after casualty and the further improvements of the commonly owned property.
- (4) To make and collect assessments against members to defray the costs of the maintenance, repair, replacement, improvements, reconstruction, and operation of the commonly owned or individually owned properties and to defray the costs of the corporation.
- (5) To use the proceeds of assessments in the exercise of its powers and duties.
- (6) To make and amend reasonable regulations, respecting the use of the commonly owned property.
- (7) To enforce by legal means the provisions of this Charter, the By-Laws of the corporation, and regulations for the use of the commonly owned property in CYPRESS KEY VILLAS.

(c) All funds and the titles of all properties shall be acquired by the corporation and the proceeds thereof shall be held in trust for the members.

ARTICLE IV MEMBERSHIP

The qualifications of members, the manner of their admission and voting by members shall be as follows:

(a) All owners of Lots One (1) through twenty-four (24), both inclusive, CYPRESS KEY VILLAS, CITY OF ATLANTIS, Florida, according to the Plat thereof recorded in Plat Book No. 43, pages 72 and 73, Public Records of Palm Beach County, Florida, shall be members of the corporation and no other persons or entities shall be entitled to membership.

(b) Membership in the Corporation shall be established by the recording in the Public Records of Palm Beach County, Florida, of a deed or other instruments establishing a change of record title to a lot in the CYPRESS KEY VILLAS and the delivery to the corporation, if requested, of a copy of such instrument, the new owner designated by such instrument thereby becoming a member of the corporation. Membership in any prior owner shall be thereby terminated.

(c) The share of a member in the funds and assets of the corporation cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to a lot in the CYPRESS KEY VILLAS.

(d) Voting rights shall be exercised in the manner provided in the By-Laws.

ARTICLE V
TERM

This corporation shall have perpetual existence.

ARTICLE VI
BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors of not less than three nor more than six directors, as shall be determined by the By-Laws of the corporation.

The Directors of the corporation shall be appointed or elected at the annual meeting of the members of the corporation in the manner provided in the By-Laws. Directors may be removed and vacancies in the Board of Directors may be filled in the manner provided in the By-Laws.

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 removed, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
JAMES P. KINTZ	269 Gleneagles Drive Atlantis, Lantana, Florida 33462
CHARLES R. KINTZ	190 Atlantis Boulevard Atlantis, Lantana, Florida 33462
REED SHULTIS	144 Clubhouse Boulevard Atlantis, Lantana, Florida 33462

ARTICLE VII
OFFICERS

The affairs of the corporation shall be administered by officers elected by a Board of Directors at its first meeting following the annual meeting of the members of the corporation which officers shall serve at the pleasure of the Board of Directors.

The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
JAMES P. KINTZ	269 Gleneagles Drive Atlantis, Florida 33462	President
CHARLES R. KINTZ	190 Atlantis Boulevard Atlantis, Florida 33462	Secretary
REED SHULTIS	144 Clubhouse Boulevard Atlantis, Florida 33462	Treasurer

ARTICLE VIII
IDEMNIFICATION

Every director and every officer of the corporation shall be idemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceedings to which he may become involved by reason of his being or having been a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty or willful misfeasance or malfeasance of the performance of his duties.

ARTICLE IX
BY-LAWS

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

ARTICLE X
AMENDMENTS

Amendments to the Articles of Incorporation shall be approved by the Board of Directors, proposed by the members and approved at any meeting by a two-third vote of the members present, provided that not less than 15 days notice by mail shall be given to all members setting forth the proposed amendment.

ARTICLE XI
SUBSCRIBERS

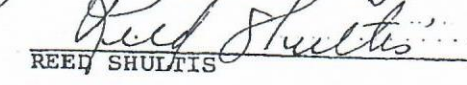
The names and residences of the subscribers to these Articles of Incorporation, are the following:

<u>NAME</u>	<u>ADDRESS</u>
JAMES P. KINTZ	269 Gleneagles Drive Atlantis, Lantana, Florida 33462
CHARLES R. KINTZ	190 Atlantis Boulevard Atlantis, Lantana, Florida 33462
REED SHULTIS	144 Clubhouse Boulevard Atlantis, Lantana, Florida 33462

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 29 day of April,
A.D. 19 82.


JAMES P. KINTZ

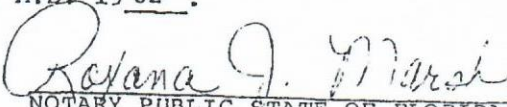

CHARLES R. KINTZ


REED SHULTIS

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

Before me, the undersigned authority, personally appeared JAMES P. KINTZ, CHARLES R. KINTZ and REED SHULTIS, to me known and known to be the individuals described in, and who executed the foregoing, and acknowledged before me that they executed the same freely and voluntarily for the purposes expressed.

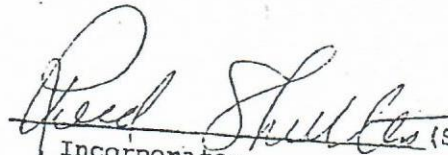
WITNESS my hand and official seal this the 29
day of April, A.D. 19 82.


NOTARY PUBLIC STATE OF FLORIDA AT
LARGE

CERTIFICATE DESIGNATING REGISTERED
OFFICE AND REGISTERED AGENT

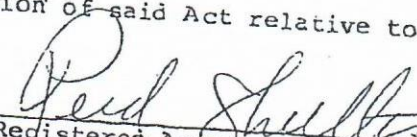
In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That CYPRESS KEY VILLAS ASSOCIATION, INC.
organized under the laws of the State of Florida with its principal
office, as indicated in the Articles of Incorporation, at
144 Clubhouse Blvd., Atlantis, Florida 33462
does hereby designate 144 Clubhouse Blvd., Atlantis, Florida 33462
as its registered office, and designates REED SHULTIS
as its registered agent at said address to accept service or process
within this State.


Incorporator (SEAL)

ACKNOWLEDGMENT:

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


Registered Agent

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