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**CERTIFICATE OF AUTHENTICITY**

**of the**

**Articles of Incorporation**

**of**

**NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC.**

The undersigned, the President and Secretary of North River Shores Property Owners' Association, Inc., do hereby certify that, to the best of their knowledge and belief, the attached documents are true and accurate copies of the Articles of Incorporation as originally adopted by the Board of Directors of Coconut Park-North River Shores Property Owners Association, Inc. (now known as North River Shores Property Owners' Association, Inc.), filed with the Secretary of the State of Florida on September 18, 1974; Amendment to the Articles of Incorporation filed with the Secretary of the State of Florida on March 23, 1984 and Amendment to the Articles of Incorporation filed with the Secretary of the State of Florida on October 4, 1984.

IN WITNESS WHEREOF, the undersigned have caused these presents to be signed in its name by its President, Secretary and its corporate seal affixed this 2<sup>nd</sup> day of ~~August~~ <sup>September</sup>, 1999.

WITNESSES:

Jeanne H. Lyon  
Witness signature

Jeanne H. LYON  
Printed Name of Witness

NORTH RIVER SHORES PROPERTY OWNERS ASSOCIATION, INC.

By: Beth Allinson Rivers  
Beth Allinson Rivers, Its President

Fred Sehlmeier  
Witness signature

Fred SEHLMAYER  
Printed Name of Witness

Gordon D. Craig  
Witness signature

GORDON D. CRAIG  
Printed Name of Witness

Charles A. Ellis  
Witness signature

CHARLES A. ELLIS  
Printed Name of Witness

By: Robyn Baber  
Robyn Baber, Its Secretary

CORPORATE  
SEAL



STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of September, 1999, by Beth Allinson Rivers, as President of North River Shores Property Owners' Association, Inc., who is personally known to me [] or [ ] who has produced identification [Type of Identification: \_\_\_\_\_].

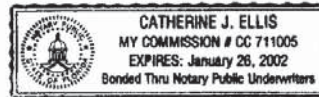


Catherine J. Ellis  
Signature  
CATHERINE J. ELLIS  
Printed Name  
Commission Stamp/Seal:

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of September, 1999, by Robyn Baber, as Secretary of North River Shores Property Owners' Association, Inc., who is personally known to me [] or [ ] who has produced identification [Type of Identification: \_\_\_\_\_].

Catherine J. Ellis  
Signature  
CATHERINE J. ELLIS  
Printed Name  
Commission Stamp/Seal:



STATE OF FLORIDA  
DEPARTMENT OF STATE



I, DOROTHY W. GLISSON, Secretary of State of the State of Florida, do hereby  
certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION  
OF

COCOANUT PARK-NORTH RIVER SHORES PROPERTY OWNERS ASSOCIATION, INC.

a corporation not for profit organized and existing under the Laws of the State of  
Florida, filed on the 18th day of September, A.D., 1974  
as shown by the records of this office.

GIVEN under my hand and the Great  
Seal of the State of Florida, at  
Tallahassee, the Capital, this the  
18th day of September,  
A.D., 1974



*Dorothy W. Glisson*  
SECRETARY OF STATE

CORP-94  
7 8 74

ARTICLES OF INCORPORATION

OF

COCOANUT PARK-NORTH RIVER SHORES  
PROPERTY OWNERS ASSOCIATION, INC.

We the undersigned with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

SEP 18 9 22 AM '74  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is COCOANUT PARK-NORTH RIVER SHORES PROPERTY OWNERS ASSOCIATION, INC.

ARTICLE II. PURPOSES

The general nature of the objects and purposes of this corporation shall be:

1. To advance the social, economical and cultural welfare and to protect the economic rights, privileges and interests of all owners of property within the platted limits of Cocanut Park and North River Shores and to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do.

2. To promote and provide for the conservation and beautification of all realproperty within Cocoanut Park-North River Shores and the areas adjacent thereto.

3. To promote and provide for the care and maintenance of all road rights of way, public easements and park areas within Cocoanut Park-North River Shores and the areas adjacent thereto.

4. To insure that covenants, restrictions and conditions included in all deeds to property within Cocoanut Park or North River Shores are strictly enforced.

5. To do all other things necessary and proper in order to further the general welfare and best interests of the majority of the owners of property within Cocoanut Park and North River Shores.

#### ARTICLE III. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the by-laws.

#### ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE V. SUBSCRIBERS

The names and residences of the subscribers

to these articles are:

<u>NAME</u>	<u>RESIDENCE</u>
KENNETH L. FERGUSON	124 South Spruce Ridge Trail Stuart, Florida
WILLIAM O. MILLER	129 South Spruce Ridge Trail Stuart, Florida
BEATRICE L. FOLEY	101 North Spruce Ridge Trail Stuart, Florida
HERMAN CROOM	601 North Fork Road, Stuart, Florida

ARTICLE VI. RESIDENT AGENT

The name and residence of the initial resident agent of this corporation is:

<u>NAME</u>	<u>RESIDENCE</u>
KENNETH L. FERGUSON	124 South Spruce Ridge Trail Stuart, Florida

ARTICLE VII. OFFICERS

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer and such other officers as may be provided in the By-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	KENNETH L. FERGUSON
Vice President	WILLIAM O. MILLER
Secretary	BEATRICE L. FOLEY
Treasurer	HERMAN CROOM

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have/<sup>not</sup>less than three directors initially. The number of directors may be increased from time to time, as provided in the By-laws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the By-laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

<u>NAME</u>	<u>ADDRESS</u>
KENNETH L. FERGUSON	124 South Spruce Ridge Trail Stuart, Florida
WILLIAM O. MILLER	129 South Spruce Ridge Trail Stuart, Florida
BEATRICE L. FOLEY	101 North Spruce Ridge Trail Stuart, Florida
HERMAN CROOM	601 North Fork Road Stuart, Florida
CHARLES MATHEWS	125 South Spruce Ridge Trail Stuart, Florida
EDWARD J. McCABE	Bridge Point Stuart, Florida
LOUIS RIZZOLO	North Shores Road Stuart, Florida

GARY ASH

310 North Spruce Ridge Trail  
Stuart, Florida

RON BECKY

314 North Fork Road  
Stuart, Florida

ARTICLE VIII. BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

ARTICLE IX. AMENDMENTS *THE BOARD DIRECTOR*

*10-7-80*

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

ARTICLE X. LOCATION

The location of this corporation shall be at 306 North Florida Avenue, Stuart, Florida, in the County of Martin, State of Florida.

ARTICLE XI. NON-PROFIT STATUS

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

ARTICLE XII. DUES

Section 1. The amount of the yearly dues payable



by members shall be such amount as may be determined from time to time by the Board of Directors.

#### ARTICLE XIII. POWERS

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

Section 2. In order to promote the purposes of this corporation, it may lease, manage, mortgage or otherwise encumber its property as necessary for the benefit of the membership and not for pecuniary profit.

#### ARTICLE XIV. MEETINGS

Section 1. The annual meeting for the election of members of the Board of Directors shall be held on the first Monday after the first Friday in December of each year.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

Section 3. Any number of members not less than five shall constitute a quorum for the holding of any meetings.

#### ARTICLE XV.

##### DISTRIBUTION OF ASSETS UPON DISSOLUTION

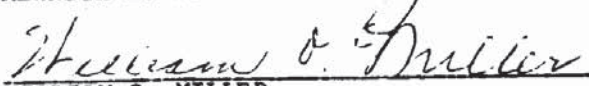
No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this

corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501 (c) (3) of the Internal Revenue Code, or any amendment or revision thereto, or to the Federal Government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or director of this corporation.

ARTICLE XVI. BY-LAWS

The by-laws of this corporation may be made, altered or rescinded by a two-thirds vote of the members present at any meeting of this corporation, provided that 30 days notice of the meeting and the purpose thereof is given to members. Such notice shall be given by ordinary mail.

  
KENNETH L. FERGUSON

  
WILLIAM O. MILLER

  
BEATRICE L. FOLEY

  
HERMAN CROON

STATE OF FLORIDA

COUNTY OF MARTIN

The foregoing instrument was acknowledged before  
me this 13<sup>th</sup> day of <sup>September</sup> ~~July~~, 1974 by KENNETH L. FERGUSON,  
WILLIAM O. MILLER, BEATRICE L. FOLEY and HERMAN CROOM.

*William L. Johnson*  
\_\_\_\_\_  
NOTARY PUBLIC  
My Commission Expires: 4-7-77

(Notary Public)

# State of Florida



Department of State

I certify that the attached is a true and correct copy of Certificate of Amendment to the Articles of Incorporation for COCOANUT PARK-NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC., changing its name to NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation, filed on March 23, 1984, as shown by the records of this office.

The charter number of this corporation is 730706.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
26th day of March, 1984.



CER-101

George Firestone  
Secretary of State

OR BK 1 4 2 2 PG 0 3 4 8

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
COCOANUT PARK-NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC.

FILED  
1984 MAR 23 10 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.02 of the Florida Statutes, the undersigned corporation not for profit hereby adopts the following change to its Articles of Incorporation:

1. Article I of the Articles of Incorporation is hereby amended to read:

ARTICLE I - NAME

The name of this corporation shall be known as:


NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC.


effective the date of filing these Articles of Amendment with the Department of State, State of Florida, Tallahassee, Florida.

2. The name and address of the registered agent and registered office of this corporation shall be Robert F. McRoberts, Jr., 301 East Ocean Boulevard, Stuart, Florida 33494.

3. The foregoing amendments to the Articles of Incorporation were adopted by written action of all of the Directors of said corporation who have entered into these Articles of Amendment and hereby so authorize this adoption.

IN WITNESS WHEREOF the undersigned Board of Directors of COCOANUT PARK-NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC., have executed these Articles of Amendment this 29<sup>th</sup> day of February, 1984, as adopted by unanimous vote of the Board of Directors at a meeting of the Board of Directors of this non-profit corporation held on January 17, 1984.

  
Robert F. McRoberts, Jr., President  
and Director and Registered Agent

  
Edwin Arnowitz, Vice President and  
Director

  
Roy Bishop, Treasurer and Director

  
Edna Connell, Secretary and Director

  
William Adamek, Director

*Louis Conway*  
Louis Conway, Director

*Michael Mucci*  
Michael Mucci, Director

*Richard Squires*  
Richard Squires, Director

*Paul Vangura*  
Paul Vangura, Director

*Harry Wilson*  
Harry Wilson, Director

STATE OF FLORIDA  
COUNTY OF MARTIN

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared ROBERT F. McROBERTS, JR., known to me to be Director and President of this corporation, EDWIN ARNOWITT, known to me to be Vice President and Director of this corporation, ROY BISHOP, known to me to be Treasurer and Director of this corporation, EDNA CONNELL, known to me to be Secretary and Director of this corporation, and WILLIAM ADAMEX, LOUIS CONWAY, MICHAEL MUCCI, RICHARD SQUIRES, PAUL VANGURA and HARRY WILSON, all known to me to be Directors of this corporation, all of whom acknowledged before me that they executed the foregoing Articles of Amendment for and on behalf of said non-profit corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 29<sup>th</sup> day of February, 1984.

*Rosanne Ferkman*  
Notary Public  
State of Florida at Large  
My Commission expires: 3-23-85  
(NOTARIAL SEAL)



# State of Florida



Department of State

*I certify that the attached is a true and correct copy of Certificate of Amendment to Articles of Incorporation for NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation, filed on October 4, 1984, as shown by the records of this office.*

*The charter number of this corporation is 730706.*

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
5th day of October, 1984.



CER-101

George Firestone  
Secretary of State

OR BK 1 4 2 2 PGO 3 5 1

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF

FILED  
1964 OCT -4 AM 9:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC.

Pursuant to the provisions of Section 617.018 of the Florida Statutes, the undersigned corporation not for profit adopts the following Articles of Amendment to its Articles of Incorporation to become effective upon filing by the Department of State of Florida.

1. ARTICLE II. PURPOSE is hereby amended to read as follows:

The general nature of the objects and purposes of this corporation shall be:

1. To advance the social, economical and cultural welfare and to protect the economic rights, privileges and interests of all owners of property within the platted limits of Coconut Park, North River Shores and North River Forest, and to do any and all things herein mentioned as fully and to the same extent as natural persons might or could do.

2. To promote and provide for the conservation and beautification of all real property within Coconut Park, North River Shores and North River Forest and the areas adjacent thereto.

3. To promote and provide for the care and maintenance of all road rights-of-way, public easements and park areas within Coconut Park, North River Shores and North River Forest and areas adjacent thereto.

4. To insure that covenants, restrictions and conditions included in all deeds to property within Coconut Park, North River Shores or North River Forest are strictly enforced.

5. To do all other things necessary and proper in order to further the general welfare and best interests of the majority of the owners of property within Coconut Park, North River Shores and North River Forest.

2. ARTICLE IX. AMENDMENTS is hereby amended to read as follows:

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a two-thirds vote of those present.

Section 2. Amendments may also be made by a two-thirds vote of those present at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to adopt such amendments.



Section 3. The time and manner of such notice shall be as recited in ARTICLE XVI of these Articles of Incorporation.

3. ARTICLE XIV. MEETINGS is hereby amended to read as follows:

Section 1. The annual meeting for the election of members of the Board of Directors shall be held during the first ten (10) days of January following the end of the fiscal year.

Section 2. The corporation may provide in its by-laws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

Section 3. Any number of members not less than forty (40) or one-third (1/3) of the members of record, whichever is the lesser, shall constitute a quorum for the holding of any meetings.

4. The foregoing amendments to the Articles of Incorporation were adopted by the members of the corporation at the annual meeting held on the 6<sup>th</sup> day of December, 1982.

IN WITNESS WHEREOF, the President and Secretary of the undersigned not-for-profit corporation have executed these Articles of Amendment this 28th day of September, 1984.

NORTH RIVER SHORES PROPERTY OWNERS'  
ASSOCIATION, INC.

By: [Signature]  
-Robert F. McRoberts, Jr., President

By: [Signature]  
Edna Connell, Secretary

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing Articles of Amendment were acknowledged before me this 28th day of September, 1984, by ROBERT F. McROBERTS, JR., as President of NORTH RIVER SHORES PROPERTY OWNERS' ASSOCIATION, INC., a Florida corporation not for profit, on behalf of the corporation.

[Signature]  
Notary Public  
State of Florida at Large  
My Commission expires: 3-25-85  
(NOTARIAL SEAL)

-2-

OR BK 1 4 2 2 PGO 3 5 3