

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of SEA COLONY COMMUNITY ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on August 2, 1988, as shown by the records of this office.

The document number of this corporation is N27696.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
3rd day of August, 1988.



Jim Smith
Secretary of State

State of Florida



Department of State

I certify from the records of this office that SEA COLONY COMMUNITY ASSOCIATION, INC. is a corporation organized under the laws of the State of Florida, filed on August 2, 1988.

The document number of this corporation is N27696.

I further certify that said corporation has paid all fees and penalties due this office through December 31, 1989, that its most recent annual report was filed on February 23, 1989, and its status is active.

I further certify that said corporation has not filed Articles of Dissolution.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
19th day of June, 1990.



Jim Smith
Secretary of State

ARTICLES OF INCORPORATION

OF

SEA COLONY COMMUNITY ASSOCIATION, INC.
(A Florida Corporation Not-For-Profit)

The undersigned by these Articles, associate themselves for the purpose of forming a corporation not-for-profit under Chapter 617, Florida Statutes and certify as follows:

Article 1

Name

The name of the corporation shall be Sea Colony Community Association, Inc. For convenience, the corporation shall be referred to in this instrument as the "Association."

Article 2

Purposes

- A. The purposes for which the Association is organized are:
- (i) to be and constitute the Association to which reference is made in the Declaration of Covenants, Conditions and Restrictions for Sea Colony recorded or to be recorded in the Official Records of Palm Beach County, Florida, (hereinafter the "Declaration"), to perform all obligations and duties of the Association and to exercise all rights and powers of the Association, as specified therein in the By-Laws, and as provided by law; and
 - (ii) to provide an entity for the furtherance of the interests of the owners in the development.
- B. The Association shall make no distributions of income to its members, directors or officers.
- C. All terms used herein which are not defined shall have the same meaning provided in the Declaration.

Article 3

Powers

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

A. The Association shall have all of the common law and statutory powers of a corporation not-for-profit which are not in conflict with the terms of these Articles, the Declaration and the By-Laws of this Association.

B. The Association shall have all of the powers necessary, or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles, the By-Laws or the Declaration including, without limitation the following:

(i) to fix and to collect assessments or other charges to be levied against the Units;

(ii) to manage control, operate, maintain, repair and improve property subjected to the Declaration or any other property for which the Association by rule, regulation, Declaration or contract has a right or duty to provide such services;

(iii) to enforce covenants, conditions or restrictions affecting any property to the extent the Association may be authorized to do so under any Declaration or By-Laws;

(iv) to engage in activities which will actively foster, promote and advance the common interests of all owners;

(v) to buy or otherwise acquire, sell or otherwise dispose of, mortgage or otherwise encumber, exchange, lease, hold, use, operate and otherwise deal in and with real, personal and mixed property of all kinds and any right or interest therein for any purpose of the Association;

(vi) to borrow money for any purpose as may be limited in the By-Laws;

(vii) to enter into, make, perform or enforce contracts of every kind and description and to do all other acts necessary, appropriated or advisable in carrying out any purpose of the Association, with or in association with any other association, corporation or other entity or agency, public or private;

(viii) to act as agent, trustee or other representative of other corporations, firms or individuals, and as such to advance the business or ownership interests in such corporations, firms or individuals;

(ix) to adopt, alter and amend or repeal such By-Laws as may be necessary or desirable for the proper management of the affairs of the Association; provided, however, such By-Laws may not be inconsistent with or contrary to any provisions of the Declaration; and

(x) to provide any and all supplemental municipal services as may be necessary or proper.

(xi) The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other and further rights and powers which may now or hereafter be allowed or permitted by law; and the powers specified in each of the paragraphs of this Article 3 are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph or provision of Article 3.

Article 4

Members

A. The Association shall be a membership corporation without certificates or shares of stock.

B. The owner of each Unit subject to the Declaration shall be a member of the Association and there is one vote assigned per Unit as set forth in the Declaration except there shall be no vote for any Unit owned by the Association. The manner of exercising voting rights shall be determined by the Declaration and By-Laws of the Association.

C. 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 establishing record title to a lot subject to the Declaration and written notice to the Association of such change in title. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

D. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenances of his Unit.

Article 5

Term

The Association shall be of perpetual duration.

Article 6

Directors

A. The affairs of the Association shall be conducted, managed and controlled by a Board of Directors. The initial Board of Directors shall consist of five (5) directors.

B. The names and addresses of the members of the initial 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>
Joseph B. Fraser, III	933 Clint Moore Road Boca Raton, Florida 33487
Clifford A. Breining	933 Clint Moore Road Boca Raton, Florida 33487
Mary E. Evans	933 Clint Moore Road Boca Raton, Florida 33487
Andrew Chaikovsky	933 Clint Moore Road Boca Raton, Florida 33487
Clifford Breining	933 Clint Moore Road Boca Raton, Florida 33487

C. The method of election, term of office removal, and filling of vacancies shall be as set forth in the By-Laws. The Board may delegate such operating authority to such companies, individuals and committees as it in its discretion, may determine.

Article 7

Officers

The affairs of the Association shall be administered by the officers designated by the By-Laws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Association and they shall serve as 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 and their offices are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Joseph B. Fraser, III	President	933 Clint Moore Road Boca Raton, Florida 33487
Clifford A. Breining	Vice President/ Secretary	933 Clint Moore Road Boca Raton, Florida 33487
Mary E. Evans	Treasurer	933 Clint Moore Road Boca Raton, Florida 33487

Article 8

By-Laws

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

Article 9

Amendments

Amendments to the Articles of Incorporation may be proposed and adopted as provided in Chapter 617 Florida Statutes provided that no amendment may be in conflict with the Declaration and provided further, no amendment shall be effective to impair or dilute any rights of members that are governed by such Declaration.

Article 10

Subscribers

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

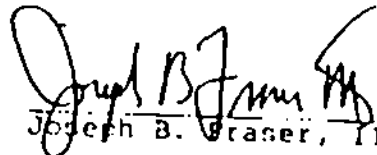
<u>NAME</u>	<u>ADDRESS</u>
Joseph B. Fraser, III	933 Clint Moore Road Boca Raton, Florida 33487
Clifford A. Breining	933 Clint Moore Road Boca Raton, Florida 33487
Mary E. Evans	933 Clint Moore Road Boca Raton, Florida 33487

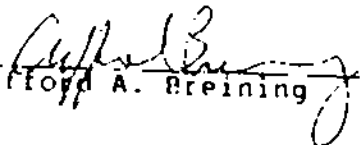
Article 11

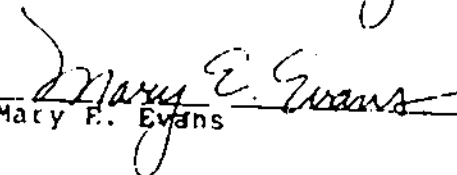
Registered Agent and Office

The principal office of the Association shall be at 933 Clint Moore Road, Boca Raton, Florida 33487, or at such other place, within or without the State of Florida as may be subsequently designated by the Board of Directors. The initial registered office is at the above address and the initial registered agent therein is Joseph B. Fraser, III.

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 12 day of July, 1987.

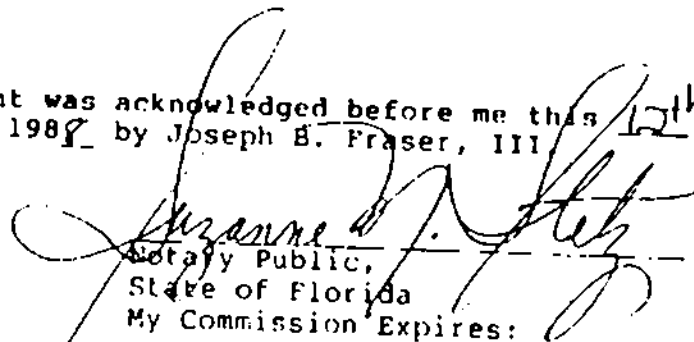

Joseph B. Fraser, III


Clifford A. Breining


Mary E. Evans

STATE OF FLORIDA)
 SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th day of July, 1987 by Joseph B. Fraser, III


Suzanne D. Hertz
Notary Public,
State of Florida
My Commission Expires:

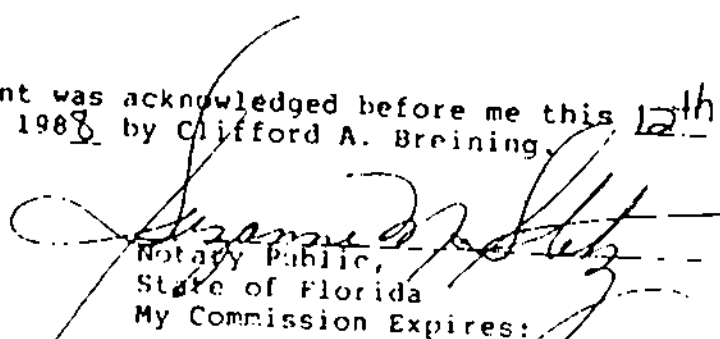
Notary Public, State of Florida at Large
My Commission Expires Jan 26, 1990
Suzanne D. Hertz, Secretary, Siler &
Harvey Insurance and Bonds, Inc.

STATE OF FLORIDA)

SS:

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th
day of July, 1988, by Clifford A. Breining.


Notary Public,
State of Florida
My Commission Expires:

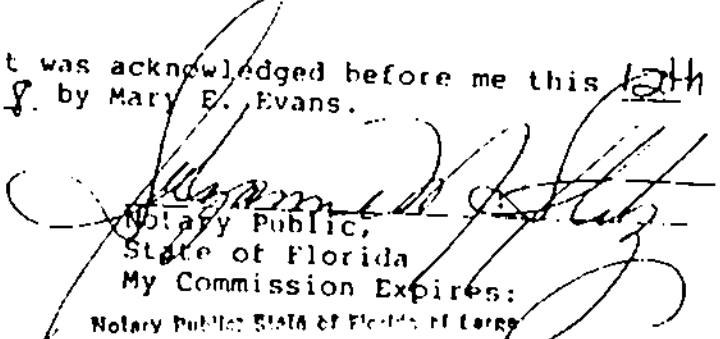
Notary Public, State of Florida
My Commission Expires: Jan 26, 1990
Bonded thru The Kleber Co. Broker &
Harvey Insurance and Bonds, Inc.

STATE OF FLORIDA)

SS:

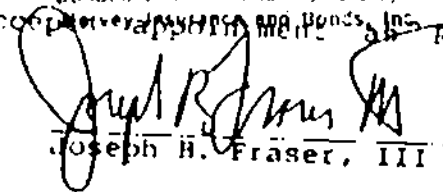
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 12th
day of July, 1988, by Mary E. Evans.


Notary Public,
State of Florida
My Commission Expires:

Notary Public, State of Florida
My Commission Expires: Jan 26, 1990
Bonded thru The Kleber Co. Broker &
Harvey Insurance and Bonds, Inc.

The undersigned hereby accept and agree to act as Registered
Agent.

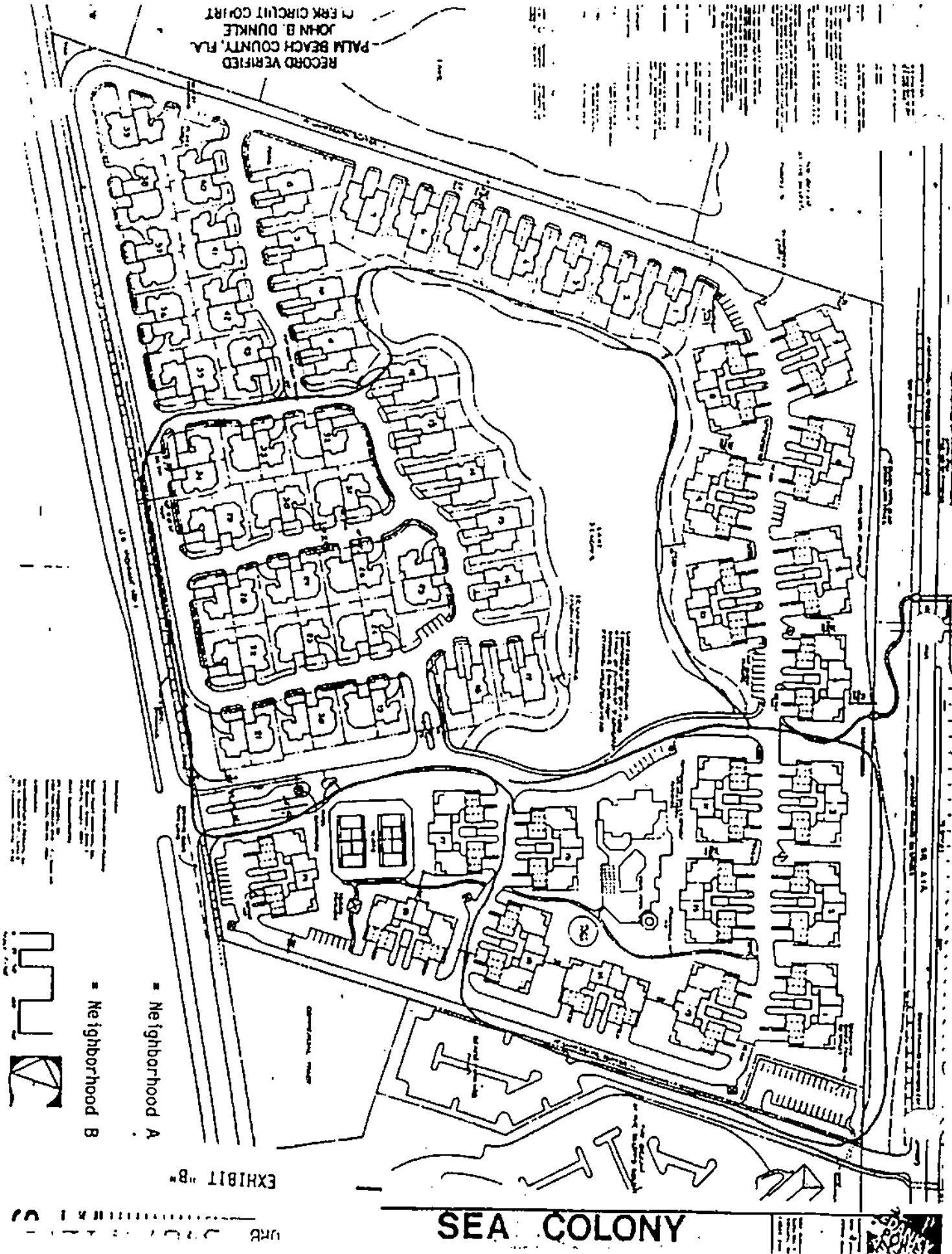

Joseph H. Fraser, III

SEA COLONY

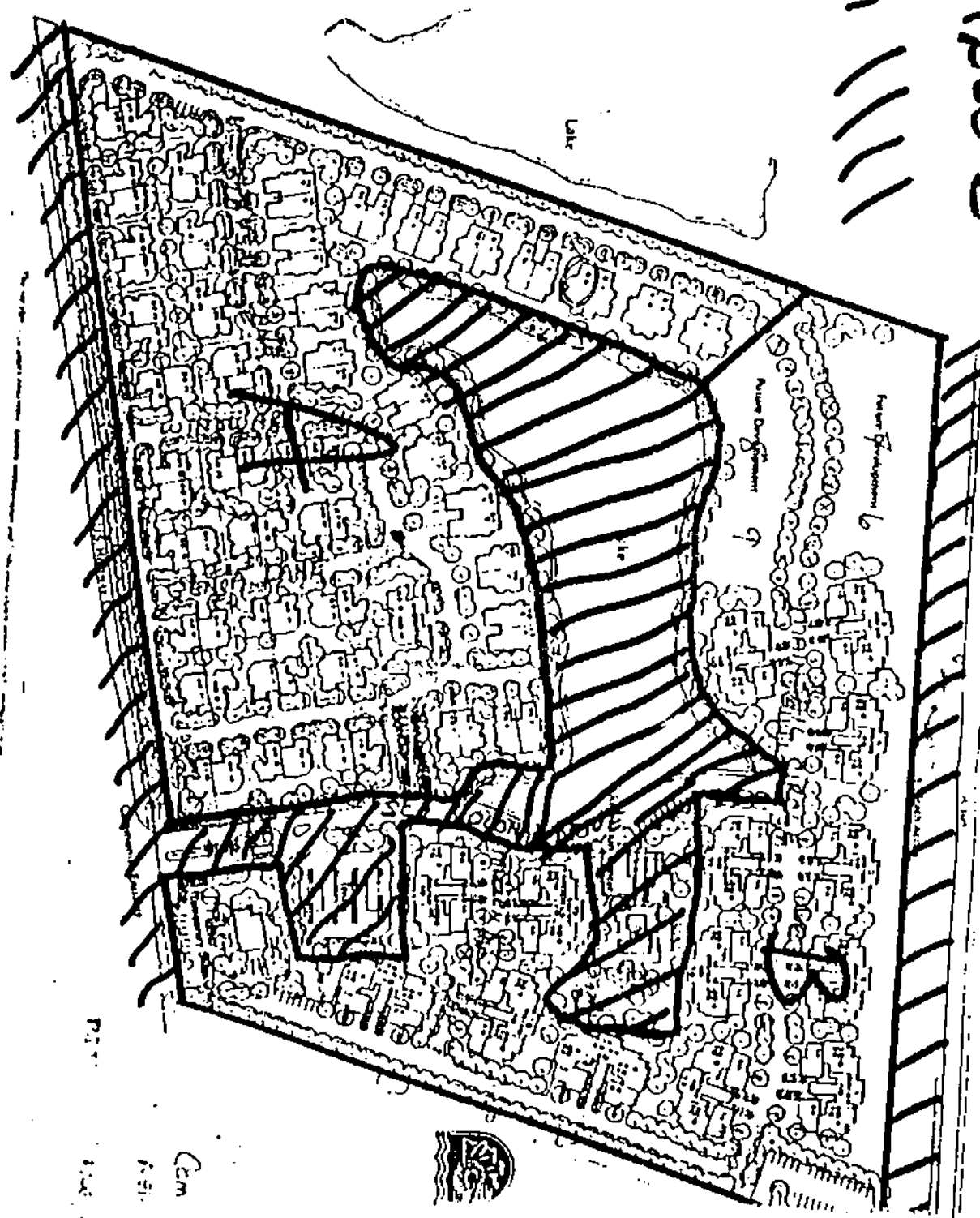
EXHIBIT "B"

Neighborhood A
Neighborhood B

RECORD VERIFIED
PALM BEACH COUNTY, FLA.
JOHN B. DUNKLE
CIRCUIT COURT



Neighborhood A Neighborhood B Common



RECORDERS MEMO, LEGAL
of Writing, Typing or Printing
unsatisfactory in this document
when received

008 5907 4 1270

..B. 11014X3

■ Highway Road A

• 1991

SEA COLONY
THE TRAVELLER CLUB COMPANY

