

# State of Florida

Department of State



I, Richard (Dick) Stone, 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

NO. 1 CONDOMINIUM ASSOCIATION OF PARADISE  
HARBOUR OF NORTH PALM BEACH, INC.

a corporation not for profit organized and existing under the Laws of the  
State of Florida, filed on the 3rd day of May,  
A.D., 1971, 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 3rd day of May,  
A.D. 1971.

*Richard (Dick) Stone*

Secretary of State

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EXHIBIT NO. 3



FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
NO. 1 CONDOMINIUM ASSOCIATION OF PARADISE HARBOUR OF NORTH  
PALM BEACH, INC.

WE, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statutes 617 Et Seq., and hereby certify as follows:

ARTICLE I.

The name of this Corporation shall be:-

NO. 1 CONDOMINIUM ASSOCIATION OF PARADISE HARBOUR OF NORTH  
PALM BEACH, INC.

ARTICLE II.

The general purpose of this non-profit Corporation shall be as follows: - To be the "Association" (as defined in the Condominium Act of the State of Florida, F. S. 711 Et Seq.), for the operation of PARADISE HARBOUR CONDOMINIUM OF NORTH PALM BEACH NO. 1, a Condominium, to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said Condominium and carry out the functions and duties of said Condominium Association, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto. The Corporation may also be the Association for the operation of one (1) additional condominium which may be created on property adjacent to the above specified Condominium. The Board of Directors shall have the authority in their sole discretion to designate the above Corporation as the Association for such additional condominium and, in such instance, the provisions hereafter in these Articles of Incorporation shall be interpreted in such a manner as to include such additional condominium.

ARTICLE III.

All persons who are owners of condominium parcels within said Condominium shall automatically be members of this Corporation.

Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in this Corporation shall be limited to such condominium parcel owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Palm Beach County, Florida.

#### ARTICLE IV.

This Corporation shall have perpetual existence.

#### ARTICLE V.

The names and residences of the Subscribers to these Articles of Incorporation are as follows:

Bruce L. Hotchkiss	465 Paradise Isle Blvd., Hallandale, Fla.
Joseph S. Swimmer	1915 Harrison St., Hollywood, Fla.
Peter A. Hotchkiss	440 Paradise Isle Blvd., Hallandale, Fla.

#### 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 by the By-Laws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors, and for filling vacancies on the Directorate, shall be established by the By-Laws.

Section 2. The principal Officers of the Corporation shall be:

President  
Vice President  
Secretary  
Treasurer

(the last two officers may be combined), who shall be elected from time to time, in the manner set forth in the By-Laws adopted by the Corporation.

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 By-Laws, are as follows:

BRUCE L. HOTCHKISS	President
JOSEPH S. SWIMMER	Vice President
PETER A. HOTCHKISS	Secretary-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.

BRUCE L. HOTCHKISS	465 Paradise Isle Blvd., Hallandale, Fla.
JOSEPH S. SWIMMER	1915 Harrison Street, Hollywood, Fla.
PETER A. HOTCHKISS	440 Paradise Isle Blvd., Hallandale, Fla.

ARTICLE IX.

The By-Laws of the Corporation shall initially be made and adopted by its first Board of Directors.

Prior to the time the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter or rescind said By-Laws by a majority vote.

After the property described in Article II hereinabove has been submitted to Condominium ownership by the filing of the Declaration of Condominium, the By-Laws may be amended, altered, supplemented or modified by the membership at the Annual Meeting, or at a duly convened special meeting of the membership, attended by a majority of the membership, by vote, as follows:

- A. If the proposed change has been approved by the unanimous approval of the Board of Directors, then it shall require only a majority vote of the total vote of the membership to be adopted.
- B. If the proposed change has not been approved by the unanimous vote of the Board of Directors, then the proposed change must be approved by three-fourths (3/4ths) of the total vote of the membership.

After the property described in Article II has been submitted to Condominium ownership, the By-Laws may only be amended with the written approval of the Developer referred to in said Declaration, which said approval shall not be unreasonably withheld and said requirement as to the Developer's approval shall terminate automatically three (3) years after the date the Declaration of Condominium as to the Condominium referred to in Article II is recorded in the Public Records of Palm Beach County, Florida, or sooner at the Developer's option.

#### ARTICLE X.

Amendments to these Articles of Incorporation may be proposed by any member or director and shall be adopted in the same manner as is provided for the amendment of the By-Laws, as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary, and executed and acknowledged by the President or Vice President has been filed with the Secretary of State and all filing fees paid.

#### ARTICLE XI.

This Corporation shall have all of the powers set forth in Florida Statute 617.021, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto.

#### ARTICLE XII.

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements, as a result of performing services, such excess shall be applied against future expenses, etc. The Corporation may pay compensation in a reasonable amount to its members, directors and officers, for services rendered, may confer benefits upon its members in conformity with its purposes, and upon disso-

lution or final liquidation, may make distribution to its members as is permitted by the Court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This Corporation shall ~~issue no shares of stock of any kind~~ or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and By-Laws. The voting rights of the owners of parcels in said Condominium property shall be as set forth in the Declaration of Condominium and/or By-Laws.

IN WITNESS WHEREOF, the Subscribers hereto have hereunto set their hands and seals, this 30th day of April, 1971.

Signed, sealed and delivered  
in the presence of:

*James C. ...*

*Bruce L. Hotchkiss* (SEAL)  
Bruce L. Hotchkiss

*Joseph S. Swimmer* (SEAL)  
Joseph S. Swimmer

*Peter A. Hotchkiss*

*Peter A. Hotchkiss* (SEAL)  
Peter A. Hotchkiss

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )  
SS:

BEFORE ME, the undersigned authority, personally appeared

BRUCE L. HOTCHKISS  
JOSEPH S. SWIMMER  
PETER A. HOTCHKISS

who after being by me first duly sworn, acknowledged that they executed the foregoing Articles of Incorporation of NO. 1 CONDOMINIUM ASSOCIATION OF PARADISE HARBOUR OF NORTH PALM BEACH, INC., a Florida Corporation not for profit, for the purposes therein expressed.

WITNESS my hand and official seal, at the State and County aforesaid, this 30th day of April, 1971.

My Commission Expires:

*James C. ...* (SEAL)  
Notary Public, State of Florida at  
Large

Notary Public, State of Florida  
My Commission Expires Nov. 24, 1971  
Bonded through Fred W. Dickson