

ARTICLES OF INCORPORATION
OF
DORCHESTER ESTATES AT ABERDEEN
HOMEOWNERS ASSOCIATION, INC.,
(A corporation not for profit)

FILED
1988 AUG - 1 AM 11:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby executes these Articles of Incorporation for the purpose of forming a corporation not for profit under Chapter 617 (Part I) (1985) of the Florida Statutes (the "Florida Not For Profit Corporation Act") and certifies as follows:

ARTICLE I

NAME

The name of the corporation shall be DORCHESTER ESTATES AT ABERDEEN HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "Association" and its duration shall be perpetual.

ARTICLE II

PURPOSE

The purpose for which the Association is organized is to engage as a non-profit organization in protecting the value of the property of the Members of the Association, to exercise all the powers and privileges and to perform all of the duties and obligations of the Association as defined and set forth in that certain Declaration of Covenants and Restrictions for Dorchester Estates at Aberdeen (the "Declaration") to be recorded in the office of the Clerk of the Circuit Court in and for Palm Beach County, Florida, including the establishment and enforcement of payment of charges and Assessments contained therein, and to engage in such other lawful activities as may be to the mutual benefit of the Members and their property. All terms used herein which are defined in the Declaration shall have the same meaning herein as therein.

ARTICLE III

POWERS

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

Section 1. Common Law and Statutory Powers. 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 and the Declaration.

Section 2. Necessary Powers. The Association shall have all of the powers reasonably necessary to implement its purpose, including, but not limited to, the following:

A. To operate and manage the Common Property and the Gatehouse in accordance with the purpose and intent contained in the Declaration;

B. To make and collect Assessments against Members to defray the Common Expenses;

C. To use the proceeds of Assessments in the exercise of its powers and duties;

D. To maintain, repair, replace and operate the Common Property, the Gatehouse, the Lake Easements and to mow the lawns of each Lot in accordance with the terms and provisions in the Declaration;

E. To reconstruct improvements upon the Property after casualty and to further improve the Property;

F. To make and amend By-Laws for the Association and regulations respecting the use of the Property;

G To pay all taxes and other assessments which are liens against the Common Property.

H. To enforce by legal means the provisions of the Declaration, these Articles, the By-Laws and the Rules and Regulations for the use of the Property;

I. To establish and maintain a reserve fund, in accordance with the provisions of the Declaration.

J. To bring suit and to litigate on behalf of the Association, the Members and the Owners; provided, however, that except as specifically set forth in this Paragraph J, the Association shall not have the power to bring suit or to litigate on behalf of the Association, the Members or the Owners without the express prior written consent of at least seventy-five percent (75%) of the Owners. The foregoing restriction shall not apply to suits or litigations brought on behalf of the Association in order to collect assessments, enforce liens, bring injunctive action or to otherwise enforce the Declaration, the Articles of Incorporation, the By-Laws, or the Rules and Regulations promulgated by the Association nor shall this restriction apply to the Association's defense of any suits or litigation brought against the Association.

K. To provide for management and maintenance and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of Assessments, preparation of records, enforcement of rules and maintenance of the Common Property and to mow the lawns of each Lot. The Association shall, however, retain at all times the powers and duties granted it by common law, Florida Statutes and local ordinances including, but not limited to, the making of Assessments, the promulgation of rules, and the execution of contracts on behalf of the Association.

L. To possess, enjoy and exercise all powers necessary to implement, enforce, and carry into effect the powers above described, including the power to acquire, hold, convey, and deal in real and personal property.

Section 3. Funds and Title to Properties. All funds and title to all properties acquired by the Association and the proceeds thereof shall be held only for the benefit of the Members in accordance with the provisions of the Declaration. No part of the income, if any, of the Association shall be distributed to the Members, directors, or officers of the Association.

Section 4. Limitations. The powers of the Association shall be subject to and be exercised in accordance with the provisions of the Declaration.

ARTICLE IV

MEMBERSHIP

Qualification for, and admission to, membership in the Association shall be regulated by the Declaration and the By-Laws of the Association.

ARTICLE V

BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of Directors consisting of not less than three (3) nor more than nine (9) directors. Until such time as Developer relinquishes control of the Association, as described in the Declaration, Developer shall have the right to appoint all members of the Board of Directors and to approve the appointment of all officers of the Association and no action of the membership of the Association shall be effective unless, and until, approved by the Developer. Further, until turnover of control by Developer, as aforesaid, no director or officer need be a Member of the Association; thereafter, all directors and officers must be Members of the Association except such directors as are appointed by the Developer, as provided herein. The number of directors constituting the initial Board is three (3) and they shall serve until such time as Developer relinquishes control of the Association or until replaced by Developer. Commencing with the first annual meeting of Members following the date on which Developer relinquishes control of the Association, the directors shall be elected by the Members of the Association at the annual meeting. The Developer shall be entitled at any time, and from time to time, to remove or replace any director originally appointed by the Developer. The Developer may waive or relinquish in whole or in part any of its rights to appoint any one or more of the directors it is entitled to appoint. The following persons shall constitute the initial Board of Directors:

<u>Name</u>	<u>Address</u>
John Rymer	4965 Le Chalet Boulevard Boynton Beach, Florida 33437
Franzel Alexander	4965 Le Chalet Boulevard Boynton Beach, Florida 33437
Jeffrey S. Elsner	4965 Le Chalet Boulevard Boynton Beach, Florida 33437

ARTICLE VI

OFFICERS

Officers shall be elected by the Board of Directors at the annual meetings of the Directors, as provided in the By-Laws. Until such time as Developer relinquishes control of the Association, as provided in the Declaration, however, Developer shall have the right to approve all of the Officers elected. The initial officers shall consist of a President, Vice President, Secretary, Treasurer and Representative to Master Association. The following persons shall serve as Officers until the first election:

<u>Name</u>	<u>Title</u>
John Rymer	President
Franzel Alexander	Vice-President
Jeffrey S. Elsner	Secretary

Jeffrey S. Elsner

Treasurer

John Rymer

Representative to Master
Association

ARTICLE VII

INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every Director and Officer of the Association shall be indemnified by the Association as provided in the Declaration.

ARTICLE VIII

INCORPORATOR

The name and address of the incorporator of the Association is:

<u>Name</u>	<u>Address</u>
JOHN RYMER	4965 Le Chalet Boulevard Boynton Beach, Florida 33437

ARTICLE IX

BY-LAWS

The By-Laws of the Association may be adopted, amended, altered or rescinded as provided therein; provided, however, that at no time shall the By-Laws conflict with these Articles of Incorporation or the Declaration, and provided further that no amendment, alteration or rescission may be made which affects the rights or privileges of any Current Mortgagee, without the express prior written consent of the Current Mortgagee so affected. Until such time as Developer relinquishes control of the Association, no amendments to the By-Laws shall be effective unless Developer shall have joined in and consented thereto in writing. Any attempt to amend, alter or rescind contrary to these prohibitions shall be of no force or effect.

ARTICLE X

AMENDMENTS

These Articles of Incorporation of the Association may be amended, altered or rescinded as provided in the Florida Not For Profit Corporation Act, provided however, that no such amendments shall conflict with the terms of the Declaration, or adversely affect the rights of Developer, without Developer's prior written approval; and provided further that no amendment, alteration or rescission may be made which affects the rights or privileges of any Current Mortgagee, without the express prior written consent of the Current Mortgagee so affected. Any attempt to amend, alter or rescind contrary to these prohibitions shall be of no force or effect.

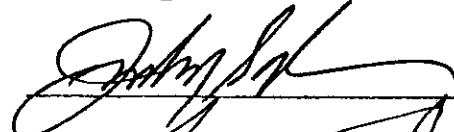
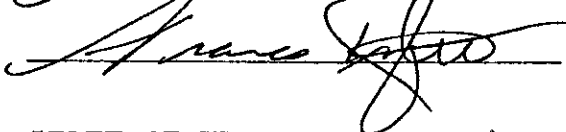
ARTICLE XI

REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent shall be JEFFREY S. ELSNER and the street address of the registered office of the Association shall be 4965 Le Chalet Boulevard, Boynton Beach, Florida 33437. The Association shall have the right to designate subsequent registered agents without amending these Articles of Incorporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation at Palm Beach County, Florida, this _____ day of _____, 198_.

Signed, sealed and delivered in the presence of:


JOHN RYMER (SEAL)

FILED
1988 AUG - 1 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH) ss.

The foregoing Articles of Incorporation were acknowledged before me this 8th day of April, 1988, by JOHN RYMER, the incorporator named therein.

(NOTARY SEAL)

Notary Public
State of Florida at Large

My Commission Expires:
NOTARY PUBLIC STATE OF FLORIDA
MY COMMISSION EXP. MAR. 8, 1991
BONDED THRU GENERAL INS. UND.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping said office open for service of process.


JEFFREY S. ELSNER
Registered Agent

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of DORCHESTER ESTATES AT ABERDEEN HOMEOWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on August 1, 1988, as shown by the records of this office.

The document number of this corporation is N27688.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
1st day of August, 1988.



Jim Smith

Jim Smith
Secretary of State