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ARTICLES OF INCORPORATION
OF
THE SOUNDINGS YACHT AND TENNIS CLUB,
INCORPORATED

(A Corporation Not For Profit)

We, the undersigned, with other persons being desirous of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes, 1967, do agree to the following:

ARTICLE I. - NAME

The name of this corporation is THE SOUNDINGS YACHT AND TENNIS CLUB, INCORPORATED.

ARTICLE II - NATURE OF BUSINESS

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

- (a) To promote, support, facilitate and engage in recreational and social activities of all descriptions.
- (b) To provide facilities, services and benefits convenient or necessary to the general welfare or comfort of its members and to the conduct of its objects and purposes.
- (c) To buy, sell, lease, pledge or mortgage real or personal property for the purpose of provision of facilities for the use and enjoyment of the membership, and to enter into contracts of every kind and description with any person, firm or entity, without limitation, to further the aims, objects and purposes hereof.
- (d) To borrow or raise money to further any of the objects or purposes of the corporation, and from time to time without limit as to amount, to draw, make, accept, endorse, guarantee, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable or non-negotiable instruments and evidences of indebtedness and to secure the payment thereof and of the interest thereof, by mortgage or pledge, conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired.

(e) To do any and all things necessary or desirable to promote the general welfare and to maintain the highest living standards for all the membership of THE SOUNDINGS YACHT AND TENNIS CLUB.

The foregoing objects and purposes shall be in no way limited or restricted by reference to or inference from the terms of any clause of this or any other article of these Articles of Incorporation or of any amendment thereto, and shall be regarded as independent, and construed as powers as well as objects and purposes.

This corporation has full authority to exercise and enjoy all powers, rights and privileges granted to or conferred upon corporations of a similar type by the laws of Florida now in effect or hereafter enacted, and shall have power to do any and all things herein set forth to the same extent as a natural person might or could do.

This corporation shall have the power to interpret and enforce the covenants and restrictions existing in The Soundings Yacht and Tennis Club and to enforce and interpret any future amendments or additions to the covenants and restrictions of said Soundings Yacht and Tennis Club.

ARTICLE III - CAPITAL STOCK

This Corporation shall be organized without capital stock. Membership herein and transfer of such membership shall be subject to such terms and conditions as are provided in the By-Laws hereof, and as provided in covenants and restrictions of The Soundings Yacht and Tennis Club.

ARTICLE IV - MEMBERSHIP

Members of this corporation shall be:

(a) Such persons who own real property in "THE SOUNDINGS" located in Hobe Sound, Martin County, Florida. Membership in this corporation by all property owners in The Soundings shall be mandatory.

(b) The Board of Governors may make and enforce such rules regarding discipline of members as they deem necessary or in the best interest of the corporation.

ARTICLE V - TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI - PRIVATE PROPERTY

Private property of members of this corporation shall not be subject to payment of corporate debts of this corporation.

ARTICLE VII - OFFICERS

The officers of the corporation shall be a Commodore, Rear Commodore, Fleet Captain, Secretary Vice Commodore, Treasurer Vice Commodore, Tennis Captain, and such other officers as may be provided in the By-Laws.

The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Governors are:

Commodore - HERBERT W. BIGGS, Rear Commodore - JUANITA R. FISHER, Fleet Captain - WILMA N. BOBINSKI, Secretary Vice Commodore - ANN G. JOHNSON, Treasurer Vice Commodore - ARLENE WOODRUFF, and Tennis Captain - ELAINE S. REGAL.

The officers shall be elected at the annual meeting of the Board of Governors or as provided in the By-Laws.

ARTICLE VIII - GOVERNORS

(a) The business affairs of this corporation shall be managed by the Board of Governors, which shall consist of not less than THREE (3) Governors, nor more than ELEVEN (11), and shall always be an odd number. The number of Governors may be increased from time to time by the By-Laws.

(b) The Board of Governors shall be chosen from members of the corporation.

(c) Members of the Board of Governors shall be elected and shall hold office in accordance with the By-Laws.

(d) The names and addresses of the persons who are to serve as Governors for the ensuing year, or until the first annual meeting of the corporation are:

NAME
HERBERT W. BIGGS

ADDRESS
P.O. Box 1004
739 Bridge Road
Hobe Sound, Florida 33455

JUANITA R. FISHER

P.O. Drawer 1197
55 East Ocean Boulevard
Stuart, Florida 33494

WILMA N. BOBINSKI

P.O. Drawer 1197
55 East Ocean Boulevard
Stuart, Florida 33494

ARTICLE IX

1. The Board of Governors of this corporation may provide such By-Laws for the conduct of its business and the carrying out of its purposes as may be deemed necessary from time to time.

2. Upon proper notice the By-Laws may be amended, altered or rescinded by a majority vote of those members of the Board of Governors present at any regular meeting or any special meeting called for that purpose.

ARTICLE X

1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a majority of those present.

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 XI - ADDRESS

The principal offices of this corporation shall be at 739 Bridge Road, Hobe Sound, Florida 33455, or at such other address as the Board of Governors may from time to time direct.

ARTICLE XII

The annual meeting of the corporation shall be held at such time and place as may be designated by the Board of Governors.

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document when microfilmed.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our Hands and Seals this 5th day of July, 1974, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Herbert W. Biggs (SEAL)
Herbert W. Biggs

Juanita R. Fisher (SEAL)

Wilma N. Bobinski (SEAL)

Ann G. Johnson (SEAL)
Ann G. Johnson

Arlene Woodruff (SEAL)

Elaine S. Regal (SEAL)
Elaine S. Regal

STATE OF FLORIDA
COUNTY OF MARTIN

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, HERBERT W. BIGGS, JUANITA R. FISHER, WILMA N. BOBINSKI, ANN G. JOHNSON, ARLENE WOODRUFF and ELAINE S. REGAL, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my Hand and Official Seal in the County and State named above this 5th day of July, 1974.

Legibility of writing typing or printing unsatisfactory in this document when microfilmed.

Notary Public
My Commission Expires: