

ARTICLES OF INCORPORATION
OF

KEYSTONE POINT HOMEOWNERS ASSOCIATION, INC.,
a Florida Corporation Not For Profit

FILED
Nov 16 12 08 PM '76
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation is KEYSTONE POINT
HOMEOWNERS ASSOCIATION, INC.

ARTICLE II. ENABLING LAW

This Corporation is organized pursuant to the Corporations Not For Profit law of the State of Florida as set out in Part One of Chapter 617 of the Florida Statutes.

ARTICLE III. PURPOSES

A. The specific and primary purpose for which this Corporation is organized is to provide civic benefits for its members.

B. The general purposes for which this Corporation is formed are:

- (1) To unite property owners in the Keystone Point Area to create a community spirit and harmonious neighbor relations through social activities, newsletters and such other means intended to accomplish this purpose.
- (2) To promote community activities and interest in the Keystone Point Area.
- (3) To take actions to maintain and improve the safety, welfare and land values in the Keystone Point Area.
- (4) To have the city, property owners and the KPHA maintain and improve the aesthetic beauty, landscaping and residential charm of the Keystone Point Area.
- (5) To welcome new residents to the community and seek their participation in the KPHA activities and to inform residents, recent and old, on matters of interest to them through the KPHA newsletter.
- (6) To engage in civic and educational activities which the Directors determine to be necessary to protect the health, safety, welfare and land values of the Keystone Point Area and its residents.

STUART M. RAPÉE
ATTORNEY AT LAW
1201 BRICKELL AVENUE
MIAMI, FLORIDA 33131

(7) To follow the expenditures of money, and other actions, of the city, county and state governments which have an impact or effect upon the Keystone Point Area, or its residents, and to determine the interests and position of KPHA members on such matters and to make such position known to the appropriate government bodies or officials through the KPHA Directors and to keep the KPHA members apprised of such matters.

(8) To seek the following improvements and similar improvements to the Keystone Point Area: installation of curbs, underground utilities, landscaping and permanent improvements to the entrances to Keystone Point, the Tot-Lot, the Canal ends and swale areas - by government funds, contributions, KPHA funds, citizen and business support.

(9) To take actions to seek to preserve the cleanliness of the Keystone Point canals and Biscayne Bay and to seek to have the appearances of Keystone Point from the canals kept up and to otherwise preserve the recreational boaters' interests and recreational boating nature of Keystone Point.

C. This Corporation is organized and operated exclusively for the civic and other non profit purposes as stated above, and no part of any net earnings shall inure to the benefit of any member, director, officer or any other person, firm or corporation.

D. This Corporation shall have and exercise all rights and powers conferred upon corporations under the laws of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (A) through (C) of this Article.

ARTICLE IV. TERM

This Corporation shall have a perpetual existence.

ARTICLE V. INCORPORATORS

The names and residences of the subscribers to these

Articles of Incorporation are as follows:

MAUREEN B. HARWITZ

2390 Bay View Lane, Keystone Point
North Miami, Florida 33181

ROBERT P. LIPPELMAN

13100 Coronado Drive, Keystone Point
North Miami, Florida 33181

JOSEPH BERNSTEIN

13000 Biscayne Isle Terrace
Keystone Point
North Miami, Florida 33181

ARTICLE VI. MEMBERSHIP

Members of the Corporation shall be persons who are residents of the geographical area defined in the Bylaws as "Keystone Point", who are the legal owners of title to a residence therein or the spouse or nominee of the legal owner of such residence, who pays the annual membership dues for the then current year.

Any additional qualifications, manner of admission of members, additional classes of membership (provided they are not voting classes), if any, the property, voting and other rights and privileges of members, the liability of members for dues or assessments and the method of collection thereof, and the termination and transfer of membership shall be as set forth in the Bylaws of this Corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a board of twenty-five directors. The number of directors herein provided for may be changed by a bylaw duly adopted in the manner provided by the Bylaws for amendments thereof. Directors shall be elected annually by majority vote of the membership.

The names and addresses of the persons constituting the first Board of Directors who are to act in that capacity until the selection of their successors are:

FAITH ATLASS	2035 Keystone Boulevard Keystone Point North Miami, Florida 33181
DR. JULIUS CAPLAN	13105 Ixora Court Keystone Point North Miami, Florida 33181
DR. HOBART FELDMAN	13085 Ortega Lane Keystone Point North Miami, Florida 33181
RONALD DeLUCIEN	2125 Ixora Road Keystone Point North Miami, Florida 33181
BETSEY GOLLAND	12990 Biscayne Isle Terrace Keystone Point North Miami, Florida 33181
CHARLES HELD, Jr.	2400 Magnolia Drive Keystone Point North Miami, Florida 33181
ALLAN MARGOLIS	13105 Biscayne Bay Drive Keystone Point North Miami, Florida 33181
GENE MASTERS	13145 Coronado Lane Keystone Point North Miami, Florida 33181
GRACE GIRARD	1960 South Hibiscus Drive Keystone Point North Miami, Florida 33181
JOEL GRAY	12945 Ortega Lane Keystone Point North Miami, Florida 33181
JOHN HAGERTY	2233 Keystone Boulevard Keystone Point North Miami, Florida 33181
MILDRED MANNESCHMIDT	1895 Ixora Road Keystone Point North Miami, Florida 33181
NETTA ZIMMERMAN	1850 Hibiscus Drive Keystone Point North Miami, Florida 33181
MARK HOLZBERG	13195 Biscayne Bay Drive Keystone Point North Miami, Florida 33181
AL BRISSEY	2000 N. E. 124th Street Keystone Point North Miami, Florida 33181
GORDAN ENGEL	12478 North Bayshore Drive Keystone Point North Miami, Florida 33181

SIMON BLOOM	12488 North Bayshore Drive Keystone Point North Miami, Florida 33181
LEONARD RICH	2111 Alamanda Road Keystone Point North Miami, Florida 33181
MAUREEN B. HARWITZ	2390 Bay View Lane Keystone Point North Miami, Florida 33181
ROBERT P. LIPPELMAN	13100 Coronado Drive Keystone Point North Miami, Florida 33181
JOSEPH BERNSTEIN	13000 Biscayne Isle Terrace Keystone Point North Miami, Florida 33181
JUDY FELDMAN	13085 Ortega Lane Keystone Point North Miami, Florida 33181
JUNE HERMAN	1830 Keystone Boulevard Keystone Point North Miami, Florida 33181
ALLEN STOLAR	13190 Biscayne Isle Terrace Keystone Point North Miami, Florida 33181
NICK VALIANTE	12455 North Bayshore Drive North Miami, Florida 33181

(b) Elective Officers. The officers of this Corporation shall be President, First Vice President, Second Vice President, Secretary and Treasurer. Other offices and officers may be established or appointed as set forth in the Bylaws or by members of this Corporation at any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the Bylaws. The officers who are to serve until the first annual

meeting after these Articles of Incorporation are adopted
are:

President	-	MAUREEN B. HARWITZ	2390 Bay View Lane Keystone Point North Miami, Florida 33181
First Vice President	-	ROBERT P. LIPPELMAN	13100 Coronado Drive Keystone Point North Miami, Florida 33181
Second Vice President	-	JOSEPH BERNSTEIN	13000 Biscayne Isle Terrace Keystone Point North Miami, Florida 33181
Secretary	-	JUDY FELDMAN	13085 Ortega Lane Keystone Point North Miami, Florida 33181
Treasurer	-	JUNE HERMAN	1830 Keystone Boulevard Keystone Point North Miami, Florida 33181
Parliamentarian	-	ALLEN STOLAR	13190 Biscayne Isle Terrace Keystone Point North Miami, Florida 33181
Historian	-	NICK VALIANTE	12455 North Bayshore Drive Keystone Point North Miami, Florida 33181

(c) Standing Committees. This Corporation shall have
such Standing Committees as shall be set out in the Bylaws.

There shall also be such additional Standing
Committees or other committees as may be appointed by the
President or authorized by the Bylaws.

ARTICLE VIII. REGISTERED AGENT AND LOCATION

(a) The address of this Corporation's initial registered
office in the State of Florida is Suite 301, 1201 Brickell
Avenue, Miami, Florida 33131.

(b) The name of this Corporation's initial registered
agent at the above address is STUART M. RAPEE.

ARTICLE IX. BYLAWS

Bylaws will be hereinafter adopted at the first meeting of the Board of Directors. Such Bylaws may be amended or repealed, in whole or in part, by the members or by the Directors in the manner provided therein. Any amendments to the Bylaws shall be binding on all members of this Corporation.

ARTICLE X. AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the Corporation.

ARTICLE XI. DISSOLUTION

This Corporation shall be dissolved and its affairs wound up by a two-thirds vote of the Corporation's voting members.

In the event of dissolution, property of the Corporation shall be distributed to any organization which is exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code.

WHEREFORE, the undersigned constituting the subscribers of this Corporation, for the purpose of forming this Corporation not for profit under the laws of the State of Florida, have executed these Articles of Incorporation this _____ day of _____, 1976.

s/ Maureen B. Harwitz _____ (SEAL)

s/ Robert P. Lippelman _____

(SEAL)

s/ Joseph Bernstein _____

(SEAL)

STATE OF FLORIDA)

COUNTY OF DADE) SS:

Subscribed and sworn to before me this 27th day of
October, 1976, by MAUREEN D. HARWITZ,
a subscriber.

s/ Stuart M. Rapee

Notary Public, State of Florida at Large

My Commission Expires: 11-11-76

STATE OF FLORIDA)

COUNTY OF DADE) SS:

Subscribed and sworn to before me this 27th day of
October, 1976, by ROBERT P. LIPPELMAN,
a subscriber.

s/ Stuart M. Rapee

Notary Public, State of Florida at large

My Commission Expires: 11-11-76

STATE OF FLORIDA)

COUNTY OF DADE) SS:

Subscribed and sworn to before me this 27th day of
October, 1976, by JOSEPH BERNSTEIN,
a subscriber.

s/ Stuart M. Rapee

Notary Public, State of Florida at Large

My Commission Expires: 11-11-76

STUART M. RAPEE

ATTORNEY AT LAW
1201 BRICKELL AVENUE
MIAMI, FLORIDA 33131

STATE OF FLORIDA)

COUNTY OF DADE) SS:

BEFORE ME, the undersigned authority, a Notary Public,
appeared STUART M. RAPEE, who deposed and stated as follows:

1. I am the person designated in Article VIII of the
foregoing Articles of Incorporation as Registered Agent.

2. I hereby accept the designation of Registered Agent
as set out in said Article VIII of the foregoing Articles
of Incorporation.

S/

STUART M. RAPEE

SWORN TO AND SUBSCRIBED before me
this 12 day of November, 1976

s/ Audrey Dillon

Notary Public, State of Florida at Large

My Commission Expires: 10-25-80