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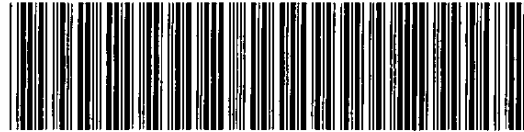
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12/13
~~NOV 19 2007~~
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 21, 2007

MICHAEL J MCNICHOLAS
320 WEST OCEAN BLVD
STUART, FL 34994

SUBJECT: OUTRIGGER HARBOUR CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W07000057052

We have received your document for OUTRIGGER HARBOUR CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

An effective date **may** be added to the Articles of Incorporation **if a 2008 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6955.

Suzanne Hawkes
Regulatory Specialist II
New Filing Section

Letter Number: 207A00066827

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Outrigger Harbour Condominium Association, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Michael J. McNicholas
Name (Printed or typed)

320 West Ocean Boulevard
Address

Stuart, FL 34994
City, State & Zip

772-781-0411
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

Law Offices of
Michael J. McNicholas, P.A.

Mailing Address:
Post Office Box 2394
Stuart, FL 34995-2394

TELEPHONE (772) 781-0411
FACSIMILE (772) 781-0418

Delivery Address:
320 West Ocean Boulevard
Stuart, FL 34994

email: mjmlawfirm@aol.com

December 11, 2007

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

RE: Outrigger Harbour Condominium Association, Inc.
W07000057052

Dear Sir/Madame:

Enclosed please find the corrected original Articles of Incorporation and a copy of the Articles along with a copy of your letter dated November 21, 2007.

If you have any questions, please feel free to contact our office.

Sincerely,



April Wyatt, Assistant to
Michael J. McNicholas, Esq.

/aw
Enclosures

Articles of Incorporation
Of
Outrigger Harbour Condominium Association, Inc.

The undersigned incorporator, for the purpose of forming a corporation not for profit pursuant to Florida law, hereby adopts the following Articles of Incorporation

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07 NOV 19 PM 4:15
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Article One:
Name of the Corporation

The name of the corporation shall be Outrigger Harbour Condominium Association, Inc.

Article Two:
Nature of Business

The business conducted by the corporation shall be to operate the condominium know as Outrigger Harbour as provided by the Declaration of Condominium of Outrigger Harbour and the applicable laws (all capitalized terms used shall have the meaning as defined in the Declaration).

Article Three:
Powers

The corporation shall have all the powers as granted by the Condominium Act and the statutory powers of a Florida not-for-profit corporation.

Article Four:
Members

All persons owning a fee simple interest in the Outrigger Harbour condominium, as evidenced by a recorded deed in the public records of Martin County, shall be members of the Association

Article Five:
Voting Rights

Each Residential Unit shall be entitled to one vote. In the event of joint ownership of a Unit, the vote to which that Unit is entitled shall be apportioned among the Owners as their interest may appear, or may be exercised by one of the joint Owners if the remainder of joint Owners filed a Voting Certificate with the secretary of the Association.

Article Six:
Existence

The corporation shall have a perpetual existence until dissolved according to law.

Article Seven:
Registered Agent

The initial Registered Agent of the corporation shall be Michael J. McNicholas, 320 West Ocean Boulevard; Stuart, Florida 34994

Article Eight:
Number of Directors

The business of the corporation and thereby the Association shall be conducted by a Board of Directors consisting of three (3) persons.

Article Nine:
Initial Board of Directors

The names and addresses of the initial Board of Directors shall be:

<u>Name</u>	<u>Office</u>	<u>Address</u>
R. James Ladd	President/Treasurer	c/o Michael J. McNicholas
Patrick Stracuzzi	Vice President	320 West Ocean Blvd.
Mitch Milesi	Secretary	Stuart, Florida 34994

Article Ten:
Indemnification of Officers and Directors

The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (i) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with

respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (ii) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere of its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

The provisions of this Article Ten may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

Article Eleven: Rights of the Developer

Notwithstanding anything contained in these Articles of Incorporation, the Bylaws, or the Declaration, the Developer of the Condominium, shall have the full right and authority to manage the affairs of, and the exclusive right to elect the directors of the Association until the following shall occur:

- A. When fifteen (15%) percent or more of the Units that will be operated ultimately by the Association are conveyed to Owners other than the Developer, such Owners (other than the Developer) shall be entitled to elect not less than one-third (1/3) of the Board of Directors.
- B. Owners other than the Developer will be allowed to elect a majority of the members of the Board of Directors and control the Association at whichever of the following times shall first occur (the "Turnover Date").
 1. Three (3) years after Developer has sold fifty (50%) percent of the Units that will be ultimately operated by the Association;
 2. Three (3) months after Developer has sold ninety (90%) percent of the Units that will ultimately be operated by the Association;
 3. When all of the Units that will ultimately be operated by the Association have been completed and some of them have been sold and none of the others are being offered for sale by the Developer in the ordinary course of business;
 4. When the Developer has sold some of the Units and none of the other Units are held by the Developer for sale in the ordinary course of business; or
 5. Seven (7) years after recordation of the Declaration.
- C. Developer shall be entitled to elect at least one (1) member of the Board of Directors as long as the Developer holds at least five (5%) percent of the Units in the Condominium for sale in the ordinary course of business. So long as the Developer holds Units for sale in the ordinary course of business, none of the following actions may be taken without the approval in writing by the Developer.

1. Assessment of the Developer as a Unit Owner for capital improvements.
2. Any action by the Association that would be detrimental to the sales of Units by the Developer. However, an increase in Assessments for Common Expenses without discrimination against the Developer shall not be deemed to be detrimental to the sales of Units.

Article Twelve:
Bylaws

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

Article Thirteen:
Amendments

The Association reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the Association.

Article Fourteen:
Incorporator

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

Michael J. McNicholas
320 West Ocean Boulevard
Stuart, Florida 34994

Article Fifteen:
Principal Street Address

The principal street address and mailing address for the corporation shall be 1495 NE Indian River Drive, Jensen Beach, Florida 34957.

In Witness Whereof, the undersigned incorporator has hereunto affixed his signature this 17th day of November, 2007.

Michael J. McNicholas
Michael J. McNicholas, Incorporator

State of Florida
County of Martin

I hereby certify that on this day, before me, an officer duly authorized in the State and in the County aforesaid to take acknowledgements, personally appeared, Michael J. McNicholas, who is known to me or who has produced identification and who executed the foregoing instrument and acknowledged before me that he executed the same.

Witness, my hand and seal in the County and State aforesaid this 17th day of November, 2007.



My commission expires:

NOTARY PUBLIC:

April M. Wyatt
State of Florida at Large (Seal)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance by Registered Agent:

Michael J. McNicholas
Michael J. McNicholas, Registered Agent