

N 95000003181

VEGA, BROWN, STANLEY, MARTIN & ZELMAN, P.A.

THOMAS R. BROWN
LAWRENCE D. MARTIN
JOHN F. STANLEY
GEORGE VEGA, JR.
THEODORE ZELMAN
PHARON M. HANLON
MICHAEL G. MOORE
PAULA J. RHOADS
JOHN G. VEGA
THOMAS J. WOOD

2660 AIRPORT ROAD SOUTH
NAPLES, FLORIDA 33952-4899
TELECOPIER (813) 774-6420
TELEPHONE (813) 774-3333

June 14, 1995

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

900001516439
-06/19/95--01038--005
***122.50 ***122.50

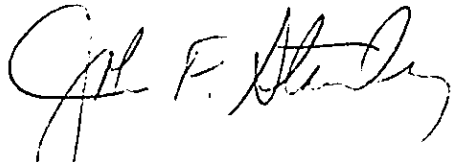
Dear Sir or Madam:

RE: Lely Barefoot Beach Dock Association

Enclosed please find original and one (1) copy of Articles of Incorporation for the above not-for-profit corporation together with filing fee of \$122.50. Please proceed to file accordingly and return a file-stamped copy of same to this office.

Thank you.

Very truly yours,



John F. Stanley

JFS:rjm
Enclosures

John F. Stanley GAVE
AUTHORIZATION BY PHONE TO
CORRECT Add principal address
DATE July 6, 1995
DOC. EXAM. Yes

VICKIE J. WHITFIELD JUL - 7 1995

00789
00513
00634
00671

W95000013715

U



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 22, 1995

JOHN F. STANLEY
2660 AIRPORT ROAD SOUTH
NAPLES, FL 33962-4899

SUBJECT: LELY BAREFOOT BEACH DOCK ASSOCIATION
Ref. Number: W95000012715

We have received your document for LELY BAREFOOT BEACH DOCK ASSOCIATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return 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 (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 395A00030652

ARTICLES OF INCORPORATION
FOR
LELY BAREFOOT BEACH DOCK ASSOCIATION, INC.

The Undersigned, for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida, hereby acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Florida and certify as follows:

ARTICLE I - NAME

The name of the Corporation shall be LELY BAREFOOT BEACH DOCK ASSOCIATION, INC.

ARTICLE II - PURPOSES AND POWERS

A. The Corporation is organized for the purpose of maintaining the boat docks at Little Hickory Bay adjacent to Lely Barefoot Beach located in Section 6, Township 48 South, Range 25 East, Collier County, Florida.

B. To comply with all of the rules, regulations and requirements of the State of Florida Department of Environmental Regulation, the Florida Department of Natural Resources, the Department of the Army Corps of Engineers and Collier County.

C. To establish bylaws and rules and regulations for the operation of the Corporation and to provide for the formal administration of the Corporation; to enforce the bylaws and all of the rules and regulations of the State of Florida Department of Environmental Regulation, the Florida Department of Natural Resources, the Department of the Army Corps of Engineers and Collier County.

D. To levy and collect assessments against members of the association in order to pay all expenses of the corporation.

E. To manage, maintain, insure, equip, improve, repair, reconstruct, pay taxes and expenses, replace and operate all of the boat docks permitted by the State of Florida Department of Environmental Regulation, the Florida Department of Natural Resources, the Department of the Army Corps of Engineers and Collier County in Little Hickory Bay adjacent to Lely Barefoot Beach located in Section 6, Township 48 South, Range 25 East, Collier County, Florida.

F. To grant easements, licenses and rights of way over and across all of the boat docks in Little Hickory Bay adjacent to Lely Barefoot Beach.

G. The Corporation 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.

ARTICLE III - MEMBERS

The members of this Corporation shall be any owner of a lot in Barefoot Beach Unit One as shown in Plat Book 12 at Page 34 of the Public Records of Collier County, Florida, and any owner of a lot in Barefoot Beach Unit Two as shown in Plat Book 15, Pages 71 through 72 of the Public Records of Collier County, Florida, and who has obtained from Lely Development Corporation a license to use a specific dock in Little Hickory Bay adjacent to Lely Barefoot Beach.

ARTICLE IV - EXISTENCE

This Corporation shall exist for as long as Lely Development Corporation has all of the necessary permits to use the docks in Little Hickory Bay adjacent to Lely Barefoot Beach located in Little Hickory Bay in Section 6, Township 48 South, Range 25 East, Collier County, Florida.

ARTICLE V - VOTING RIGHTS

Each member shall have one (1) vote for each license it holds for the use of a specific dock.

ARTICLE VI - SUBSCRIBERS

The name and address of the Subscriber to these Articles of Incorporation is as follows:

John F. Stanley
2660 Airport Road South
Naples, FL 33962

ARTICLE VII - INITIAL BOARD

The initial Directors of the Corporation shall be:

John J. Agnelli
8825 Tamiami Trail East
Naples, FL 33962

Robert Braseth
8825 Tamiami Trail East
Naples, FL 33962

Mary Clark
8825 Tamiami Trail East
Naples, FL 33962

The number of Directors may be either increased or decreased from time to time by the bylaws but shall never be less than three (3). At the first annual meeting and at each annual meeting thereafter, the members shall elect directors for terms as set forth in the bylaws. After the initial directors resign, all directors must be members of the Corporation.

ARTICLE VIII - OFFICERS

The affairs of the Corporation shall be administered by the Officers designated in the bylaws who shall serve at the pleasure of said Board of Directors. The names and addresses of the Officers who shall serve until the first election of the Officers pursuant to the provisions of the bylaws are as follows:

John J. Agnelli - President
8825 Tamiami Trail East
Naples, FL 33962

Robert Braseth - Vice President
8825 Tamiami Trail East
Naples, FL 33962

Mary Clark - Secretary/Treasurer
8825 Tamiami Trail East
Naples, FL 33962

ARTICLE IX - BYLAWS

The Bylaws of the Corporation may be altered, amended or rescinded in the manner provided therein.

ARTICLE X - TRANSACTIONS IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED

In the absence of fraud, no contract or other transaction between the Corporation and any other person, firm, association, corporation or partnership shall be affected or invalidated by the fact that any Director or Officer of the Corporation is pecuniarily or otherwise interested in such contract or other transactions, or in any way connected with any person, firm, association, corporation or partnership which is pecuniarily or otherwise interested therein. Any Director may vote and be counted in determining the existence of a quorum at any meeting of the Board of Directors of the Corporation for the purpose of authorizing such contract or transaction with life force and effect as if he were not so interested, or were not a Director, Member or Officer of such firm, association, corporation or partnership.

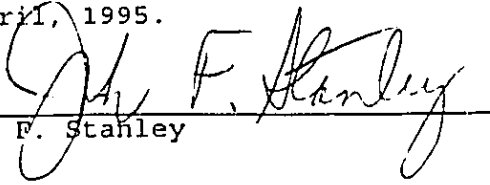
ARTICLE XI - INDEMNIFICATION

Every Director and every Officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred by or imposed upon the Director or Officer in connection with any proceeding or any settlement thereof to which the Director or Officer may be a party, or in which the Director or Officer may become involved by reason of the Director or Officer being or having been a Director or Officer of the Corporation whether or not a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of

ACCEPTANCE OF RESIDENT AGENT

Having been named as Registered Agent to accept service of process of the above-stated corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as Registered Agent.

Dated this 25th day of April, 1995.



John F. Stanley

5501500 AM 1995

N95000003181

Requestor's Name

LELY DEVELOPMENT CORP.

8825 TAMiami TRAIL EAST
NAPLES, FLORIDA 34113

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

200002306102--9
-09/29/97--01109--004
****210.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservatio..

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
97 SEP 29 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials *See 10/1*

Florida Department of State, Sandra S. Mortham, Secretary of State

OFFICER / DIRECTOR RESIGNATION

FILED
97 SEP 29 PM 12:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, JoAnn Farinacci, hereby resign as Treasurer
(Title)

of LELY BAREFOOT BEACH DOCK ASSOCIATION, INC.
(Name of Corporation)

a corporation organized under the laws of the State of Florida

and affirm that the corporation has been notified in writing of the resignation.

JoAnn Farinacci
(Signature of resigning officer/director)

FILING FEE IS \$35.00

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314