

N98000006929

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

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 #)

98 DEC -8 PM 1:48
DIVISION OF CORPORATION

- Walk in
 Pick up time ASAP
 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 type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

300002706289-3
-12/08/98-01065-002
*****70.00 *****70.00

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

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

FILED
98 DEC -8 PM 2:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
12-8-98

Examiner's Initials	
---------------------	--

FILED

ARTICLES OF INCORPORATION

98 DEC -8 PM 2:48

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LEA MARIE ISLAND PROPERTY OWNERS ASSOCIATION, INC.

(A FLORIDA NOT-FOR-PROFIT CORPORATION)

The undersigned incorporator hereby adopts the following Articles of Incorporation for the purposes of forming a not-for-profit corporation under the "Florida Not-For-Profit Corporation Act."

ARTICLE I

The name of this corporation is LEA MARIE ISLAND PROPERTY OWNERS ASSOCIATION, INC. (hereinafter the "Association"). The principal address for the office of the Association is 2821 El Jobean Road, Port Charlotte, Florida 33948.

ARTICLE II

The purpose for which this Association is organized is to act as the governing association of LEA MARIE ISLAND, a residential subdivision located in Charlotte County, Florida. The objects and purposes for which this Association is established are solely for those exempt purposes as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, and specifically do not include pecuniary profit, gain or private advantage for the incorporators, directors, or officers, or for the Association.

ARTICLE III

The qualification of members and the manner of their admission shall be as follows: Any person or persons or entity that hold title in fee simple to a Lot in LEA MARIE ISLAND shall, by virtue of such ownership, automatically be a member of this Association.

ARTICLE IV

The Association shall have two classes of voting membership:

A. Class A: Class A Members shall be all owners except the Developer, WINDSTAR DEVELOPMENT, INC., a Florida corporation (hereinafter the "Developer"), until the Developer becomes a Class A Member as more particularly provided below. Each Class A Member

shall be entitled to one (1) vote for each Lot in which the Member holds an interest. When more than one (1) person holds an interest in any Lot, all such persons shall be Members, but only one (1) vote for such Lot shall be cast as they among themselves determine in accordance with the procedures set forth in the Bylaws of the corporation.

B. Class B: Class B Members shall be the Developer, its successors and assigns. The Class B Member's approval on all matters shall be required until the earlier of such time as the Class B Member shall voluntarily authorize a transfer of its membership to Class A Membership or until Developer ceases to own 5% of the Lots. At such time as the Class B Membership shall cease and be converted to Class A Membership, Developer shall be entitled to one vote for each Lot then held by Developer. Within ninety (90) days after conversion of Class B Membership into Class A Membership, a meeting shall be held at which the Developer shall formally relinquish control of the Association and the Class A Members will be entitled to elect not less than a majority of the members of the Board of Directors of the Association, subject, however, to the Developer's right to elect not less than one (1) member of the Board of Directors of the Association for as long as the Developer holds for sale in the ordinary course of business at least one (1) Lot in the subdivision and further subject to certain limitations on actions affecting the Developer as long as it owns any Lots, as set forth in the Bylaws.

ARTICLE V

This Association shall exist perpetually. Should the Association be dissolved, the property consisting of the surface water management system shall be conveyed to an appropriate agency of local government, and if not accepted, then the surface water management system shall be dedicated to a similar non-profit corporation.

ARTICLE VI

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

Miko P. Gunderson, Esq.
Batsel, McKinley, Ittersagen,
Gunderson & Berntsson, P.A.
1861 Placida Road, Suite 204
Englewood, Florida 34223

ARTICLE VII

The street address and mailing address of the initial registered office of this Association shall be 1861 Placida Road, Suite 204, Englewood, Florida, 34223. The name of the initial registered agent at such address is Miko P. Gunderson.

ARTICLE VIII

The affairs of the Association are to be managed initially by a Board of three (3) Directors. The Board may be increased to any number not to exceed five (5). The Directors will be elected each year at the annual meeting of the Association as provided for in the Bylaws. The number of persons constituting the first Board of Directors shall be three (3) and their names and addresses are as follows:

Steven Lombardo	2821 El Jobean Road Port Charlotte, Florida 33948
Joni B. Lombardo	2821 El Jobean Road Port Charlotte, Florida 33948
Joseph F. Pasak	2821 El Jobean Road Port Charlotte, Florida 33948

ARTICLE IX

The names of the officers who are to serve until the first election or appointment under the Articles of Incorporation are:

Steven Lombardo	President
Joni B. Lombardo	Vice President
Steven Lombardo	Treasurer
Joni B. Lombardo	Secretary

ARTICLE X

The Bylaws of the Association are to be made, altered or rescinded by the members of the Association as provided for in the Bylaws.

ARTICLE XI

Amendments to these Articles of Incorporation may be proposed and adopted at any regular or specially called meeting of the members of the Association by a majority vote of all the members.

Due notice of the meeting must be given as provided for in the Bylaws.

ARTICLE XII

No part of the net earnings of this Association shall inure to the benefit of any member or individual, except through the acquisition, construction, management, maintenance, or care of property owners association property or through the rebate of the excess membership dues, fees or assessments.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th day of December, 1998.

Witnesses:

Donna Santarone
Regina Luntz

Miko P. Gunderson
Miko P. Gunderson

STATE OF FLORIDA)
)
COUNTY OF CHARLOTTE)

The foregoing instrument was acknowledged before me this 7th day of December, 1998, by Miko P. Gunderson, who is personally known to me and who did not take an oath.

Donna Santarone
Notary Public, State of Florida
My Commission Expires:



FILED

CERTIFICATE DESIGNATING A REGISTERED AGENT
AND REGISTERED OFFICE FOR THE SERVICE OF PROCESS

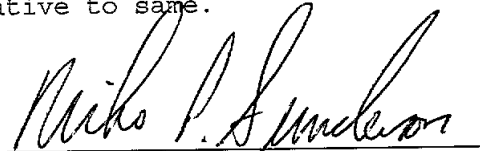
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 48.091, Florida Statutes,
following is submitted:

LEA MARIE ISLAND PROPERTY OWNERS ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Englewood, County of Charlotte, State of Florida, has designated MIKO P. GUNDERSON, whose street address is 1861 Placida Road, Suite 204, Englewood, Florida 34223, County of Charlotte, State of Florida, as its agent to accept service of process within this state.

ACCEPTANCE

Having been designated as agent to accept service of process for the above-named corporation, at the place stated in this certificate, I hereby agree to act in this capacity and to comply with the provision of said law relative to same.


Registered Agent

53007A02