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FLORIDA NON-PROFIT CORPORATION

GULF ISLAND STRAND CONDOMINIUM ASSOCIATION, INC.

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**ARTICLES OF INCORPORATION
OF
GULF ISLAND STRAND CONDOMINIUM ASSOCIATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned incorporator by these articles forms a not for profit corporation pursuant to the laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this corporation is **Gulf Island Strand Condominium Association, Inc.** The principal place of business and the mailing address of the corporation shall be 2770 North Beach Road, Englewood, Florida 34223. For convenience, the corporation shall be referred to in this instrument as the "Association," these Articles of Incorporation as the "Articles," and the Bylaws of the Association as the "Bylaws."

ARTICLE II. TERM OF EXISTENCE

The Association shall have perpetual existence.

ARTICLE III. PURPOSE AND POWERS

The purpose for which the Association is organized is to provide an entity pursuant to the Florida Condominium Act for the operation of the Gulf Island Strand, a condominium, located in Charlotte County, Florida. The Association is organized and shall exist as a Florida not for profit Corporation. No portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, director or officer. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties of a not for profit corporation except as limited or modified by these Articles, the Declaration of Condominium or Chapter 718, Florida Statutes, including but not limited to the following:

(A) To make and collect assessments from Members of the Association to defray the costs, expenses and losses of the Condominium, and to use the proceeds of assessments in the exercise of its powers and duties.

(B) To protect, maintain, repair, replace and operate the Condominium Property.

(C) To purchase insurance upon the Condominium Property for the protection of the Association and its Members.

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(D) To reconstruct improvements after casualty and to make further improvements of the Property.

(E) To make, amend and enforce reasonable rules and regulations governing the use of the common elements, and the operation of the Association.

(F) To approve or disapprove the transfer of ownership, leasing and occupancy of Units, as provided by the Declaration of Condominium.

(G) To enforce the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws and any Rules and Regulations of the Association.

(H) To contract for the management and maintenance of the Condominium and the Condominium Property and to delegate any powers and duties of the Association in connection therewith except such as are specifically required by the Declaration of Condominium to be exercised by the Board of Directors or the membership of the Association.

(I) To employ accountants, attorneys, architects, and other professional personnel to perform the services required for proper operation of the Condominium.

(J) To enter into agreements, or acquire leaseholds, membership, and other possessory, ownership or use interests in lands or facilities contiguous to the lands of the Condominium, if they are intended to provide enjoyment, recreation, or other use or benefit to the Unit Owners.

(K) To borrow money without limit as to amount, if necessary, to perform its other functions hereunder.

(L) To own and convey property.

(M) To operate and maintain the surface water management system facilities, including all inlets, ditches, swales, culverts, water control structures, retention and detention areas, ponds, lakes, floodplain compensation areas, wetlands and any associated buffer areas, and wetland mitigation areas.

(N) To establish rules and regulations.

(O) To assess members and enforce assessments.

(P) To sue and be sued.

(Q) To contract for services to provide for the operation and maintenance of the surface water management system facilities if the association contemplates employing a maintenance company.

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(R) To require all the unit owners of the Condominium to be members.

(S) To exist in perpetuity, but if the Association is dissolved, the control or right of access to the property containing the surface water management system facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility, and that if not accepted, then the surface water management system facilities shall be conveyed to a non-profit corporation similar to the Association.

(T) To take any other action necessary for the purposes for which the Association is organized.

All funds and the title to all property acquired by the Association shall be held for the benefit of the members in accordance with the provisions of the Condominium Act, the Declaration of Condominium, these Articles and the Bylaws.

ARTICLE IV. MEMBERS

(A) The members of the Association shall consist of all record owners of a fee simple interest in units in the Condominium.

(B) The share of a member in the funds and assets of the Association cannot be assigned or transferred in any manner except as an appurtenance to a unit.

(C) The owners of a unit, collectively, shall be entitled to the number of votes in Association matters as set forth in the Declaration of Condominium and the Bylaws. The manner of exercising voting rights shall be as set forth in the Bylaws.

ARTICLE V. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

~~The street address of the initial registered office of this corporation is 2800 N. Beach Road, A-101, Englewood, Florida 34223, and the name of the initial registered agent of this corporation at that address is Carol A. Smith.~~

ARTICLE VI. FIRST BOARD OF DIRECTORS

The affairs of the Association shall be administered by a Board of Directors consisting of the number of Directors determined by the Bylaws but not less than three (3) Directors and in the absence of such determination three (3) directors. The names and addresses of the persons constituting the first Board of Directors are as follows:

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<u>NAME</u>	<u>ADDRESS</u>
Emily S. Adams	2800 N. Beach Rd., #A-101 Englewood, FL 34223
Carol A. Smith	2800 N. Beach Rd., #A-101 Englewood, FL 34223
Brigid Bailey	2800 N. Beach Rd., #A-101 Englewood, FL 34223

Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of these Articles is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Emily S. Adams	2800 N. Beach Rd., #A-101 Englewood, FL 34223

ARTICLE VIII. BYLAWS

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

ARTICLE IX. AMENDMENTS

~~Amendments to these Articles shall be proposed and adopted in the following manner:~~

(A) Proposal. Amendments to these Articles may be proposed by a majority of the Board of Directors or by petition of the owners of one-fourth (1/4) of the units by instrument in writing, signed by them.

(B) Procedure. Upon any amendment or amendments to these Articles being proposed by said Board or unit owners, such proposed amendment or amendments shall be submitted to a vote of the members not later than the next annual meeting for which proper notice can be given.

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(C) Effective Date. An amendment shall become effective upon filing with the Secretary of State and recording a certified copy in the Public Records of Charlotte County, Florida.

ARTICLE X. INDEMNIFICATION

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every director and every officer of the Association against all expenses and liabilities, including attorneys' fees, actually and reasonably incurred by or imposed upon a director or officer in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of his or her being or having been a director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his or her actions or omissions to act were material to the cause adjudicated and involved any of the following:

(A) Willful misconduct or a conscious disregard for the best interests of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

(B) A violation of criminal law, unless the director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

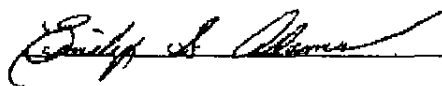
(C) A transaction from which the director or officer derived an improper benefit.

(D) Recklessness, or an act or omission which was committed in bad faith or with malicious purpose or in a manner exhibiting wanton and willful disregard for human rights, safety or property, in an action by or in the right of someone other than the Association or a member.

(E) Wrongful conduct by directors or officers, appointed by the developer, in a proceeding brought by or on behalf of the Association.

~~In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approves such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a director or officer may be entitled.~~

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22 day of SEPTEMBER, 2003.



Emily S. Adams

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STATE OF FLORIDA
COUNTY OF CHARLOTTESECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 22 day of September, 2003, by Emily S. Adams who is personally known to me OR who has produced _____ as identification.

My commission expires:

07/31/2005

Pamela K. Kohlenberg
MY COMMISSION # 00045327 EXPIRES
July 31, 2005
BONDED THRU TROY FAIR INSURANCE, INC.

Pamela K. Kohlenberg
Print Name:
Notary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the Gulf Island Strand Condominium Association, Inc., at the place designated in these Articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Carol A. Smith
Carol A. Smith