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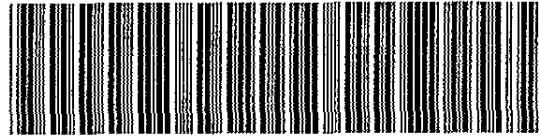
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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WEST END HARBOR CONDOMINIUM ASSOCIATION, INC.**

THE UNDERSIGNED hereby associate themselves for the purpose of forming a corporation not for profit under and pursuant to Chapter 617, Florida Statutes 1997, and do certify as follows:

**ARTICLE I
NAME**

The name of this corporation is West End Harbor Condominium Association, Inc. The corporation is sometimes referred to herein as the "Association".

**ARTICLE II
PURPOSE**

This corporation is organized to operate and manage West End Harbor, a Condominium, to be established in accordance with Chapter 718, Florida Statutes, upon real property situate, lying and being in Bay County, Florida; to perform and carry out the acts and duties incident to the administration, operation and management of said condominium in accordance with the terms, provisions, and conditions, contained in these Articles of Incorporation, in the Declaration of Condominium Ownership and any amendments thereto and in the Marina Agreement, which will be recorded among the public records of Bay County, Florida, and to own, operate, lease, sell, trade and otherwise deal with such property, whether real or personal, as may be necessary or convenient in the administration of the Condominium.

The terms used herein shall have the same meaning attributed to them in Chapter 718, Florida Statutes.

**ARTICLE III
POWERS**

The Association shall have all of the powers of a corporation not for profit existing under the laws of the State of Florida and all the powers now or hereafter granted to Condominium Associations by the Condominium Act, Chapter 718, Florida Statutes, as the same may be hereafter amended and all powers reasonably necessary to implement the powers of the Association, which powers shall include, but are not limited to, the power:

- A. To make, establish and enforce reasonable rules and regulations governing the use of the Condominium property, including the marina property;
- B. To make, levy and collect assessments against Unit Owners of the said Condominium to provide the funds to pay for Common Expenses of the Condominium as provided for in the Condominium Documents and the

Condominium Act, and to use and expend the proceeds of assessments in the exercise of the powers and duties of the Association. To make, levy and collect assessments against boat slip owners pursuant to that certain Marina Agreement by and between West End Development, LLC (the Developer) and the Association;

- C. To maintain, repair, replace and operate those portions of the Condominium Property and marina property that the Association has the duty or right to maintain, repair, replace and operate under the Condominium Documents and Marina Agreement;
- D. To contract for the management and maintenance of the Condominium and marina and to authorize the management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparations of records, enforcement of rules, and maintenance of the common elements. The Association shall, however, retain at all times the power and duties granted them by the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules, and execution of contracts on behalf of the Association;
- E. To employ personnel to perform the services required for the proper operation of the Condominium and marina;
- F. To purchase insurance upon the Condominium Property and marina property for the protection of the Association and its members;
- G. To reconstruct improvements constructed on the real property submitted to Condominium Ownership and the marina property after casualty or other loss;
- H. To make additional improvements on and to the Condominium Property and marina property;
- I. To approve or disapprove the transfer, mortgage and ownership of Condominium Parcels and boat slips to the extent such power is granted to it under the Condominium Documents and Marina Agreement;
- J. To acquire and enter into agreements whereby it acquires leaseholds, memberships or other possessory or use interests in lands or facilities including but not limited to country clubs, golf courses, marinas, and other recreational facilities, whether or not contiguous to the lands of the Condominium, intended to provide for the enjoyment, recreation or other use or benefit of the members of the Association;
- K. To enforce by legal action the provisions of the Condominium Documents and Marina Agreement; and
- L. To acquire by purchase or otherwise Condominium Parcels in the Condominium.

ARTICLE IV
MEMBERS

1. Members. The members of the Association shall consist of all owners of Condominium Parcels in the Condominium, and after the termination of the Condominium shall consist of those persons who are members at the time of such termination.

2. Voting Members. Each Condominium Parcel shall be entitled to one vote, which vote shall be exercised by the Unit Owner designated by the Owner or Owners of a majority interest in a single Condominium Parcel to cast the vote appurtenant to said Parcel. The designation of voting members shall be perfected in the manner provided in the Condominium Declaration.

3. Assignment. Neither the share or a member in the funds and assets of the Association, nor membership in this Association may be assigned, hypothecated or transferred in any manner except as an appurtenance to a Condominium Parcel.

4. The members of the Association shall be subject to all of the terms, conditions, restrictions and covenants contained in the Condominium Documents.

ARTICLE V
TERM

This corporation shall exist perpetually.

ARTICLE VI
SUBSCRIBERS

The names and residences of the subscribers to these Articles of Incorporation are as follows:

Thomas O. Marquardt	P.O. Box 13668 Mexico Beach, FL 32410
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Linda M. Marquardt	P.O. Box 13668 Mexico Beach, FL 32410
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ARTICLE VII
BOARD OF DIRECTORS

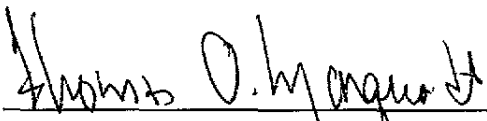
The business of the corporation shall be conducted by a Board of Directors consisting of not less than three (3) nor more than five (5) directors. The Board Directors shall be elected annually by the members of the Association entitled to vote. The names and addresses of the first Board of Directors who shall hold office until their successors are elected and have qualified, are as follows:

Thomas O. Marquardt	President & Director	P.O. Box 13668 Mexico Beach, FL 32410
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ARTICLE XII
PRINCIPAL OFFICE, REGISTERED OFFICE AND REGISTERED AGENT

The street address of the principal office of this corporation is 4000 Highway 98, Mexico Beach, Florida 32410. The initial registered office of this corporation shall be located at 4000 Highway 98, Mexico Beach, Florida 32410, or at such other place or places as may be designated from time to time by the Board of Directors. The initial registered agent of this corporation shall be Thomas O. Marquardt, or such other person as may be designated from time to time by the Board of Directors.

IN WITNESS WHEREOF, the subscribing incorporators have hereunto set their hands and seals and caused these Articles of Incorporation to be executed this 15th day of March, 2004.



THOMAS O. MARQUARDT



LINDA M. MARQUARDT

STATE OF FLORIDA
COUNTY OF Gulf

BEFORE ME, the undersigned authority, personally appeared Thomas O. Marquardt and Linda M. Marquardt, who acknowledged before me that they executed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me, this 15th day of March, 2004.





Notary Public

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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