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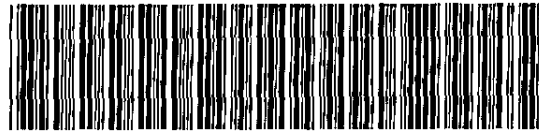
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05 OCT 12 PM 1:39

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. McKnight OCT 13 2005

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Glenbrooke Sarasota Condominium
Association, Inc.

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____

Signature _____

Requested by: _____

Name

Date

Time

10/12/05 10:05

ARTICLES OF INCORPORATION
OF
GLENBROOKE SARASOTA CONDOMINIUM ASSOCIATION, INC.

05 OCT 12 PM 1:39

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COUNTY CLERK
SARASOTA COUNTY, FLORIDA

I, the undersigned incorporator, hereby create this Association for the purpose of becoming a corporation not-for-profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I
NAME OF CORPORATION

The name of this corporation shall be GLENBROOKE SARASOTA CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the Association. The street address of the principal office of the Association is 8121 45th Court East, Sarasota, Florida 34243. The mailing address is the same.

ARTICLE II
GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the condominium known as GLENBROOKE, A CONDOMINIUM, located in Manatee County, Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

ARTICLE III
POWERS

The Association shall have all of the condominium law and statutory powers of an Association not for profit and all of the powers and duties set forth in said Condominium Act, the Declaration of Condominium of GLENBROOKE, A CONDOMINIUM, as amended from time to time, and the Bylaws of the Association provided said powers and duties are not inconsistent with the Condominium Act.

The powers of the Association shall include, without limitation, the following:

A. The power to levy and collect assessments from and on behalf of condominium unit owners which are imposed by the common unit owners under the terms and conditions of the Declaration of Protective Covenants, Conditions and Restrictions for Glenbrooke Homeowners

Association as recorded in Official Records Book 1111 Page 278 of the Public Records of Manatee County, Florida, and the unrecorded Settlement Agreement dated September 10, 1992 among the Glenbrooke Homeowners Association, Glenbrooke Investment Corporation and First American Title Company.

B. The power through its President to represent the Unit Owners on all matters pertaining to the Glenbrooke Homeowners Association and, as their representative, vote the voting interest of each Unit Owner in the manner set forth in the Declaration of Condominium.

ARTICLE IV **VOTING INTERESTS**

Each condominium unit shall be entitled to one vote at Association meetings, notwithstanding that the same Owner may own more than one unit or that units may be joined together and occupied by one Owner. In the event of a joint ownership of a condominium unit, the vote to which that unit is entitled shall be executed in the manner provided for in the Bylaws.

ARTICLE V **INCOME DISTRIBUTION**

No part of the income of this Association shall be distributable to its members, except as compensation for services rendered.

ARTICLE VI **EXISTENCE**

This Association shall exist perpetually unless dissolved according to law.

ARTICLE VII **REGISTERED OFFICE AND REGISTERED AGENT**

The registered office of the Association shall be 7680 Cambridge Manor PL, Suite 101, Ft. Myers, Florida 33907 and the registered agent at such address shall be Terry Wayland.

ARTICLE VIII **NUMBER OF DIRECTORS**

The business of the Association shall be conducted by a Board of Directors which shall consist of not less than three nor more than five persons, as shall be designated by the Bylaws.

ARTICLE IX
FIRST BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected, as stated by the Bylaws, are as follows:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Raymond T. Crump	President	8556 E. State Rd. #2 New Carlisle, IN 46552
Terry R. Wayland	Secretary/Treasurer	7680 Cambridge Manor PL Suite 101 Ft. Myers, FL 33907
William Centers	Vice President	7354 Cottage Oak Portage, MI 49024

ARTICLE X
INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and Directors shall be indemnified by the Association against all expenses and liabilities, including counsel fees (including appellate proceedings) reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office. In no event, however, shall any officer or Director be indemnified for his own willful misconduct or knowing violation of the provisions of the Florida Condominium Act. The Association may purchase and maintain insurance on behalf of all officers and Directors against any liability asserted against them or incurred by them in their capacity as officers and Directors or arising out of their status as such.

ARTICLE XI
RIGHTS OF DEVELOPER

RTC Enterprises of Southwest Florida, LLC, a Florida Limited Liability Company, which is the Developer of Glenbrooke, a Condominium, shall have full right and authority to manage the affairs and exclusive right to elect the directors of the Association (who need not be unit owners)

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until the following shall occur:

- A. When fifteen percent (15%) or more of the Units that will be operated ultimately by the Association are conveyed to Unit Owners other than Developer, such Unit Owners shall be entitled to elect not less than one-third (1/3) of the Board of Directors.
- B. Unit Owners other than the Developer will be allowed to elect a majority of the members of the Board and control the Association at whichever of the following times shall first occur:
 - 1. Three (3) years after the Developer has sold fifty (50%) percent of the Units that will be ultimately operated by the Association;
 - 2. Three (3) months after the Developer has sold ninety (90%) percent of the Units that will be ultimately 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.
 - 5. Seven years after recordation of the Declaration of Condominium.
- C. Developer shall be entitled to elect at least one (1) member of the Board of Directors as long as Developer holds at least five percent (5%) of the Units in GLENBROOKE, A CONDOMINIUM.

ARTICLE XII **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 XIII **INCORPORATOR**

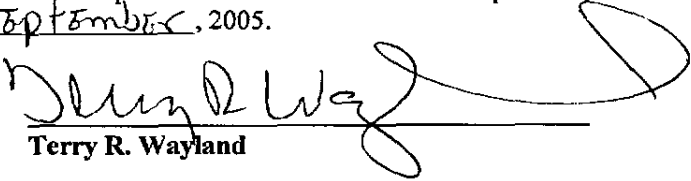
The name and street address of the sole incorporator to these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Terry R. Wayland	7680 Cambridge Manor PL, Suite 101 Ft. Myers, Florida 33907

ARTICLE XIV
AMENDMENTS

The Association reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the Association and all rights conferred upon the members herein are granted subject to this reservation.

IN WITNESS WHEREOF, I, the undersigned sole incorporator to these Articles of Incorporation, have hereunto set my hand and seal this 26 day of September, 2005.


Terry R. Wayland

STATE OF FLORIDA

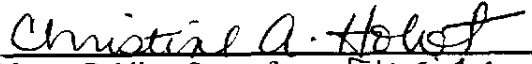
COUNTY OF Lee

The foregoing instrument was acknowledged before me on September 26, 2005, by Terry R. Wayland, who is

☒ personally known to me; or
☐ who has produced _____ driver's license or _____ as
identification.

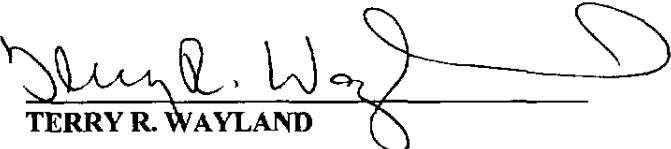


Christine A. Hobot
Commission #DD333919
Expires: Jun 29, 2008
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public - State of Florida
Name: Christine A. Hobot
Serial Number, if any: _____
My Commission Expires: June 29, 2008

ACCEPTANCE BY REGISTERED AGENT

I hereby agree, as Registered Agent, to comply with the provisions of all statutes relating to the proper and complete performance of my duties. I am familiar with and accept the obligations of my position as registered agent.


TERRY R. WAYLAND

343313

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FILED
CLERK OF COURT
JANUARY 13 2012