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**FLORIDA NON-PROFIT CORPORATION**  
**GULF REACH CONDOMINIUM ASSOCIATION, INC.**

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

In compliance with the provisions of Chapter 817, Florida Statutes, Incorporator, hereby adopts, subscribes, and acknowledges the following Articles of Incorporation 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.

**ARTICLE I  
NAME OF CORPORATION**

The name of the Corporation is **Gulf Reach Condominium Association, Inc.** hereinafter referred to as the Association.

**ARTICLE II  
PRINCIPAL OFFICE**

The Association's initial principal office is located at 2400 Adagio Way, Sarasota, Florida 34231 and mailing address of this Corporation shall be the same

**ARTICLE III  
PURPOSE AND POWERS**

**3.1 Purpose.** The purpose for which the Association is formed is to provide an entity pursuant to the Florida Statutes Chapter 718 for the operation of Gulf Reach Condominium ("the Condominium") and the managing entity within the meaning of Chapter 718, Florida Statutes ("the Condominium Act") in accordance with the Declaration of Condominium thereof, duly recorded or to be recorded in the Public Records of Manatee County, Florida, as it may lawfully be amended and/or supplemented from time to time ("the Declaration"), and its exhibits thereto, as they may be lawfully amended and/or supplemented from time to time ("the Condominium Documents").

**3.2 Association Powers and Duties.** The Association shall have all of the common law and statutory powers of a corporation not for profit, including all of the powers and duties reasonably necessary or convenient to operate the Condominium and act as its managing entity pursuant to the Condominium Documents except as expressly limited or modified by these Articles, the Condominium Documents or the Condominium Act, as they may hereafter be amended, including but not limited to the following specific powers and duties:

- (a) To levy, collect and enforce Assessments against Members of the Association to defray the cost, expenses and losses to the Condominium, and to use the proceeds of Assessments in exercising the Association's powers and performing its duties.
- (b) To protect, maintain, repair, replace and operate the Condominium Property.

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- (c) To purchase insurance upon the Condominium Property for the protection of the Association and its Members.
- (d) To enforce by legal means the provisions of the Condominium Act, the Condominium Documents, and any Rules and Regulations promulgated by the Association.
- (e) To grant, relocate or modify such easements with respect to the Common Elements or otherwise as may be not inconsistent with the Condominium Documents, upon arrival of the Board.
- (f) To enter contracts for the management or maintenance of the Condominium Property, and any other property of the Association, and to delegate any powers and duties of the Association in connection therewith, except such powers or duties as may be expressly required by the Condominium Documents or by applicable law to be exercised by the Board of Members.
- (g) To employ personnel, including accountants, architects, attorneys, appraisers, surveyors, engineers and other professional personnel, to furnish services required for the operation of the Condominium.
- (h) To borrow money if reasonably necessary to carry out the other powers and duties of the Association.
- (i) To adopt, amend and enforce reasonable rules and regulations governing the use of the Condominium and the operation of the Association.
- (j) To enter into agreements, or acquire leaseholds, memberships and other possessory, ownership or use interests in lands or facilities, if they are intended to provide enjoyment, recreation or other use or benefit to the Owners of the Units.
- (k) To reconstruct improvements after casualty and further improve the Condominium Property.
- (l) To sue and be sued.
- (m) To acquire, own, hold, improve, maintain, repair, replace, convey, sell, lease, transfer and otherwise dispose of property of any kind of nature.

All funds and the title to all property, both real and personal, acquired by the Association shall be held for the members in accordance with the provisions of the Declaration of Covenants and Restrictions, these Articles of Incorporation and the Bylaws.

**ARTICLE IV  
NO DISTRIBUTIONS**

The Association is organized and shall exist on a non-stock basis, does not contemplate pecuniary gain or profit to the Members thereof and is organized and shall exist solely for nonprofit purposes. No dividends shall be paid, and in no event shall the net earnings, in come or assets of the Association be distributed to, or inure to the benefit of, its Members, Directors or Officers.

**ARTICLE V  
EXISTENCE**

This Corporation shall exist perpetually unless dissolved according to law

**ARTICLE VI  
MEMBERSHIP**

The members of the Association are all Owners of record of legal title to one or more of the units in the Condominium, as more fully set out in the Condominium Documents.

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 the Unit. Each Member shall have such rights and privileges and be subject to such duties, obligations and restrictions including restrictions governing the transfer of his membership, as are set forth in the Condominium Documents. Each member shall have such Voting Interests as may be provided in the Condominium Documents.

**ARTICLE VII  
NUMBER OF DIRECTORS**

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than three (3) nor more than seven (7) persons, as shall be designated by the Bylaws.

**ARTICLE VIII  
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 and qualified are as follows:

<b>NAME</b>	<b>OFFICE</b>	<b>ADDRESS</b>
Helen Hughes	President and Director	2400 Adagio Way, Sarasota, Florida 34231
Alyson Colosia	V.P. and Secretary	2400 Adagio Way, Sarasota, Florida

34231

Javier Colosia Treasurer and Director 2400 Adagio Way, Sarasota, Florida  
34231

#### ARTICLE IX 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 Not for Profit Act, Chapter 617. 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 X REGISTERED OFFICE AND REGISTERED AGENT

The registered agent of the Corporation shall be 2400 Adagio Way, Sarasota, Florida 34231 and the registered agent shall be Helen Hughes.

#### ARTICLE XI 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 XII AMENDMENTS

**Developer Amendments:** During the time that the Developer has the right to amend the Declaration, the Developer may amend these Articles in any manner that is not prohibited by law.

**Member Amendments:** Amendments to the Articles may be proposed by a majority of the Board, or upon written petition to the Board signed by Owners of not fewer than twenty-five percent (25%) of the Units. Any amendment to these Articles so proposed by the Board or the Members shall be submitted to a vote of the Members not later than the next annual meeting for which proper notice can be given. Except as otherwise provided by law, a proposed amendment to these Articles shall be adopted if approved by a majority of the total Voting Interests at the annual or special meeting called for that purpose, or if approved in writing by a majority of the Voting Interests without a meeting, provided that notice of any proposed amendment has been given to the Members and that the notice contains the text of the proposed Amendment.

**Recording Amendments:** An amendment which is duly adopted pursuant to this Article shall be effective upon the filing with the Florida Department of State and subsequently recording a certified copy thereof in the Public Records of Manatee County, Florida.

**ARTICLE XIII  
INCORPORATOR**

The name and address of the Incorporator is:

Helen Hughes  
2400 Adagio Way  
Sarasota, Florida 34231

IN WITNESS WHEREOF, we, the undersigned subscribers to these Articles of Incorporation, have hereunto set our hands and seals this \_\_\_\_ Day of January, 2004.

*Helen Hughes*  
HELEN HUGHES

STATE OF FLORIDA  
COUNTY OF SARASOTA

Sworn to and subscribed before me this 15<sup>th</sup> Day of January, 2004 by Helen Hughes, who is personally known to me or who has produced her Florida Driver's License as identification.

*[Signature]*  
Notary Public  
My Commission Expires:  
SHERYL A. EDWARDS



**ACCEPTANCE OF REGISTERED AGENT**

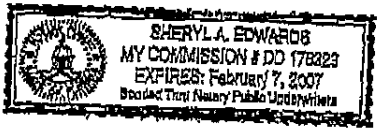
The undersigned hereby accepts the designation as registered agent of the foregoing Corporation.

*Helen Hughes*  
Helen Hughes

STATE OF FLORIDA  
COUNTY OF SARASOTA

Sworn to and subscribed before me this 15<sup>th</sup> Day of January, 2004 by Helen Hughes, who is personally known to me or who has produced her Florida Driver's License as identification.

*[Signature]*  
Notary Public  
My Commission Expires:  
SHERYL A. EDWARDS



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