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March 8, 2006

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

Re: Bay Oaks Condominium Association Inc.

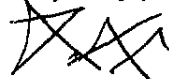
Dear Sirs:

Enclosed please find Articles of Incorporation for Bay Oaks Condominium Association, Inc., a not-for-profit corporation in the State of Florida.

Please proceed to file said articles as soon as possible. A check in the amount of \$78.75 payable to Florida Department of State - Division of Corporations for your filing fees and a certified copy thereof.

Your prompt attention is greatly appreciated.

Very truly yours,



L. Michael Osman

LMO/mu
Enc.

ARTICLES OF INCORPORATION
OF
BAY OAKS CONDOMINIUM ASSOCIATION, INC.

FILED
06 MAR 10 PM 4: 49
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME & ADDRESS

The name of this not-for-profit corporation is BAY OAKS CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as "Association". The address of the Association shall be: Management Office, 4344 Langley Avenue, Pensacola, Florida 32504.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of providing an entity pursuant to Section 718.111, Florida Statutes, for the operation of BAY OAKS CONDOMINIUM, in accordance with the provisions of the Declaration, including, but not limited to, the responsibility to operate and maintain the storm water management system, the storm water drainage facility as exempted or permitted, and to otherwise fulfill the responsibilities of the Association to Escambia County and the State of Florida as it may relate to the drainage and storm water management and landscaping.

ARTICLE III. TERM

The term of the association shall be the life of the condominium, unless the association is terminated by the termination of the condominium in accordance with the provisions of the Declaration.

ARTICLE IV. SUBSCRIBERS

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

L. MICHAEL OSMAN
1474-A West 84 Street
Hialeah, Florida 33014

ARTICLE V. DIRECTORS

1. The affairs of the association will be managed by a board consisting of the number of directors as shall be determined by the Bylaws, but not less than three (3) directors nor more than seven (7) directors.

2. Directors of the association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies of the Board of Directors shall be filled in the manner provided in the Bylaws.

3. When unit owners other than the developer own fifteen percent (15%) or more of the units within the condominium that will be operated ultimately by the Association, the unit owners, other than the developer, shall be entitled to elect no less than one-third (1/3) of the directors of the Board of Directors of the Association. Unit owners, other than the developer, are entitled to elect not less than a majority of the members of the Board of Directors of the Association:

- a) three (3) years after fifty percent (50%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;
- b) three (3) months after ninety percent (90%) of the units that will be operated ultimately by the Association have been conveyed to purchasers;
- c) when all the units that will be operated ultimately by the Association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the developer in the ordinary course of business;
- d) when some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by developer in the ordinary course of business; or
- e) seven (7) years after recording of the Declaration of Condominium, whichever occurs first.

The developer is entitled to elect at least one member of the Board of Directors of the Association as long as the developer holds for sale, in the ordinary course of business, at least five percent (5%) of the units in the condominium operated by the Association. Following the time the developer relinquishes control of the Association, the developer may exercise the right to vote any developer-owned units in the same manner as any other unit owner except for purposes of reacquiring control of the Association or selecting the majority members of the Board of Directors.

Within seventy-five (75) days after the unit owners, other than the developer, are entitled to elect a member or members of the Board of Directors of the Association, the Association shall call, and give not less than sixty (60) day's notice of an election for the members of the Board of Directors. The election shall proceed as provided in s. 718.112(2)(d). The notice may be given by any unit owner if the Association fails to do so. Upon election of the first unit owner, other than the developer, to the Board of Directors, the developer shall forward to the Division the name and mailing address of the unit owner Board member.

f) If the developer holds units for sale in the ordinary course of business, none of the following actions may be taken without approval in writing by the developer:

1. Assessment of the developer as a unit owner for capital improvements.
2. Any action taken by the association that would be detrimental to the sales of units by the developer; however, an increase in assessments for common expenses without discrimination against the developer shall not be deemed detrimental to the sales of units.

4. The names and addresses of the members of the first board of directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

MARVIN K. CLENDENIN
4344 Langley Avenue, #C-112
Pensacola, Florida 32504

REINALDO E. COSTA
14160 Palmetto Frontage Road, PH 32
Miami Lakes, Florida 33016

L. MICHAEL OSMAN
1474-A West 84 Street
Hialeah, Florida 33014

ARTICLE VI. OFFICERS

The affairs of the association shall be administered by the officers elected by the Board of Directors at its first meeting following the annual meeting of the members of the association, which officers shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until the Board of Directors designates their successors are as follows:

President -	Reinaldo E. Costa
Vice President -	Marvin K. Clendenin
Vice-President/Secretary -	L. Michael Osman

ARTICLE VII. 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 VIII. AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

2. A resolution approving a proposed amendment may be proposed by either the Board of Directors or by the members of the association. A member of the board of administration or a committee may submit in writing his or her agreement or disagreement with any action taken at a meeting that the member did not attend. This agreement or disagreement may not be used as a vote for or against the action taken, and may not be used for the purposes of creating a quorum.

3. Approval of an amendment must be by not less than sixty-six and two-thirds percent (66-2/3%) of the votes of the Board of Directors of the association or by not less than sixty-six and two-thirds percent (66-2/3%) of the votes of the entire membership of the association.

4. No amendments shall make any changes in the qualification for membership or the voting rights of members.

5. A copy of each amendment shall be certified by the Secretary of State and recorded in the Public Records of Escambia County, Florida.

ARTICLE IX. RESIDENT AGENT

The association has named L. MICHAEL OSMAN, whose address is 1474-A West 84 Street, Hialeah, Florida 33014, as its resident agent to accept service of process within the State.



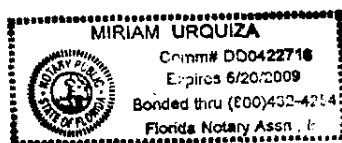
L. MICHAEL OSMAN

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 8th day of March, AD 2006, L. MICHAEL OSMAN, who is personally known to me and he did not take an oath.



Notary Public

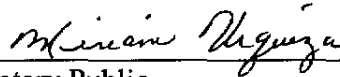


OATH OF RESIDENT AGENT

I, L. MICHAEL OSMAN, having been named to accept service of process for BAY OAKS CONDOMINIUM ASSOCIATION, INC., at 1474-A West 84 Street, Hialeah (Miami-Dade County) Florida 33014, hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.



L. MICHAEL OSMAN



Notary Public

☒ Personally known to me

☐ Produced _____ as identification

