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FLORIDA PROFIT/NON PROFIT CORPORATION

CITIBAY CONDOMINIUM ASSOCIATION, INC.

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF
CITIBAY CONDOMINIUM ASSOCIATION, INC.
a Florida corporation not for profit**

The undersigned incorporator by these Articles associates himself for the purpose of forming a corporation not for profit pursuant to the laws of the State of Florida, and adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of this Corporation is CitiBay Condominium Association, Inc.

ARTICLE II. TERM OF EXISTENCE

This Corporation is organized for the purpose of providing an entity under the Florida Condominium Act (the "Act"), for the operation of a condominium located in Bay County, Florida, and known as "CitiBay, a Condominium", created pursuant to the Declaration of Condominium therefor and shall exist perpetually or until terminated as provided by law.

ARTICLE III. ADDRESS OF CORPORATION

The mailing address of the principal office of the Corporation is 459 Grace Avenue, Panama City, FL 32401.

THIS INSTRUMENT PREPARED BY:
Brian D. Leebrick, Esq.
Fla. Bar No. 172634
Barron, Redding, Hughes, Fite, Fensom,
Sanborn & Kiehn, P.A.
220 McKenzie Avenue
Panama City, FL 32401
(850) 785-7454

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Fax Audit No. H060002176383ARTICLE IV. PURPOSE

The purpose of this Corporation will be to operate and govern the condominium known as "CitiBay, a Condominium", located in Bay County, Florida.

ARTICLE V. MEMBERS

The qualification of members and the manner of their admission shall be as regulated by the By-Laws of the Corporation. All Unit Owners of any condominium submitted to the jurisdiction of the Corporation must be members of the Corporation. All members of the Corporation must pay dues or assessments. A portion of the money collected from dues or assessments must be used, in part, for the operation and maintenance of the stormwater management facility. The Association shall be obligated to operate and maintain such facilities, and shall have all powers necessary to establish rules and regulations, assess members, and contract for services for the maintenance and operation thereof. In no event shall the Association be dissolved or merged, and any attempt to do so shall be ineffective, unless and until maintenance responsibility for the surface water or stormwater management system and discharge facilities located within the Condominium is assumed by an entity acceptable to the environmental agencies with jurisdiction over the project.

ARTICLE VI. INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 220 McKenzie Avenue, Panama City, Florida, 32401, and the name of the initial registered agent of this Corporation at that address is J. Robert Hughes, Esq.

ARTICLE VII. BOARD OF DIRECTORS

The election or appointment of the Board of Directors shall be regulated by a method of election as stated in the By-Laws of the Corporation.


ARTICLE VIII. INCORPORATOR

The name of the person signing these Articles is J. Robert Hughes, Esq., whose address is 220 McKenzie Avenue, Panama City, Florida, 32401.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the 30 day of August, 2006.

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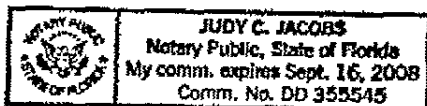



J. Robert Hughes, Esq.
Incorporator

STATE OF FLORIDA.
COUNTY OF BAY.

The foregoing instrument was acknowledged before me this 30 day of August, 2006, by J. Robert Hughes, who is personally known to me.

(SEAL)





JUDY C. JACOBS
(Print Name)

Notary Public
Commission # DD 355545
My Commission Expires: 09/16/2008

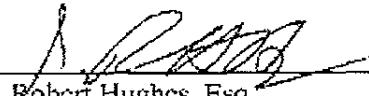
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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT
 OF
 CITIBAY CONDOMINIUM ASSOCIATION, INC.,
 a Florida corporation not for profit

Having been named as registered agent to accept service of process for CitiBay Condominium Association, Inc., a Florida not for profit corporation, 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.

Dated this 30 day of August, 2006.


 J. Robert Hughes, Esq.
 Registered Agent

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