

AUG. 29. 2008 3:54PM
Division of Corporations

CAPITAL CONNECTION

NO. 8632 P. 2 of 1

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Florida Department of State

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TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

MARINER'S WAY PLAZA CONDOMINIUM ASSOCIATION, INC

Certificate of Status	0
Certified Copy	1
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CAPITAL CONNECTION4

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RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
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August 28, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

YOUR CAPITAL CONNECTION, INC.

SUBJECT: MARINER'S WAY PLAZA CONDOMINIUM ASSOCIATION, INC.
REF: W08000040216

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II
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Letter Number: 508A00047901

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ARTICLES OF INCORPORATION
OF
MARINER'S WAY PLAZA CONDOMINIUM ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME AND LOCATION

The name of the corporation is MARINER'S WAY PLAZA CONDOMINIUM ASSOCIATION, INC., whose principle place of business shall be 601 B South Ponce de Leon Boulevard, St. Augustine, Florida 32084.

ARTICLE II
PURPOSE

The Corporation is organized as a Corporation not-for-profit under provisions of Chapter 617, Florida Statutes, and is a Condominium Association as referred to and authorized by Chapter 718 Florida Statutes. The purpose for which the Corporation is organized is to provide an entity responsible for the operation of a condominium in St. Johns County, Florida, known as Mariner's Way Plaza, a Condominium. Said Condominium is herein called "Condominium," and the Declaration of Condominium whereby the same has or will be created is herein called "Declaration." Description of the lands of the Condominium is set forth in the Declaration.

ARTICLE III
QUALIFICATION OF MEMBERS AND MANNER OF THEIR ADMISSION

The members of this Corporation shall constitute all of the record owners of Condominium Parcels of the Condominium. Change of membership in this Corporation shall be established by recording in the Public Records of St. Johns County, Florida, a deed or other instrument establishing record title to a Condominium Parcel and the delivery to the Corporation of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Corporation. The membership of the prior owner of such condominium Parcel shall be thereby terminated. Where any one unit or parcel of Condominium property is owned by more than one person, firm, individual or corporation or other legal entity, the composite title holder shall be and constitute one member or membership. Any person, firm, individual, corporation or legal entity owning more than one Unit or Parcel shall be as many members as the number of Units owned.

ARTICLE IV
TERM

The existence of the Corporation shall be perpetual unless the Condominium is terminated pursuant to the provisions of its Declaration, and in the event of such termination, the corporation shall be dissolved in accordance with law.

ARTICLE V**NAME AND ADDRESS OF SUBSCRIBERS**

The name and address of the subscribers of these articles of incorporation are: Pierre D. Thompson, 601 B South Ponce de Leon Boulevard, St. Augustine, Florida 32084 and Paul Thompson, 601 B South Ponce de Leon Boulevard, St. Augustine, Florida 32084, and Shirley Thompson, 601 B South Ponce de Leon Boulevard, St. Augustine, Florida 32084.

ARTICLE VI**DIRECTORS AND OFFICERS**

The affairs of the Association shall be managed by its Board of Directors. The Officers of the Corporation shall be a President, Vice-President, Treasurer and Secretary, which officers shall be elected annually by the Board of Directors. The Directors and officers may lawfully and properly exercise the powers set forth in the Paragraph (11) hereof, notwithstanding the fact that some or all of them who may be directly or indirectly involved in the exercise of such powers and in the negotiation and consummation of the Agreements executed pursuant to such powers are some or all of the persons with whom the Corporation enters into such Agreement or who are employed by or own some or all of the proprietary interest in the entity or entities with whom the Corporation enters into such Agreements. Disclosure of such Agreements by setting forth same in the Declaration, an initially declared or subsequently re-declared or amended, shall stand as an absolute confirmation of such Agreements and the valid exercise by the Directors and Officers of this Corporation of the powers pertinent thereto.

ARTICLE VII**NAMES OF OFFICERS**

The names of the officers who are to serve until the first election or appointment is as follows: Paul Thompson, President, Shirley Thompson, Vice-President and Pierre Thompson, Secretary-Treasurer.

ARTICLE VIII**BOARD OF DIRECTORS**

The Board of directors shall consist of no fewer than three (3) nor more than seven (7) persons. The members of the Board of Directors shall be elected in accordance with the procedures established in the By-Laws of the Corporation. The name and address of the persons who are to serve as such until the first election thereof are as follows:

Paul Thompson
601 B South Ponce de Leon Boulevard
St. Augustine, Florida 32084

Pierre Thompson
601 B South Ponce De Leon Boulevard
St. Augustine, Florida 32084

Shirley Thompson
601 B South Ponce De Leon Boulevard
St. Augustine, Florida 32084

ARTICLE IX
BY-LAWS

The Original By-Laws are to be determined by the Board of Directors and/or declared under such Declaration. The same may thereafter be amended by not fewer than a majority of the Directors at a duly called Board meeting and by fifty (50%) percent plus one (1) of the ownership interest present either in person or by proxy at a duly called Owners' meeting.

ARTICLE X
AMENDMENTS OF ARTICLES

These Articles of Incorporation may be amended only with the approval of not fewer than a majority of the Board of Directors at a duly called Board meeting and the owners of at least fifty (50%) percent plus one (1) of the ownership interests present either in person or by proxy at a duly called Owners' meeting.

ARTICLE XI
POWERS

The Corporation shall have all of the following powers:

1. All of the powers set forth and described in Chapter 617, Florida Statutes, not repugnant to any of the provisions of Chapter 718, Florida Statutes.
2. All of the powers of an Association as set forth in chapter 718, Florida Statutes.
3. 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 of benefits of the Unit Owners.
4. To contract with a third party for the management of the Condominium and to delegate to the Contractor all powers and duties of this Corporation except such as are specifically required by the Declaration and/or the By-Laws to have approval of the Board of Directors or the membership of the Corporation.

5. To acquire by purchase, or otherwise, Parcels of the Condominium, subject, nevertheless, to the provisions of the Declaration and/or By-Laws relative thereto.

6. To operate and manage the Condominium in accordance with the sense, meaning, direction, purpose and intent of the Declaration as the same may from time to time be amended and to otherwise perform, fulfill and exercise the powers, privileges, options, rights, duties, obligations and responsibilities entrusted to or delegated to it by the Declaration and/or By-Laws.

ARTICLE XII
INDEMNIFICATION

Every Director and Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including legal counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party, or which he or she may become involved by reason of his or her being or having been a Director or Officer at the time said expenses are incurred. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such Directors or Officer may be entitled.

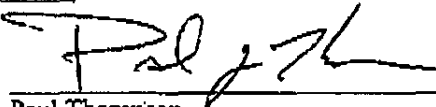
ARTICLE XIII
INITIAL REGISTERED OFFICE AND AGENT

The name and initial registered agent of the Corporation and the street address of the initial registered office of this Corporation is:


Paul Thompson
601B S. Ponce de Leon Boulevard
St. Augustine, Florida 32084.

(Signatures appear on next page)

WE THE UNDERSIGNED, BEING THE SUBSCRIBERS HERETO, do hereby subscribe to these Articles of Incorporation and in witness whereof, we have hereto set our hands and seal this 11 day of August, 2008.


Paul Thompson


Pierre D. Thompson


Shirley Thompson

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared PAUL THOMPSON, who is personally known to me, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.

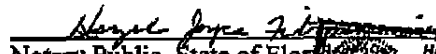

Notary Public, State of Florida

At Large

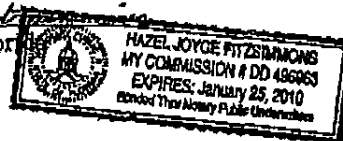


STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared PIERRE D. THOMPSON, who is personally known to me, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.


Notary Public, State of Florida

At Large



STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared SHIRLEY THOMPSON, who is personally known to me, and acknowledged before me that he executed the above and foregoing Articles for the purposes therein expressed.


Notary Public, State of Florida

At Large




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHICH PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

MARINER'S WAY PLAZA CONDOMINIUM ASSOCIATION, INC. desiring to organize under the laws of the State of Florida, has named Paul Thompson, 601B S. Ponce de Leon Boulevard, St. Augustine, Florida 32084 as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

I, Paul Thompson, having been named to accept service of process for the above stated corporation at the place designated in this certificate, hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to maintaining said office.


Paul Thompson

FILED

2008 AUG 27 AM 10:35

SECRETARY OF STATE
TALLAHASSEE, FLORIDA