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HARRISON @ KIRKLAND, P.A.

A FULL SERVICE LAW FIRM SINCE 1937

George H. Harrison (1923 - 2013) G. Joseph Harrison Thomas W. Harrison W. Nelon Kirkland Charles J. Pratt, Jr.

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> Please Reply to: PO Box 400 Bradenton, FL 34206-0400

August 24, 2015

(Via Federal Express)

Department of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

Re: Blue Wave Villas Condominium Association, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-captioned corporation together with the certificate designating the Registered Agent. I also enclose my firm's check in the amount of \$78.75 for the filing fee, obtaining a certified copy, and Registered Agent Certification.

Subsequent to filing of the enclosed Articles of Incorporation, please forward the certified copy of same to my office at the above address, together with your Certificate of Incorporation.

Thank you for your assistance in this matter.

Very truly yours,

HARRISON & KIRKLAND, P.A.

Robert W. Hendrickson, III

RWH:kes Enclosures

ARTICLES OF INCORPORATION FOR BLUE WAVE VILLA CONDOMINIUM ASSOCIATION, INC.

The undersigned, being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the <u>Florida Statutes</u>, states as follows:

ARTICLE I. NAME AND ADDRESS

The name of this corporation is BLUE WAVE VILLA CONDOMINIUM ASSOCIATION, INC., a Florida not-for-profit corporation, hereinafter referred to as the Association. The street address and mailing address of the initial principal office of the Association is 515 69th Street, Holmes Beach, FL 34217.

ARTICLE II. PURPOSE

The Association is organized as a corporation not for profit under the terms and provisions of Chapter 617 of the <u>Florida Statutes</u>, and is a condominium association, as referred to and authorized by Section 718.111 of the <u>Florida Statutes</u>. The specific purpose for which the Association is organized is to provide an entity responsible for the operation of a condominium located in Holmes Beach, Manatee County, Florida, known as Blue Wave Villa Condominiums, hereinafter referred to as the Condominium. The Declaration of Condominium, and any amendments thereto, whereby the Condominium has been or will be created is hereinafter referred to as the Declaration. The developer of the Condominium is Kelly R. Raye, hereinafter referred to as Developer.

The foregoing paragraph enumerates the specific purposes of the Association, but it is expressly provided hereby that such enumeration shall not be held to limit or restrict in any manner the purposes or powers of the Association otherwise permitted by law.

Articles of incorporation (Page 1 of 5)

ARTICLE III. POWERS AND DUTIES

Section 1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the Declaration and Chapter 718 of the Florida Statutes, hereinafter referred to as the Condominium Act.

Section 2. The Association shall have all of the powers and duties set forth in the Condominium Act, as lawfully modified by these Articles of Incorporation, the Bylaws for the Association, or the Declaration.

ARTICLE IV. LIMITATIONS ON ACTIVITIES

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any member, director or officer of the Association; provided, however, the Association may pay compensation in a reasonable amount for services rendered.

ARTICLE V. TERM OF EXISTENCE

The Association shall have perpetual existence, unless dissolved according to law.

ARTICLE VI. MEMBERS

Every record owner of legal title to a unit in the Condominium shall be a member of the Association; provided, however, in the event of termination of the Condominium, members shall be those persons or other legal entities who are members at the time of such termination, their successors and assigns. Membership in the Association shall automatically terminate when the ownership interest supporting said membership vests in another person or entity.

Prior to the recording of the Declaration in the Public Records of Manatee County, Florida, the incorporator shall constitute the sole member of the Association.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of the Association shall be managed by the Board of Directors.

Section 2. The Association shall have three (3) directors. The names and addresses of the initial directors who shall serve until the first election by the members are as follows:

NAME

ADDRESS

Kelly R. Raye

PO Box 7426

Ocean Park, ME 04063

Eric Tobey

515 69th Street

Holmes Beach, FL 34217

Terryn Roberts

155 Backnipper Rd.

West Buxton, ME 04093

Section 3. The first election of directors shall not be held until unit owners other than Developer are entitled to elect at least one (1) director pursuant to the provisions of the Condominium Act. Any vacancies on the Board occurring before the first election shall be filled by Developer.

Section 4. Subsequent to the first election of directors, directors entitled to be elected by unit owners other than Developer shall be elected at the annual meeting of the members and shall be qualified and hold office as provided in the Bylaws. Until Developer transfers control of the Association to the other unit owners, Developer shall be entitled to appoint and remove all directors except those elected by the non-developer unit owners.

SECTION VIII. OFFICERS

Section 1. The officers of the Association shall be a President, a Vice President (if determined to be necessary by the Board of Directors), a Secretary and a Treasurer. Such other officers, assistant officers and agents as may be deemed necessary may be elected or appointed from time to time as provided in the Bylaws.

<u>Section 2</u>. The names of the persons who are to serve as officers of the Association until the first annual meeting of the Board of Directors are:

OFFICE

NAME

President

Kelly R. Raye

Secretary/Treasurer

Kelly R. Raye

Section 3. The officers shall be elected at each annual meeting of the Board of Directors or as provided in the Bylaws, and each shall serve until his or her successor is chosen and qualified, or until his or her earlier resignation, removal from office or death.

<u>Section 4</u>. The officers shall have such duties, responsibilities, and powers as provided in the Bylaws and the Florida Statutes.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended as set forth in the <u>Florida</u>

<u>Statutes</u>, as amended from time to time.

<u>ARTICLE X. INITIAL REGISTERED OFFICE AND AGENT</u>

The street address of the initial registered office of this Association is 1206 Manatee Avenue W, Bradenton, FL 34205-7518, and the name of the initial registered agent of this Association located at that address is Robert W. Hendrickson, III.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator is Kelly R. Raye, PO Box 7426, Ocean Park, ME 04063.

WHEREFORE, for the purpose of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, the undersigned, constituting the incorporator hereof, has executed these Articles of Incorporation this the day of August 20/5.

STATE OF MATNE COUNTY OF YORK

The foregoing instrument was acknowledged before me this 13 day of August 20/5, by Kelly R. Raye, who is personally known to me or has produced ME.DL. as identification and did (did not) take an oath.

JEFFREY THOMPSON, JR. Notary Publication and did (did not) take an oath.

MY COMMISSION EXPIRES

NOTARY PUBLIC

ACCEPTANCE

Notary Seal

I HEREBY ACCEPT the designation as initial Registered Agent for the Association, as stated in the foregoing Articles of Incorporation.

(SEAL)

Robert W. Hendrickson, III