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FLORIDA PROFIT/NON PROFIT CORPORATION

Marsh Street Dock Association, Inc.

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ARTICLES OF INCORPORATION

MARSH STREET DOCK ASSOCIATION, INC.

A Florida Corporation Not For Profit

These Articles of Incorporation are hereby adopted and set forth in order to form a corporation not for profit under and in accordance with the provisions of the laws of the State of Florida governing corporations not for profit, Florida Statutes Chapter 617.

Article I—NAME AND ADDRESS OF CORPORATION

The name of this corporation shall be MARSH STREET DOCK ASSOCIATION, INC., referred to hereinafter as the "Association." The principal office and mailing address of the Association shall be 12653 S.W. County Road 769, Suite A, Lake Suzy, Florida 34269.

Article II—PURPOSES

The general nature, objects, and purposes of the Association are:

A. to provide those property owners who have an established right to use that certain dock located at the easterly terminus of Marsh Street, Little Gasparilla Island, Florida, otherwise known as dock number 38 (the "Dock") with membership in the Association;

B. to provide Association members with an equal voice in the governance of the Association, an equal obligation to contribute to the maintenance of the Dock, and equal access to the Dock;

C. to maintain and repair the Dock pursuant to the Declaration of Dock Covenants that is to be recorded in the Public Records of Charlotte County, Florida, (the "Declaration") and to pay all fees and costs associated therewith;

D. to apply for, obtain, and maintain a submerged lands lease from the Florida Department of Environmental Protection for the Dock in full and final settlement of all claims by the Board of Trustees of the Internal Improvement Trust Fund arising from noncompliance with applicable rules relating to the Dock;

E. to maintain a valid submerged lands lease on the Dock at all times and pay all fees and costs associated therewith; and

F. to operate without profit and for the sole and exclusive benefit of its members.

Article III—BOARD OF DIRECTORS

A. The affairs of the Association shall be managed by a Board of Directors initially consisting of five Directors named in these Articles of Incorporation. All subsequent Directors shall be elected by the members. Elections shall be by plurality vote.

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B. The number of Directors comprising succeeding Boards of Directors shall be as provided from time to time in the Bylaws of the Association, but in no event shall there be less than three or more than five Directors. All Directors shall be members of the Association.

C. Except as hereinafter provided, the term of each elected Director shall expire upon the election of his or her successor at the next succeeding annual meeting of members. Commencing with the first annual meeting, all Directors elected by the members shall be elected on a staggered two-year-term basis. Accordingly, at such meeting, the one-half of the elected Directors receiving the highest number of votes, and, in addition, if there are an odd number of Directors elected, the Director receiving the next highest number of votes, shall serve two-year terms, and the other elected directors shall serve one-year terms. At each annual meeting of member thereafter, Directors shall be elected for two-year terms to fill the vacancies of those Directors whose terms are then expiring. In the event additional Directors are elected at an annual meeting to fill new directorships created by expansion of the Board, such Directors shall be elected, in the manner set forth above, for one- or two-year terms as may be appropriate to make even, or as nearly as even as possible, the number of Directors serving one- and two-year terms. Each elected Director shall serve until his respective successor has been duly elected and qualified, or until his earlier resignation, removal, or death.

D. Any Director may be removed from office with or without cause by majority vote of the members entitled to vote at any special or regular meeting after proper notice of the vote has been served on the members, but not otherwise.

E. The names and addresses of the persons constituting the first Board of Directors are as follows:

Julio Lleras

James F. Lemanski

Steven D. Gant

Scot R. Pendergrass

Ernest D. Gant

Article IV—OFFICERS

A. The officers of the Association, to be elected by the Board of Directors, shall be a President, a Secretary, and a Treasurer, and such other officers as the Board shall deem appropriate from time to time. The same person may hold two or more offices. The affairs of the Association shall be administered by such officers under the direction of the Board of Directors. Officers shall be elected for a term of one year in accordance with the procedure set forth in the Bylaws.

B. The names of the officers who are to manage the affairs of the Association until the first annual meeting of the Board of Directors are as follows:

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President: Julio Lleras
Secretary: Steven D. Gant
Treasurer: Ernest D. Gant

Article V— MEMBERSHIP AND CLASSES OF MEMBERS

A. Classes of Membership. The class of persons entitled to membership in the Association upon compliance with these Articles, the Bylaws, and the Declaration (the "Governing Documents") shall be the owners of the Eligible Parcels of real property identified in the Governing Documents of the Association. Within the class of persons constituting the membership of the Association, there shall be two (2) classes of membership: Active Members and Inactive Members. Terms used herein and not defined shall have the meanings ascribed in the Association's Bylaws and the Declaration.

1. Active Members. All members of the Association in good standing who are in compliance with all duties and obligations under the Governing Documents of the Association, including full and timely payment of all assessments imposed by the Board of Directors of the Association, shall constitute the Active Members of the Association.

2. Inactive Members. Each member of the Association who is not in compliance with the duties and obligations of members under the Governing Documents of the Association including, without limitation, each member failing to pay any Assessment within the time fixed for payment by the Board of Directors of the Association shall, thereby and without further action, become an Inactive Member. An Inactive Member of the Association may become an Active Member at any time by (i) paying all past due assessments together with any applicable late fees or interest applicable to the Inactive Member's property, and (ii) curing all other non-compliance with the Governing Documents of the Association.

B. New Members. Upon acquiring title to an Encumbered Parcel, a new member of the Association shall succeed to the membership status of the new member's predecessor in title.

C. Voting Rights and Procedures. All voting rights shall be held solely by the Active Members of the Association. Inactive Members shall hold no voting rights. All votes shall be cast on a per-parcel basis without regard to the number of individuals or entities maintaining an interest in a parcel. There shall be no fractional voting. For parcels owned jointly by more than one individual, the joint owners shall designate a single voting representative. For parcels owned by a legal entity, the entity shall designate a single voting representative. Designation of voting representatives shall comply with any rules or procedures established by the Board of Directors of the Association.

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Article V—EFFECTIVE DATE AND TERM

These Articles of Incorporation are effective upon filing with the Florida Department of State. The Association shall have perpetual existence.

Article VI—REGISTERED OFFICE, REGISTERED AGENT, AND ACCEPTANCE

The name and the Florida street address of the registered agent are:

David A. Holmes
99 Nesbit Street
Punta Gorda, Florida 33950

Having been named as registered agent and to accept service of process for the above stated corporation not for profit at the place designated herein, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Florida Statutes Chapter 617.

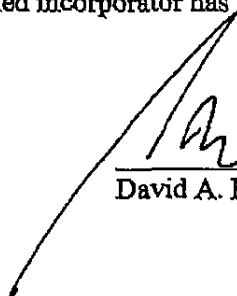


David A. Holmes, Registered Agent**Article VII—INCORPORATOR**

The name and the Florida street address of the incorporator are:

David A. Holmes
99 Nesbit Street
Punta Gorda, Florida 33950

IN WITNESS WHEREOF, the above-named incorporator has hereunto set his hand and seals this 5th day of October, 2015.



David A. Holmes, Incorporator

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