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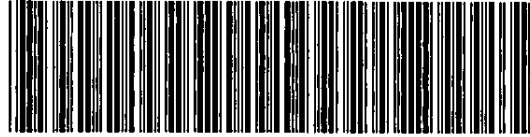
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October 13, 2015

Direct Dial
(941)364-2426

E-Mail: krichardson@kirkpinkerton.com

VIA FEDERAL EXPRESS

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

Re: ONE88 Condominium Association, Inc. - Articles of Incorporation
Ref No. W15000066726

To Whom It May Concern:

Enclosed please find the executed Articles of Incorporation with regard to the above-referenced matter, along with your letter dated October 7, 2015. Please note that we have revised the Articles of Incorporation to reference the mailing address of the corporation (see page 9 of the Articles).

Once the Articles have been filed, please return a copy of same to our office. Should you have any questions, please contact our office.

Sincerely,
KIRK - PINKERTON, P.A.

Kristin N. Richardson,
Legal Assistant to Timothy S. Shaw, Esq.



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 7, 2015

KRISTIN N. RICHARDSON
KIRK PINKERTON, P.A.
P.O. BOX 3798
SARASOTA, FL 34230 US

SUBJECT: ONE88 CONDOMINIUM ASSOCIATION, INC.
Ref. Number: W15000066726

We have received your document for ONE88 CONDOMINIUM ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The principal place of business and mailing address(es) must be listed in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Tina D Cannon
Regulatory Specialist II

Letter Number: 415A00021256

ARTICLES OF INCORPORATION
FOR
ONE88 CONDOMINIUM ASSOCIATION, INC.

EXHIBIT "C"
TO
DECLARATION OF CONDOMINIUM

ARTICLES OF INCORPORATION

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of the

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ONE88 CONDOMINIUM ASSOCIATION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I.

NAME OF CORPORATION

The name of this corporation shall be the ONE88 CONDOMINIUM ASSOCIATION, INC., hereinafter referred to as the Association.

ARTICLE II.

GENERAL NATURE OF BUSINESS

The general nature of the business to be conducted by the Association shall be the operation and management of the affairs and property of the Condominium known as the "ONE88" located in the County of Sarasota Florida, and to perform all acts provided in the Declaration of Condominium of said Condominium and the Condominium Act, Chapter 718, Florida Statutes.

ARTICLE III.

POWERS

The Association shall have all of the condominium law and statutory powers of a corporation not for profit and all of the powers and duties set forth in said Condominium Act and the Declaration of Condominium of ONE88. The Association may enter into lease agreements and may acquire and enter into agreements acquiring leaseholds, memberships and other possessory or use interests for terms up to and including 99 years, whether or not contiguous to the lands of the condominium, intended to provide for the enjoyment, recreation or other use or benefit of the members; including but not limited to lease of recreation areas and facilities.

The Association may contract for the management and maintenance of the Condominium Property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of Assessments, preparation of records, enforcement of rules and maintenance, repair and replacement of the Common Elements with such funds shall be made available by the Association for such purposes. The Association may contract for and acquire one or more Condominium Units within the Condominium(s) it operates, for such purposes that are not in conflict with the Declaration of Condominium, these Articles of Incorporation or the Bylaws, including for the purposes of providing a Unit(s) for the manager(s) of the Condominium(s) which the Association operates, which shall include the power to assume or grant a mortgage encumbering the Unit(s) acquired by the Association. The Association may obtain loans for purposes of meeting the financial needs of running the Condominium(s) it operates, and as security therefore, pledge the income from Assessments collected from Unit Owners. The Association and its officers shall, however, retain at all times the powers and duties granted by the Condominium Act, including, but not limited to, the making of Assessments, promulgation of rules and execution of contracts on behalf of the Association.

ARTICLE IV.

MEMBERS

All persons owning a vested present interest in the fee title to any of the condominium units of the ONE88, a condominium, as evidenced by a duly recorded proper instrument in the Public Records of Sarasota County, Florida, shall be members. Membership shall terminate automatically and immediately as a member's vested interest in the fee title terminates, except that upon termination of the entire condominium project, the membership shall consist of those who were members at the time of each conveyance of the respective units to the trustee as provided in said Declaration of Condominium. In the event a unit is owned by a legal entity other than a natural person, the officer, director, manager,

partner, or other official so designated by such legal entity shall exercise its membership rights.

After the Association approves of a conveyance of a condominium unit as provided in said Declaration of Condominium, the change of membership in the Association shall be evidenced in the Association records by delivery to the Secretary of a certified copy of a deed or other instrument of conveyance.

Prior to the recording of said Declaration of Condominium in the public records of said county, the subscribers hereto shall remain the members of the Association and shall each be entitled to one vote.

ARTICLE V.

VOTING RIGHTS

Each condominium unit shall be entitled to one vote at Association meetings, notwithstanding that the same owner may own more than one unit or that units may be joined together and occupied by one owner. In the event of a joint ownership of a condominium unit, the vote to which that unit is entitled shall be apportioned among the owners as their interest may appear, or may be exercised by one of such joint owners by the remainder of the joint owners filing a Voting certificate with the Secretary of the Association; provided however, if the joint ownership is between husband and wife, either may cast the entire vote for the Unit unless the other objects.

ARTICLE VI.

INCOME DISTRIBUTION

No part of the income of this corporation shall be distributable to its members, except as compensation for services rendered.

ARTICLE VII.

EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE VIII.

REGISTERED AND PRINCIPAL OFFICE AND REGISTERED AGENT

The registered and principal office of the corporation shall be at 136 Golden Gate Point, Sarasota, FL 34236, and the registered agent at such address shall be Domenic Zita.

ARTICLE IX.

NUMBER OF DIRECTORS

The business of the corporation shall be conducted by a Board of Directors which shall consist of not less than three (3) nor more than five (5) persons, as determined by the members in accordance with the bylaws.

ARTICLE X.

FIRST BOARD OF DIRECTORS AND OFFICERS

The names and post office addresses of the members of the first Board of Directors and officers, all of whom shall hold office until their successors are duly elected and qualified, are as follows:

	<u>Name</u>	<u>Office</u>	<u>Address</u>
1.	Domenic Zita	President & Director	136 Golden Gate Point Sarasota, FL 34236
2.	Albert R. Luper	Vice-President & Director	136 Golden Gate Point Sarasota, FL 34236
3.	Richard Ma	Secretary/Treasurer and Director	136 Golden Gate Point Sarasota, FL 34236

ARTICLE XI.

INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. Indemnity. The Association shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or contemplated action, suit or proceedings, whether civil, criminal, administrative or investigative, by reason of the fact that he is or was a director, employee, officer or agent of the Association, against expenses (including attorneys' fees and appellate attorneys' fees), judgments, fines and amounts paid in settlement

actually and reasonably incurred by him in connection with such action, suit or proceedings, unless (a) a court of competent jurisdiction determines, after all available appeals have been exhausted or not pursued by the proposed indemnitee, that he did not act in good faith, nor in a manner he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, that he had reasonable cause to believe his conduct was unlawful, and (b) such court further specifically determines that indemnification should be denied. The termination of any action, suit or proceedings by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interest of the Association, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

B. Expenses. To the extent that a director, officer, employee or agent of the Association has been successful on the merits or otherwise in defense of any action, suit or proceeding referred to in paragraph A above, or in defense of any claim, issue or matter therein, he shall be indemnified against expenses (including attorney's fees and appellate attorneys' fees) actually and reasonably incurred by him in connection therewith.

C. Advances. Expenses incurred in defending a civil or criminal action, suit or proceeding shall be paid by the Association in advance of the final disposition of such action, suit or proceedings upon receipt of an undertaking by or on behalf of the affected director, officer, employee or agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Association as authorized in this Article XI.

D. Miscellaneous. The indemnification provided by this Article XI shall not be deemed exclusive of any other rights to which those seeking indemnification may be entitled under any by-law, agreement, vote of members or otherwise, and shall continue as to a person who has ceased to be a director,

officer, employee or agent and shall inure to the benefit of the heirs and personal representatives of such person.

E. Insurance. The Association shall have the power to purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the Association, or is or was serving, at the request of the Association, as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, against any liability asserted against him and incurred by him in any such capacity, or arising out of his status as such, whether or not the Association would have the power to indemnify him against such liability under the provisions of this Article XI.

F. Amendment. Notwithstanding anything to the contrary herein notwithstanding, the provisions of this Article XI may not be amended without the prior written consent of all persons whose interest would be adversely affected by such amendment.

ARTICLE XII.

RIGHTS OF DEVELOPER

VANDYK SARASOTA - GOLDEN GATE POINT, INC., a Florida corporation, which is the Developer of the ONE88, a condominium, shall have full right and authority to manage the affairs and exclusive right to elect the directors of the Association (who need not be unit owners) until the following shall occur:

A. If Unit Owners other than the Developer own fifteen percent (15%) or more of the Units that will be operated ultimately by the Association, the Unit Owners other than Developer shall be entitled to elect at least one-third (1/3) of the members of the Board of Directors of the Association.

B. Unit Owners other than the Developer will be entitled to elect at least a majority of the members of the Board of Directors of the Association, upon the first to occur of any of the following events:

1. Three (3) years after fifty (50%) percent of the Units that will be operated ultimately by the Association have been conveyed to purchasers;

-
2. Three (3) months after ninety (90%) percent of the Units that will be operated ultimately by the Association have been conveyed to purchasers;
 3. When all of 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;
 4. When some of the Units have been conveyed to purchasers and none of the other Units are being constructed or offered for sale by the Developer in the ordinary course of business.
 5. When the Developer files a petition seeking protection in bankruptcy;
 6. When a receiver for the Developer is appointed by a circuit court and is not discharged within 30 days after such appointment, unless the court determines within 30 days after appointment of the receiver that transfer of control would be detrimental to the Association or its members; or
 7. Seven years after the recording of the certificate of a surveyor and mapper pursuant to s. 718.104(4)(e) or the recording of an instrument that transfers title to a unit in the condominium which is not accompanied by a recorded assignment of developer rights in favor of the grantee of such unit;

whichever occurs first.

C. Developer shall be entitled to elect at least one (1) member of the Board of Directors as long as Developer holds at least five percent (5%) of the Units in the ONE88, a condominium.

ARTICLE XIII.

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 XIV.

SUBSCRIBERS

The names and street addresses of the subscribers to these Articles of Incorporation are as follows:

	<u>Name</u>	<u>Office</u>	<u>Address</u>
1.	Domenic Zita	President & Director	136 Golden Gate Point Sarasota, FL 34236
2.	Albert R. Luper	Vice-President & Director	136 Golden Gate Point Sarasota, FL 34236
3.	Richard Ma	Secretary/Treasurer and Director	136 Golden Gate Point Sarasota, FL 34236

ARTICLE XV.

AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the corporation and all rights conferred upon the members herein are granted subject to this reservation.

ARTICLE XVI

SURFACE WATER MANAGEMENT SYSTEM

a. Responsibility for Operation. The Association shall be responsible for the operation and maintenance of the Surface Water Management System Facilities, pursuant to the ERP, both as defined in the Declaration of Condominium. The Association's cost with respect thereto shall be a Common Expense. Operation and maintenance and reinspection reporting with respect to the Surface Water Management System Facilities shall be performed in accordance

with the terms and conditions of the ERP. If there is a delayed transfer of the ERP to the Association, then the permittee thereunder shall continue to have responsibility thereunder until such responsibility is transferred to the Association. (In such event, the permittee must submit to the District appropriate documentation required by the District, and which must be approved by the District, as defined in the Declaration of Condominium, before the transfer of responsibility to the Association is effective.) Upon such transfer of responsibility from the permittee, the Association shall thereafter have responsibility for the maintenance of the Surface Water Management System Facilities. Notwithstanding that responsibility pursuant to the ERP may not have yet been transferred to the Association, the cost of operation and maintenance of the Surface Water Management System Facilities, prior to such transfer, shall be paid by the Association as a Common Expense.

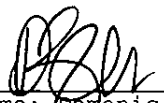
b. Dissolution of Association. If the Association is permanently dissolved, as provided in the Declaration of Condominium, the control or right of access to the property containing the Surface Water Management System Facilities shall be conveyed or dedicated to an appropriate governmental unit or public utility, and if not accepted, then the Surface Water Management System Facilities shall be conveyed to a not-for-profit corporation similar to the Association. If the Association is permanently dissolved, all Unit Owners shall be jointly and severally responsible for operation and maintenance of the Surface Water Management System Facilities in accordance with the requirements of the ERP, unless and until an alternate entity assumes responsibility in accordance with this Article.

ARTICLE XVII

MAILING ADDRESS:

The mailing address of the corporation: 136 Golden Gate Point, Sarasota, FL 34236.

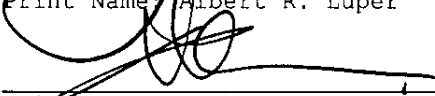
IN WITNESS WHEREOF, we, the undersigned subscribers to these Articles of Incorporation, have hereunto set our hands and seals this 25th day of September, 2015.



Print Name: Domenic Zita (SEAL)



Print Name: Albert R. Luper (SEAL)



Print Name: Richard Ma (SEAL)

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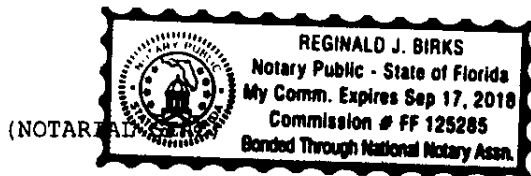
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STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of September, 2015, by Domenic Zita, who is personally known to me or produced as identification and who did not take an oath.



* REGINALD J. BIRKS
*(Print Name of Notary Public)
Notary Public - State of Florida
My Commission Expires 9-17-18
Commission Number FF 125285

STATE OF FLORIDA
COUNTY OF SARASOTA

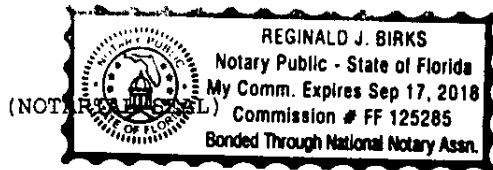
The foregoing instrument was acknowledged before me this 25th day of September, 2015, by Albert R. Luper, who is personally known to me or produced as identification and who did not take an oath.



* REGINALD J. BIRKS
*(Print Name of Notary Public)
Notary Public - State of Florida
My Commission Expires 9-17-18
Commission Number FF 125285

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 25th day of September, 2015, by Richard Ma, who is personally known to me or produced as identification and who did not take an oath.



* REGINALD J. BIRKS
*(Print Name of Notary Public)
Notary Public - State of Florida
My Commission Expires 9-17-18
Commission Number FF 125285

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of
the foregoing corporation.



Print Name: Domenic Zita

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