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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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Matthew J. Lapointe, Esq.
Direct Dial 813-676-9075
MattL@whhlaw.com

February 22, 2016

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314


Re: Blue Bayou Condominium Association, Inc.

Dear sir or madam:

Enclosed is one original and one copy of the Articles of Incorporation for VIP Warriors, Inc., a not for profit corporation to be formed. Also enclosed is a check for the \$70.00 filing fee.

If you require anything else, or if you have any questions concerning the enclosed Articles, please contact me at the above, direct-dial phone number or email address.

Sincerely,


Matthew J. Lapointe

Encl.

cc: Dan Gizowski
Ellen Hirsch de Haan, Esq.

APPROVED
AND
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16 FEB 24 PM 2:07
ARTICLES OF INCORPORATION OF
BLUE BAYOU CONDOMINIUM ASSOCIATION, INC.
In compliance with Chapter 617, F.S. (Not for RECORD)
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this Corporation shall be: Blue Bayou Condominium Association, Inc. (the "Association").

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of the Association shall be:

17069 1st Street East
North Redington Beach, FL 33708

ARTICLE III. PURPOSE

The purpose for which the Association is organized is to serve as the association responsible for operating a condominium known as Blue Bayou, A Condominium (the "Condominium"), as provided under F.S. 718. 111. The Association shall have all the powers and duties set forth in the Florida Condominium Act, codified in Chapter 718 of the Florida Statutes, as amended from time to time. This Association is the successor in interest to all rights and responsibilities of the Association referenced in the Declaration of Condominium, as same is recorded in Official Records Book 5654, at Page 839, et seq., and Official Records Book 5677, Page 2190, et seq., both of the Public Records of Pinellas County, Florida.

ARTICLE IV. MEMBERS

4.1 The members of the Association shall consist of all of the record owners of units in the Condominium, and after termination of the Condominium shall consist of those who are members at the time of termination and their successors and assigns.

4.2 Membership in the Association shall be obtained by recording in the Official Records of Pinellas County, Florida a deed or other instrument establishing record title to a unit in the Condominium, the unit owner designated by such instrument thus becoming a member of the Association, and the membership of the prior unit owner being thereby terminated; provided, however, that any party who owns more than one unit shall remain a member of the Association so long as he/she/it shall retain title to or a fee ownership interest in any unit.

4.3 The share of a member in the funds and assets of the Association cannot be

assigned, hypothecated, or transferred in any manner, in whole or in part, except as an appurtenance to his, her or its unit.

4.4 On all matters upon which members are entitled to vote, there shall be one (1) vote for each unit, which vote may be exercised or cast in such manner as may be provided in the By-Laws of the Association. Any person or entity owning more than one (1) unit shall be entitled to one (1) vote for each unit he/she/it owns.

ARTICLE V. DIRECTORS AND/OR OFFICERS

5.1 The business and affairs of the Association shall be managed by a Board of Directors, all of whom shall be members of the Association. The Board of Directors shall consist of no fewer than three (3) directors; provided that the Board shall consist of an odd number of directors. The Directors shall be elected by the membership, as set forth in the By-Laws and Chapter 718, Florida Statutes.

5.2 The directors shall be elected at the annual meeting of the members in the manner provided in the By-Laws of the Association. Directors may be removed and vacancies on the Board may be filled in the manner provided in the By-Laws of the Association.

5.3 The names and addresses of the initial board of Directors and/or Officers who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

<u>Name</u>	<u>Address</u>
Kim Yarbrough	17069 1 st Street East, Unit 1, North Redington Beach, FL 33708
Greg Chmielniak	17069 1st Street East, Unit 2, North Redington Beach, FL 33708
Dan Gizowski	17069 1st Street East, Unit 3, North Redington Beach, FL 33708

ARTICLE VI. BY-LAWS

The By-Laws of the Association shall be adopted by the Board of Directors

ARTICLE VII. INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Registered Agent of the Association is:

Ellen Hirsch de Haan, Esq.
Wetherington Hamilton, P.A.
1010 North Florida Avenue
Tampa, FL 33602

ARTICLE VIII. INCORPORATOR

The name and address of the Incorporator is:

Matthew J. Lapointe, Esq.
Wetherington Hamilton, P.A.
1010 North Florida Avenue
Tampa, FL 33602

ARTICLE IX. INDEMNIFICATION OF OFFICERS AND DIRECTORS

A. The corporation shall, to the extent legally permissible, indemnify each person who may serve or who has served at any time as an officer, director, or employee of the corporation against all expenses and liabilities, including, without limitation, counsel fees, judgments, fines, excise taxes, penalties and settlement payments, reasonably incurred by or imposed upon such person in connection with any threatened, pending or completed action, suit or proceeding in which he or she may become involved by reason of his or her service in such capacity; provided that no indemnification shall be provided for any such person with respect to any matter as to which he or she shall have been finally adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interests of the corporation; and further provided that any compromise or settlement payment shall be approved by a majority vote of a quorum of directors who are not at that time parties to the proceeding.

B. The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of persons entitled to indemnification hereunder. The right of indemnification under this Article shall be in addition to and not exclusive of all other rights to which any person may be entitled.

C. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified person under this Article shall apply to such person with respect to those acts or omissions which occurred at any time prior to such amendment or repeal, unless such amendment or repeal was voted by or was made with the written consent of such indemnified person.

D. This Article constitutes a contract between the corporation and the indemnified officers, directors, and employees. No amendment or repeal of the provisions of this Article which adversely affects the right of an indemnified officer, director, or employee under this Article shall apply to such officer, director, or employee with respect to those acts or omissions which occurred at any time prior to such amendment or repeal.

APPROVED
AND
FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

X. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the following manner:

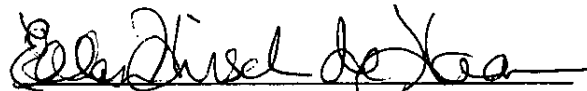
10.1 Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered.

10.2 A resolution for the adoption of a proposed amendment may be proposed by the Board of Directors or by the members of the Association. A member may propose such an amendment by instrument in writing directed to any member of the Board of Directors. Amendments may be proposed by the Board of Directors by action of a majority of the board at any regularly constituted meeting thereof. Upon an amendment being proposed, the President or, in the event of his or her refusal or failure to act, the board of Directors, shall call a meeting of the membership to be held not sooner than fifteen (15) days nor later than sixty (60) days thereafter for the purpose of considering said amendment. The amendment must be approved by not less than two thirds (2/3) of the votes cast, in person or by proxy, at a membership meeting at which a quorum is present.

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.

Dated: _____, 2016


Ellen Hirsch de Haan, Esq.
Registered Agent

SIGNATURE OF INCORPORATOR

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in section 817.155, F.S.

Dated: Feb. 19, 2016


Matthew J. Lapointe, Esq., Incorporator