

BURGESS, HARRELL, MANCUSO & OLSON, P.A.

Attorneys at Law

N95000002125

James J. Harrell, Jr.
Registered Professional Lawyer
Also admitted in Pennsylvania

Paul E. Olson
Board Certified Estate Lawyer
Certified Financial Planning Mediator

April 26, 1995

Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Incorporation
DOLPHIN BAY - SIESTA KEY MASTER ASSOCIATION, INC.
DOLPHIN BAY - SIESTA KEY CONDOMINIUM ASSOCIATION, SECTION
A, INC.
DOLPHIN BAY - SIESTA KEY CONDOMINIUM ASSOCIATION, SECTION
B, INC.
DOLPHIN BAY - SIESTA KEY CONDOMINIUM ASSOCIATION, SECTION
C, INC.

Dear Sir or Madame:

Enclosed please find the original of the Articles of Incorporation for the above-referenced corporations, and a check in the total amount of the following:

Articles Filing Fee	\$140.00	200001468997
Agent Designation Filing Fee	140.00	-05701795-01033-015
	\$280.00	****280.00 *****70.00

Please file the original and return evidence of filing to me.

Thank you for your promptness. If you have any questions or comments in this regard, please do not hesitate to contact me.

Yours truly,

Paul E. Olson
Paul E. Olson
For the Firm

Encs.
cc: client (w/o/encs.)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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2055 Main Street Suite 300 Sarasota, Florida 34237

Tel. 813-366-3700 Fax. 813-366-0189

ARTICLES OF INCORPORATION

OF

DOLPHIN BAY - SIESTA KEY CONDOMINIUM
ASSOCIATION, SECTION B, INC.

We the undersigned, heroby associate ourselves together for the purpose of forming a Non-Profit Corporation under the laws of the State of Florida, pursuant to Florida Statutes 617 Et Seq., and heroby certify as follows:

ARTICLE I.

Name

The name of the Corporation shall be DOLPHIN BAY - SIESTA KEY, SECTION B, CONDOMINIUM ASSOCIATION, INC., a Florida Corporation Not For Profit (hereinafter the "Association").

ARTICLE II.

Purpose

The general purpose of the Association shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718 et seq., hereinafter referred to as the "Act" or the "Condominium Act"), to operate and administer said Condominium and carry out the functions and duties of said Condominium, as set forth in the Declaration of Condominium establishing said Condominium and Exhibits annexed thereto.

ARTICLE III.

Members

All persons who are record owners of Units (as defined in the Declaration) within said Condominium (hereinafter "Owners") shall automatically be members of this Association. Such membership shall automatically terminate when such person is no longer Owner of a Unit. Membership in the Association shall be limited to such Owners.

Subject to the foregoing, admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said Condominium among the Public Records of Sarasota County, Florida. Change of membership in the Association shall be established by recording in the Public Records of Sarasota County, Florida, a deed or other instrument establishing a record title to a Unit in the Condominium, and the delivery to the Association of a certified copy of such instrument. The Owner designated by such instrument thus becomes a member of the Association, and the membership of the prior Owner is terminated.

ARTICLE IV.

Term

This Corporation shall have perpetual existence.

ARTICLE V

Name of Incorporators

The names and residences of the incorporators to these Articles of Incorporation are as follows:

E. Kenneth D'Agostino 2 Tamiami Trail North
Suite 600
Sarasota, FL 34236

ARTICLE VI.

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Directors

The affairs of the Association shall be managed and governed by a Board of Directors composed of not less than three (3) nor more than the number specified in the Bylaws. The Directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of Directors and for filling vacancies on the Directorate, shall be established by the Bylaws.

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Directors at the first regular meeting of the membership:

E. Kenneth D'Agostino
Robert A. Morris
Jeffrey S. Rosenberg
Gilbert S. Rosenberg

ARTICLE VII. Officers

The principal Officers of the Association shall be: President; Vice-President; Secretary; Treasurer (the last two Offices may be combined) who shall be elected from time to time, in the manner set forth in the Bylaws adopted by the Association.

The names of the Officers who are to serve until the first election of Officers, pursuant to the terms of the Declaration or Condominium and Bylaws, are as follows:

E. Kenneth D'Agostino, President
Robert A. Morris, Vice President
Jeffrey S. Rosenberg, Vice President
Gilbert S. Rosenberg, Secretary/Treasurer

ARTICLE VIII. Bylaws

The Bylaws of the Association initially shall be made and adopted by its first Board of Directors.

Prior to the time of the filing of the Declaration of Condominium, said first Board of Directors shall have full power to amend, alter or rescind said Bylaws by a majority vote.

After the Declaration of Condominium has been filed creating the Condominium, the Bylaws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convened special meeting as the membership, by vote, as follows: The proposed change must be approved by a majority vote of the Board of Directors and a majority vote of the total membership to be adopted.

ARTICLE IX. Amendments

Amendments to these Articles of Incorporation may be proposed by any member or Director and shall be adopted in the same manner as is provided for the Amendment of the Bylaws as set forth in Article VIII, above. Said Amendment(s) shall be effective when a copy thereof, together with an attached Certificate of its approval by the membership, sealed with the Corporate Seal, signed by the Secretary or an Assistant Secretary and executed and acknowledged by the President or Vice-President has been filed with the Secretary of State and all filing fees paid.

ARTICLE X.
Powers

This Corporation shall have all of the powers set forth in Florida Statute 617.021, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and Exhibits annexed thereto, including the power to contract for the management and maintenance of the Condominium.

ARTICLE XI.
Dividends

There shall be no dividends paid to any of the members, nor shall any part of the income of the Corporation be distributed to its Board of Directors or Officers. In the event there are any excess receipts over disbursements as a result of performing services, such excess shall be applied against future expenses of the Condominium.

This Corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in the Corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Condominium and Bylaws. The voting rights of the Owners of Parcels in said Condominium shall be as set forth in the Declaration of Condominium and/or Bylaws.

ARTICLE XII.
Registered Office

The street address of the initial registered office of this Corporation is 2 Tamiami Trail North, Suite 600, Sarasota, Florida 34236, and the name of the initial registered agent of this Corporation at that address is, E. Kenneth D'Agostino.

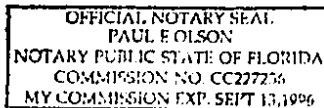
IN WITNESS Whereof, the Incorporators hereto have hereunto set their hands and seals this 25th day of April, 1995.

E. Kenneth D'Agostino
E. Kenneth D'Agostino

STATE OF FLORIDA
COUNTY OF SARASOTA

BEFORE ME, the undersigned authority, personally appeared E. Kenneth D'Agostino, personally known to me or having produced as identification, being by me first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal, at the State and County aforesaid, this 25th day of April, 1995.



Paul E. Olson
Notary Public
My Commission Expires:

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - THAT THE DOLPHIN BAY - SIESTA KEY, SECTION B, CONDOMINIUM ASSOCIATION, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT COUNTY OF SARASOTA, STATE OF FLORIDA, HAS NAMED E. KENNETH D'AGOSTINO, LOCATED AT 2 TAMiami TRAIL NORTH, SUITE 600, SARASOTA, FLORIDA, 34236, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA.

DOLPHIN BAY - SIESTA KEY,
SECTION B, CONDOMINIUM
ASSOCIATION, INC.

By: E. Kenneth D'Agostino
E. Kenneth D'Agostino, President
Dated: 4-25-95

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE REFERENCED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

E. Kenneth D'Agostino
E. Kenneth D'Agostino
REGISTERED AGENT

Dated: 4-25-95

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