

1201 HAYS STREET  
TALLAHASSEE, FL 32310  
800-144-8086



*19600000501*

ACCOUNT NO. : 072100000032

REFERENCE : 821155 80732A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 26, 1996

ORDER TIME : 11:06 AM

ORDER NO. : 821155

CUSTOMER NO: 80732A

CUSTOMER: Peter T. Hofstra, Esq  
DELOACH & HOFSTRA, PA

8640 Seminole Boulevard

Seminole, FL 34642

*700001699297*  
\*\*\*\*\*70.00 \*\*\*\*\*70.00  
*01/24/96 01065-011*

DOMESTIC FILING

NAME: THE SHORES OF LONG BAYOU  
HOMEOWNERS' ASSOCIATION, INC.

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

~~*196-2100*~~

RECEIVED FILED  
96 JAN 26 PM 1:29  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
JAN 29 AM 9:33

*[Handwritten signature]*

T. BROWN JAN 30 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

Resubmit  
96 JAN 29 PM 3:09  
DIVISION OF CORPORATION

January 29, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: THE SHORES OF LONG BAYOU HOMEOWNERS' ASSOCIATION,  
INC.  
Ref. Number: W96000002100

We have received your document for THE SHORES OF LONG BAYOU HOMEOWNERS' ASSOCIATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include the exhibit(s) referred to in your 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 (904) 487-6932.

Teresa Brown  
Corporate Specialist

Letter Number: 396A00003693

FILED  
96 JAN 29 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
THE SHORES OF LONG BAYOU HOMEOWNERS' ASSOCIATION, INC.

We, the undersigned, with other persons being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME AND ADDRESS

The name of this Association is THE SHORES OF LONG BAYOU HOMEOWNERS' ASSOCIATION, INC., hereinafter referred to as the Association. The principal office and mailing address of this corporation shall be 6301 Shoreline Drive, St. Petersburg, Florida 33708.

ARTICLE II. PURPOSE

The general purpose of the Association shall be to serve as a master homeowners' association.

The specific purposes for which the Association is organized are:

(a) To promote the health, safety and general welfare of the residents and owners of condominium units within all or any part of the Shores of Long Bayou Area, said Shores of Long Bayou Area being:

(1) that portion of the real property described in Exhibit "A" attached hereto, which is now or may hereafter be brought within the jurisdiction of the Association pursuant to the Declaration of Covenants, Conditions, Easements and Restrictions As To The Shores of Long Bayou Area, as the same from time to time may be amended (which document, and all amendments thereto now or hereafter made, are hereafter collectively referred to as the "Declaration of Covenants") (said real property hereinafter referred to as the "Shores of Long Bayou Area").

(2) The real property comprising any condominium which may hereafter be brought within the jurisdiction of the Association pursuant to these Articles and the Bylaws of the Association (the "Additional Association Area"), and

(3) All real property owned by the Association; and

(b) To provide an entity responsible for the maintenance and preservation of The Shores of Long Bayou Area; and

(c) To operate and maintain the surface water management system as permitted by the Southwest Florida Water Management District, including, but not limited to, all lakes, retention areas, culverts, and related appurtenances.

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 purpose or powers of the Association otherwise permitted by law.

#### 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 of Covenants 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, the Bylaws of the Association or the Declaration of Covenants.

#### 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, may confer benefits on its members in conformity with its purposes, and may make rebates of excess membership dues, fees or assessments.

The amount of earnings, if any, is not to be taken into account in any manner for the purpose of determining whether there should be a rebate or the amount of any rebate.

ARTICLE V. TERM OF EXISTENCE

This Association is to exist perpetually, unless dissolved according to law. Provided, however, prior to the dissolution of the Association, the responsibility for the operation and maintenance of the surface water management system as permitted by the Southwest Florida Water Management District must be transferred to and accepted by an entity approved by said District.

ARTICLE VI. ADDITIONAL ASSOCIATION AREA

The real property comprising any condominium located outside the Association Area but within Pinellas County, Florida, shall become the Additional Association Area, or a portion thereof, upon the occurrence of the following:

(a) The Association, by the affirmative vote of not less than a two-thirds (2/3) of its Board of Directors and not less than two-thirds (2/3) of the voting representatives who cast their vote, agrees to permit not less than all of the owners of units in the condominium to become members; and

(b) The owners of units in the condominium agree to:

(1) grant easements in favor of the Association over and across the common elements for the limited purpose of adequate maintenance of such common elements, including but not limited to, the landscaping and plantings and the exterior of any improvements;

(2) execute recordable easements acceptable to the Association in its sole discretion; and

(3) subject themselves, individually and through their condominium association, to the jurisdiction of the Association, subject to the same rights, privileges, obligations and duties as are granted or imposed upon the

condominium associations and unit owners within the Shores of Long Bayou Area; and

(c) The easements approved by the Association are duly recorded in the Public Records of Pinellas County.

ARTICLE VII. MEMBERS

Section 1. The Association shall have members. The sole qualification for membership is the ownership of a recorded vested present fee simple interest in a condominium unit within the Shores of Long Bayou Area; provided, however, after termination of any condominium, members shall also be those persons and other legal entities who are members at the time of such termination, their successors and assigns. Each owner designated in a deed or other instrument establishing title to such condominium unit duly recorded in the Public Records of Pinellas County, Florida, shall automatically become a member upon delivery to the Association of a copy of such instrument and receipt of acknowledgement of said delivery signed by the President or Secretary. Membership in the Association shall be terminated automatically when title to the condominium unit supporting said membership vests in another legal entity; provided, however, any party who owns more than one (1) unit shall remain a member of the Association so long as he shall retain title to any unit.

ARTICLE VIII. VOTING RIGHTS

Section 1. This Association shall have two (2) classes of voting membership:

CLASS A. Every member with the exception of Developer shall be a Class A member. Such member, or members collectively if a unit is owned by more than one member, shall be entitled to one vote for each condominium unit owned. Such vote shall be cast by the person designated as Voting Representative pursuant to the Bylaws of the condominium association for the condominium in which the unit is located. Said designation shall be submitted to the Secretary of the Association prior to the time for any meeting.

CLASS B. The Class B member shall be Developer and shall be entitled to four (4) votes multiplied by the number of then outstanding Class A votes.

Section 2. All classes of voting membership shall cease and all members shall have the voting rights of Class A members on the happening of any of the following events, whichever occurs earlier:

(i) When Developer announces that it will not submit further areas in the Shores of Long Bayou Area to the condominium form of ownership and all units in existing condominiums in said Shores of Long Bayou Area have been sold and conveyed by Developer to third parties; or

(ii) When, in its sole discretion, Developer elects to transfer control of the Association to the Association; or

(iii) On December 31, 2003.

ARTICLE IX. BOARD OF DIRECTORS

Section 1. The business affairs of this Association shall be managed by the Board of Directors, hereinafter referred to as the Board.

Section 2. This Association shall have three (3) directors initially. The number of directors may be changed from time to time as provided by the Bylaws, but their number may never be less than three (3). From and after the annual meeting immediately following the expiration of Class B membership in this Association, the Board shall at all times be composed of at least one (1) director from each condominium association in the Association Area.

Section 3. Before the annual meeting designated above and before each annual meeting thereafter, the membership of each condominium association shall elect one (1) person to serve on the Board; provided, however, if any condominium association has not elected a director at least one (1) week before the annual meeting, its Board of Directors shall elect the director. Each such director must be a member or voting representative of the condominium association he represents and must be a director of

that condominium association at the time of his election. The Bylaws may provide that the directors be divided into not more than four (4) classes, as nearly equal in number as possible, whose terms of office shall respectively expire at different times, so long as no term shall continue longer than four (4) years, and at least one-fifth (1/5) in number of the directors shall be elected annually. Any vacancies occurring on the Board before the first election by the several condominium associations may be filled by the Developer.

Section 4. The names and addresses of the initial directors who are to serve as the Board until the first election by the several condominium associations are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Sam N. Hall	6301 Shoreline Drive St. Petersburg, FL 33708
Melinda Hall	6301 Shoreline Drive St. Petersburg, FL 33708
Terri Hall	6301 Shoreline Drive St. Petersburg, FL 33708

Section 5. Each director shall hold office as provided in these Articles of Incorporation and the Bylaws.

#### ARTICLE X. OFFICERS

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

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

<u>OFFICE</u>	<u>NAME</u>
President	Melinda Hall
Vice President	Sam N. Hall
Secretary	Terri Hall
Treasurer	Terri Hall



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

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

#### ARTICLE XI. BYLAWS

The initial Board shall adopt Bylaws for the Association at the organizational meeting of the Association after the approval of these Articles of Incorporation by the Secretary of State. The conduct of the affairs of the Association shall be limited by the various provisions of the Bylaws, including but not limited to, provisions creating, dividing, limiting and regulating the powers of the Association, the directors and the members. The power to adopt, amend or repeal Bylaws of the Association shall be vested in the Board or the membership as provided in the Bylaws.

#### ARTICLE XII. AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting at which a quorum is present by approval of not less than two-thirds (2/3) of the entire membership of the Board and two-thirds (2/3) of the Voting Representatives of the Association who cast their vote, or by not less than seventy percent (70%) of the Voting Representatives of the Association who cast their vote. No amendment to these Articles of Incorporation shall be valid unless certified by the Secretary of State of the State of Florida.

#### ARTICLE XIII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Association is 6301 Shoreline Drive, St. Petersburg, Florida 33708, and the name of the initial registered agent of this Association located at that address is Melinda Hall.

ARTICLE XIV. SUBSCRIBERS

The subscriber to these Articles of Incorporation is:

Melinda Hall  
6301 Shoreline Drive  
St. Petersburg, Florida 33708

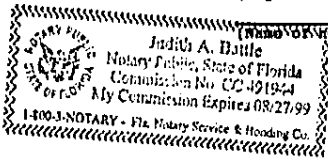
IN WITNESS WHEREOF, the undersigned executed these Articles of  
Incorporation on this 25<sup>th</sup> day of January, 1996.

Melinda Hall  
MELINDA HALL

STATE OF FLORIDA  
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this  
25<sup>th</sup> day of January, 1996, by MELINDA HALL who is  
personally known to me or who has produced  
Personally Known as identification.

Judith A. Battie  
(Signature of Notary)  
Judith A. Battie  
(Name of Notary, printed or stamped)



Notary Public

(Serial Number, if any)

ACCEPTANCE

I hereby accept to act as initial Registered Agent for THE  
SHORES OF LONG BAYOU HOMEOWNERS' ASSOCIATION, INC., as stated in  
these Articles of Incorporation.

Melinda Hall  
MELINDA HALL

PINELLAS COUNTY FLA.  
OFF. REC. BK 8714 PG 324

EXHIBIT A

PARCEL A1

A portion of those submerged lands in Long Bayou in Section 35, Township 30 South, Range 15 East, lying Northerly and Easterly of the mean high water mark boundary, Southerly and Westerly of the Pinellas County Bulkhead line, adjacent and bay-ward of Government Lot 2, along with a portion of said Government Lot 2 lying in said Section 35, and being more particularly described as follows:

Commence at the West 1/4 corner of Section 35, Township 30 South, Range 15 East; thence North 1 deg. 26'40" West along the West boundary line of said Government Lot 2, for 1307.48 feet, to the Point of Beginning; thence continue along said West boundary line North 1 deg. 26'40" West for 108.75 feet; thence North 09 deg. 39'42" East for 589.54 feet, to a point on the Pinellas County Bulkhead line on Long Bayou, as recorded in Plat Book 1, pages 79 and 84, of the Public Records of Pinellas County, Florida; thence along said Bulkhead line, for the following six courses: (1) thence Southeasterly and Northeasterly along the arc of a curve concave to the North having a radius of 600.00 feet, an arc length of 736.57 feet, a central angle of 70 deg. 20'14" a chord length of 691.18 feet, and a chord bearing of North 87 deg. 12'27" East to the point of reverse curvature of a curve concave to the Southeast (2) thence Northeasterly along the arc of said curve having a radius of 750.00 feet, an arc length of 496.91 feet, a central angle of 37 deg. 57'40", a chord length of 487.87 feet, and a chord bearing of North 71 deg. 01'10" East, to the point of tangency; (3) thence East 341.32 feet, to the point of curvature of a curve concave to the Southwest; (4) thence Southeasterly along the arc of said curve having a radius of 500.00 feet, an arc length of 608.19 feet, a central angle of 69 deg. 41'36", a chord length of 571.39 feet, and a chord bearing of South 55 deg. 09'11" East, to the point of tangency; (5) thence South 20 deg. 18'22" East, for 1278.22 feet; (6) thence South 6 deg. 06'02" West for 221.63 feet, to a point on the Easterly extension of the North boundary line of Bay Pines Subdivision, as recorded in Plat Book 21, page 6, of the Public Records of Pinellas County, Florida, said North boundary line also being the South line of said Government Lot 2; thence North 88 deg. 55'55" West along said line, for 1486.45 feet; thence North 01 deg. 01'32" East for 295.58 feet, to a point on the South line of a 50.00 foot ingress-egress easement, as shown on the Plat of LONG BAYOU, A CONDOMINIUM, in Condominium Plat Book 24, pages 63 and 64, of the Public Records of Pinellas County, Florida; thence along said South line, South 88 deg. 58'28" East for 27.14 feet; thence leaving said South line, North 01'01'32" East for 275.00 feet; thence North 88 deg. 58'28" West for 499.00 feet; thence South 01 deg. 01'32" West for 225.00 feet, to the North line of said ingress-egress easement; thence along said line for the following twelve (12) courses: (1) thence North 88 deg. 58'28" West for 32.38 feet, to the point of curvature of a curve concave to the South; (2) thence Westerly along the arc of said

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OFF. REC. BK 8714 PG 325

EXHIBIT A

curve having a radius of 2651.49 feet, an arc length of 70.67 feet, a central angle of 1 deg. 42'00", a chord length of 70.67 feet and a chord bearing of North 89 deg. 49'20" West to the point of tangency; (3) thence South 89 deg. 19'32" West, for 330.37 feet, to the point of curvature of a curve concave to the Northeast; (4) thence Northwesterly along the arc of said curve having a radius of 150.00 feet, an arc length of 233.60 feet, a central angle of 89 deg. 13'40" and a chord length of 210.70 feet, and a chord bearing of North 46 deg. 03'34" West, to the point of tangency; (5) thence North 1 deg. 26'40" West for 615.97 feet, to the point of curvature of curve concave to the Southwest; (6) thence Northwesterly along the arc of said curve having a radius of 197.80 feet, an arc length of 228.21 feet, a central angle of 69 deg. 00'00", a chord length of 224.07 feet, and a chord bearing of North 35 deg. 56'40" West, to the point of compound curvature of a curve concave to the Southwest; (7) thence Northwesterly along the arc of said curve having a radius of 691.37 feet, an arc length of 129.55 feet, a central angle of 10 deg. 44'10", a chord length of 129.36 feet, and a chord bearing of North 75 deg. 48'45" West; (8) thence North 7 deg. 09'43" East, for 15.62 feet; (9) thence North 82 deg. 50'17" West for 40.00 feet; (10) thence South 7 deg. 09'43" West, for 15.62 feet, to a point on the arc of a curve concave to the South; (11) thence Westerly along the arc of said curve having a radius of 691.37 feet, an arc length of 83.85 feet, a central angle of 6 deg. 56'55", a chord length of 83.80 feet, and a chord bearing of North 87 deg. 58'13" West to the point of tangency; (12) thence South 88 deg. 33'20" West for 17.99 feet, to the Point of Beginning.

PARCEL B:

A non-exclusive ingress-egress easement over a portion of Government Lot 2 in the Northwest 1/4 of Section 35, Township 30 South, Range 15 East, Pinellas County, Florida being more particularly described as follows:

Commence at the West 1/4 corner of said Section 35; thence North 1 deg. 26'40" West, along the West line of said Government Lot 2, for 1257.48 feet to the Point of Beginning; thence North 1 deg. 26'40" West for 50.00 feet; thence North 88 deg. 33'20" East for 17.99 feet to the point of curvature of a curve concave to the Southwest; thence Southeasterly along the arc of said curve having a radius of 691.37 feet and central angle of 6 deg. 56'55", for 83.85 feet; thence North 7 deg. 09'43" East, for 15.62 feet; thence South 82 deg. 50'17" East for 40.00 feet; thence South 7 deg. 09'43" West, for 15.62 feet to the intersection with the arc of a curve concave to the Southwest, said intersection having a radial bearing of North 8 deg. 49'10" East; thence Easterly along the arc of said curve having a radius of 691.37 feet, and central angle of 10 deg. 44'10" for 129.55 feet to the point of compound curvature of a curve concave to the Southwest; thence Southeasterly along the arc of said curve having a radius of 197.80 feet, and a central angle

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 OFF. REC. BK 8714 PG 326

EXHIBIT A

of 69 deg. 00'00" for 238.21 feet to a point of tangency; thence South 1 deg. 26'40" East, for 615.97 feet to the point of curvature of a curve concave to the Northwest; thence Southeasterly along the arc of said curve having a radius of 150.00 feet and a central angle of 89 deg. 13'48", for 233.60 feet to a point of tangency; thence North 89 deg. 19'32" East, for 338.37 feet to the point of curvature of a curve concave to the South; thence Easterly along the arc of said curve having a radius of 2651.49 feet; and a central angle of 1 deg. 42'00" for 78.67 feet to a point of tangency; thence South 88 deg. 58'28" East, for 531.38 feet; thence South 1 deg. 01'32" West for 50.00 feet; thence North 88 deg. 58'28" West, for 531.38 feet to the point of curvature of a curve concave to the South; thence Westerly along the arc of said curve having a radius of 2601.49 feet and a central angle of 1 deg. 31'19", for 69.10 feet to a point on a Northerly and Easterly line of LONG BAYOU A CONDOMINIUM, as recorded in Condominium Plat Book 24, page 63, of the Public Records of Pinellas County, Florida; thence along same the following 12 (twelve) courses: 1) thence continue Westerly along the arc of the aforesaid curve having a radius of 2601.49 feet; and a central angle of 0 deg. 10'41" for 8.08 feet to a point tangency; 2) thence South 89 deg. 19'32" West, for 338.37 feet; 3) thence North 89 deg. 05'54" West, for 124.41 feet; 4) thence North 88 deg. 58'28" West, for 73.07 feet; 5) thence North 1 deg. 26'40" West, for 807.71 feet to the point of curvature of a curve concave to the Southwest; 6) thence Northwesterly along the arc of said curve having a radius of 147.80 feet, and a central angle 69 deg. 00'00", for 177.99 feet to the point of compound curvature of a curve concave to the Southwest; 7) thence Northwesterly along the arc of said curve having a radius of 641.37 feet, and a central angle of 10 deg. 36'24", for 118.73 feet; 8) thence South 7 deg. 09'43" West, for 15.02 feet; 9) thence North 82 deg. 50'17" West, for 40.00 feet; 10) thence North 7 deg. 09'43" East, for 15.02 feet to the intersection with the arc of a curve concave to the South said intersection having a radial bearing of North 5 deg. 22'30" East; 11) thence Westerly along the arc of said curve having a radius of 641.37 feet, and a central angle of 6 deg. 49'10", for 76.29 feet to a point of tangency; 12) thence South 88 deg. 33'20" West for 17.99 feet to the Point of Beginning.