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96 MAR 20 AM 8:22

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 MAR 20 AM 11:03
DIVISION OF CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE : 000149 6221A

AUTHORIZATION : *Patricia Pyjuts*

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ORDER DATE : March 20, 1996

ORDER TIME : 9:56 AM

ORDER NO. : 000149

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CUSTOMER NO: 6221A

CUSTOMER: Ms. Becca Kennedy
AREL BAND RUSSELL COLLIER
PITCHFORD & GORDON, CHARTERED
Barnett Bank Center, 8-10th Fl
240 South Pineapple Avenue
Sarasota, FL 34236-6737

DOMESTIC FILING

NAME: GRAND BAY VI TRANSITION
COMMITTEE, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JENNIFER MORAN

Article VI

626 OK

Per Lyn

EXAMINER'S INITIALS: _____

3-20-96
KH

ARTICLES OF INCORPORATION
OF

GRAND BAY VI TRANSITION COMMITTEE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a not for profit Corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this Corporation is:

GRAND BAY VI TRANSITION COMMITTEE, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to act as representative agency for unit owners during the transition period during which a developer controlled condominium association will be turned over to the unit owners and to engage in any activity or business permitted under the laws of the United States and in furtherance of its exempt status and for purposes for which a Corporation may be formed under the Florida Not For Profit Corporation Act.

ARTICLE IV - PRINCIPAL OFFICE

The address of the principal place of business of this Corporation shall be and, the mailing address of this Corporation shall be:

3070 Grand Bay Blvd.
Unit 616
Longboat Key, Florida 34228

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The registered agent and street address of the registered office of this Corporation is:

Ron Jecha	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228
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ARTICLE VI - DIRECTORS

This Corporation shall have five (5) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Members. Vacancies on the Board of Directors may be filled in such a manner as provided by the By-Laws. The name and address of each member of the first Board of Directors is:

Ron Jecha	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228
Howard Freidman	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228
Robert Gold	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228
Robert P. Coyne	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228
Richard J. Hannibal	3070 Grand Bay Boulevard Unit 616 Longboat Key, Florida 34228

ARTICLE VII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Members and approved at a Members Meeting by a majority of the members entitled to vote thereon.

ARTICLE VIII - INCORPORATOR

The name and street address of each incorporator to these Articles of Incorporation is:

Ron Jecha

3070 Grand Bay Boulevard
Unit 616
Longboat Key, Florida 34228

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, administrative or investigative (whether or not by or in the right of the Corporation), by reason of the fact that he is or was a director or officer of the Corporation, against any and all expenses (including attorney's fees, Court costs and appellate costs and fees), judgments, fines and amounts paid in settlement incurred by him in connection with such action, suit or proceeding, except for an officer or director who is adjudged guilty of willful misfeasance or willful malfeasance in the performance of his duties. Such right of indemnification shall continue as to a person who has ceased to be a director or officer and shall inure

to the benefit of the heirs and personal representatives of such person. Provided however, that if any past or present officer or director sues the Corporation, other than to enforce this indemnification, such past or present director or officer instituting such suit shall not have the right of indemnification hereunder in connection with such suit. The Corporation is authorized to purchase insurance to provide funds for the indemnification hereinabove set forth, and, if such insurance is purchased but the proceeds of the same are not sufficient to cover the cost of indemnification, then the deficiency shall be paid from Corporate funds. If there are no funds available to pay the cost of the indemnification or deficiency resulting from insufficient insurance coverage, then the Board of Directors shall assess the membership to cover such costs. This indemnification is an absolute right, and such assessments shall be made notwithstanding any other provisions contained herein to the contrary.

The undersigned has executed these Articles this 19th day of March, 1996.

Ron Jecha
Ron Jecha

"INCORPORATOR"

Having been named as Registered Agent and to accept service of process for GRAND BAY IV TRANSITION COMMITTEE, INC. at the place designated in the Articles, 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.

March 19, 1976.
Date

Ron Jechu
Ron Jechu
Registered Agent

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