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REFERENCE : 990406 81442A

AUTHORIZATION

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ORDER NO. : 990406-005

CUSTOMER NO: 81442A

CUSTOMER: Charles H. Ball, Esq
MCDANIEL & BALL, PA
MCDANIEL & BALL, PA
1444 First Street

Sarasota, FL 34236

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DIVISION OF CORPORATIONS
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DOMESTIC FILING

NAME: NEW PASS MOORING OWNERS
ASSOCIATION, 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: Cassandra Bryant

EXAMINER'S INITIALS:

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10/9/98

ARTICLES OF INCORPORATION

OF

NEW PASS MOORING OWNERS ASSOCIATION, INC.

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The undersigned hereby associate themselves together for the purpose of forming a corporation not for profit under the provisions of Chapter 617, Florida Statutes.

ARTICLE I. NAME

The name of this corporation shall be **NEW PASS MOORING OWNERS ASSOCIATION, INC.**

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **4207 Baird Street, Sarasota, Florida, 34232.**

ARTICLE III. PURPOSES

The purposes for which this corporation is organized are as follows:

(a) To organize the owners of moorings in the New Pass mooring field and to set and enforce standards for the maintenance and use of the moorings.

(b) To promote and maintain an environment of cooperation between the owners of moorings in the New Pass Mooring Field, governmental agencies and the Sarasota Sailing Squadron regulating or administrating the field.

(c) To do and perform any other acts and things necessary, proper and incident to the performing and carrying out of the powers and purposes hereinabove specifically designated or implied.

ARTICLE IV. QUALIFICATION OF MEMBERS

Upon proper application for membership and payment of annual dues, as the same shall be established by the Bylaws of this corporation, any person having an ownership interest in any mooring in the New Pass mooring field shall be entitled to become a member of the corporation provided that multiple owners of a single mooring shall be treated as a single membership and shall be entitled to one vote on any issue requiring or involving a vote of the membership of this corporation.

ARTICLE V. TERM OF EXISTENCE

The corporation shall exist perpetually unless terminated according to law.

ARTICLE VI. SUBSCRIBERS

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

William P. Niblock

**4207 Baird Street
Sarasota, Florida 34232**

James May

**1902 2nd Avenue East
Bradenton, Florida 34208**

Walter Wyatt

**5025 Breaburn Avenue
Sarasota, Florida 34234**

ARTICLE VII. OFFICERS

The affairs of the corporation shall be managed by the following officers, subject to the control of the Board of Directors: a President, a Secretary and a Treasurer, and by such additional

officers either elected or appointed as may from time to time be provided by the Bylaws.

The President and Secretary-Treasurer shall be elected annually by the membership at its regular annual meeting. Vacancies may be filled by the Board of Directors at any time, at either a regular or special meeting. Every officer shall be a member of the corporation.

ARTICLE VIII. INITIAL OFFICERS

The names and addresses of the incorporators of the initial officers of the corporation are as follows:

President, William P. Niblock	4207 Baird Street Sarasota, Florida 34232
Secretary, James May	1902 2nd Avenue East Bradenton, Florida 34208
Treasurer, Walter Wyatt	5025 Breaburn Avenue Sarasota, Florida 34234

ARTICLE IX. BOARD OF DIRECTORS

The Board of Directors shall consist initially of three persons. The number of directors may be increased or decreased from time to time by provision made in the Bylaws, but shall never be less than three. The names and addresses of the initial Board of Directors who shall serve until the first election of directors shall be as follows:

William P. Niblock	4207 Baird Street Sarasota, Florida 34232
James May	1902 2nd Avenue East Bradenton, Florida 34208
Walter Wyatt	5025 Breaburn Avenue Sarasota, Florida 34234

The President and Secretary-Treasurer shall, upon their election, automatically become

members of the Board of Directors. The remaining members of the Board of Directors shall be elected annually by the membership of the annual membership meeting after the election of officers. The initial Board of Directors shall meet within 60 days after the incorporation of this corporation and shall take such steps as may be necessary to call an initial meeting of the membership of the corporation, and take such other steps as may be necessary to initiate the activities of the corporation.

ARTICLE X. BYLAWS

The bylaws of the corporation may be made, altered or rescinded by the Board of Directors; provided, however, that the membership may make, alter or rescind the Bylaws and the Board of Directors shall not adopt any Bylaws in conflict with those adopted by the membership.


ARTICLE XI. AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by resolution of the Board of Directors, proposed by them to the membership and approved at a meeting of the membership.

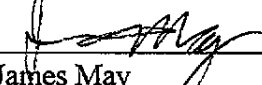
ARTICLE XII. MISCELLANEOUS PROVISIONS

The corporation shall issue no shares of stock. No dividends shall be paid and no part of the income of this corporation shall be distributed to its members, directors or officers; provided, however, that this corporation may pay compensation in reasonable amounts to its members, directors and officers for services rendered, may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distributions to its members as permitted by the Court having jurisdiction thereof, in which event no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income. The Bylaws may make provision for quorums for membership meetings and for voting by proxy.

The undersigned have executed these Articles of Incorporation this _____ day of
October, 1998.

 10/4/98

William P. Niblock

 10-4-98

James May

 10/4/98

Walter Wyatt

THIS INSTRUMENT PREPARED BY:

Charles H. Ball, Esquire
McDANIEL & BALL, P.A.
1444 First Street
Sarasota, Florida 34236
(941) 952-1500

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 NEW PASS MOORING OWNERS ASSOCIATION, INC.
(Name of Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF

SARASOTA, STATE OF FLORIDA
(City) (State)

HAS NAMED William P. Niblock, LOCATED AT
(Name of Resident Agent)

4207 Baird Street, Sarasota, Florida 34232
(Street address and No. of building, Post Office Box addresses are not acceptable.)

CITY OF Sarasota, STATE OF FLORIDA, AS ITS AGENT TO
(City)
ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]
(Corporate Officer)

TITLE President

DATE 10/4/98, 1998.

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

SIGNATURE [Signature]
(Resident Agent)

DATE 10/4/98, 1998.

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