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TRANSMITTAL LETTER

Department of State

Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

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-06211/99--01023--016  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: WEST BAY NEIGHBORHOOD ASSOCIATION INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation of the West Bay Neighborhood Association and a check for \$70

Ronald  
GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT Articles  
DATE 6/15/99  
DOC. EX-1 [Signature]

FROM: Ronald S. Hines, DVM PhD  
President, West Bay Neighborhood Association  
7512 N. Tamiami Trail  
Sarasota, FL 34243

(941) 359-0601

FILED  
99 JUN 11 PM 3:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W 13555

6/15/99  
[Signature]

ARTICLES OF INCORPORATION  
OF  
WEST BAY NEIGHBORHOOD ASSOCIATION, INC

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned desire to create an Organization to promote the collective interests of the property owners of that portion of Manatee and Sarasota Counties that lie within relative proximity to the regional airport servicing the area. This area is hereby designated West Bay. This Organization shall provide a means through which such owners may act concertedly, to the avail of the Neighborhood under the provisions of the Laws of Florida pertaining to Corporations Not for Profit, and do hereby make to following Articles of Incorporation:

ARTICLE I

NAME: The name of this Corporation shall be WEST BAY NEIGHBORHOOD ASSOCIATION, INC.

ARTICLE II

PRINCIPLE OFFICE: The principle place of business and mailing address of this Corporation shall be:  
7512 North Tamiami Trail  
Sarasota, FL 34243

ARTICLE III

PURPOSE: The purpose and objectives for which this Corporation is organized are as follows:

1. **Social:** To provide an Organization through which owners of property in said area can organize meetings, group activities and social functions. This Organization is established to provide a means whereby new owners can be introduced to and brought into closer contact with other owners. This Organization is further established to facilitate the creation of parks, nature, and educational areas and other positive and safe activities for children and adults in the Neighborhood. This Organization is additionally established as a means whereby traditional neighborhood structure, family values and concepts in said area can be encouraged and advanced.
2. **Civic:** To provide an Organization through which the consensus of opinion of owners of property in said Neighborhood on questions of public interest can be officially expressed. Through the West bay Neighborhood Association, such owners can be collectively represented at public meetings; and the civic responsibility of such owners collectively brought to bear on matters of public interest in the Community.

3. **Esthetic:** To provide an Organization through which owners of property in said neighborhood can join together in planning and executing programs of beautification. To provide an Organization through which owners can initiate and carry through improvements and upkeep and enhancement of the general appearance of said neighborhood in the most responsible, practical and eye-pleasing manner.
4. **Financial:** To provide an Organization through which owner of property in said Neighborhood can, by their individual dues, donations and assessments, defray the costs of carrying out the objective and purposes expressed herein. To provide a means of financial planning for various projects which may be formulated, and to assure that overall programs for said Neighborhood are approached on a sound financial basis.

#### ARTICLE IV

##### MANNER OF ELECTION OF DIRECTORS:

The affairs of this Corporation shall be managed by a Board of Directors composed of not less than four (4) nor more than twenty-four (24) Directors. Directors shall be members of the Corporation and shall receive no compensation for their services as directors. They shall be elected by written vote of all members of the Association in good standing on the day of election.

**MEMBERS:** Membership in this Corporation shall consist of all natural persons who are owners of lots adjacent to or in close proximity to the Sarasota Bradenton International Airport in which the yearly, Day-Night average sound level (Ldn) are 60 decibels or above as determined by FAA mandated surveys or other scientifically accepted means. All such persons shall be admitted to membership as provided in the By-laws.

**EXISTENCE:** This Corporation shall have perpetual existence unless dissolved according to law.

#### ARTICLE V

##### INITIAL REGISTERED AGENT AND STREET ADDRESS:

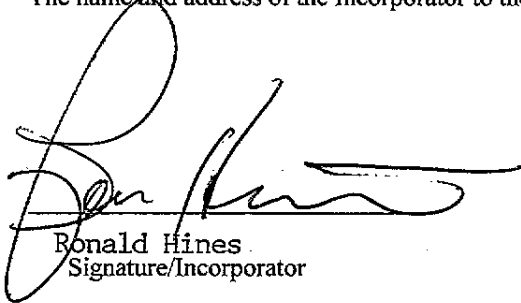
The name and Florida Street address of the initial registered agent are:

Name	Address
1. Ronald S. Hines	7512 N. Tamiami Tr. Sarasota, FL 34243

ARTICLE VI

INCORPORATOR:

The name and address of the Incorporator to these Articles of Incorporation are:

  
Ronald Hines  
Signature/Incorporator

05-25-99.

Date

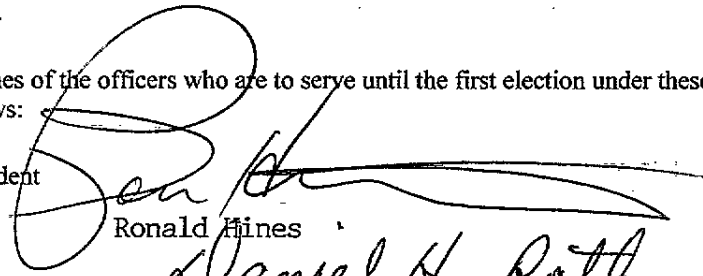
7512 N. Tamiami Trail  
Sarasota, FL 34243

OFFICERS: The officers of this Corporation shall be a President, Vice President, Secretary and Treasurer who shall perform their respective duties as provided in the Bi-Laws.

The officers shall be elected by the Directors of the Corporation at their annual meeting as provided in the By-laws.

The names of the officers who are to serve until the first election under these Articles of Incorporation are as follows:

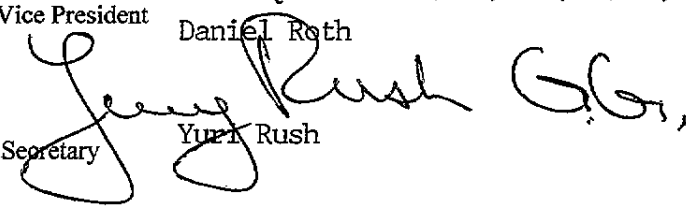
President

  
Ronald Hines


Vice President

  
Daniel Roth

Secretary

  
Yuri Rush


Treasurer

  
Steve Barber

ARTICLE VII

**DIRECTORS:** The Board of Directors of this Corporation shall be composed of not less than four nor more than twenty-four members as provided in the Bi-Laws.

The names and addresses of the Directors who are to serve until the first election under these Articles of Incorporation are as follows:

	Name	Address
1.	Ronald S. Hines	7512 N. Tamiami Tr. Sarasota, FL 34243
2.	 Steve Barber	316 Scott Avenue Sarasota, FL 34243
3.	Daniel Roth	3938 Megellan Way Sarasota, FL 34243
4.	Yuri Rush	218 Gaines Avenue Sarasota, FL 34243
5.		

#### ARTICLE VIII

BY-LAWS: By-laws of this Corporation shall be made, altered or rescinded by the Board of Directors at any regular or special meeting at which a quorum is present, by a two-thirds vote of the Directors present, provided written notice of the proposed by-laws, alteration or rescission was given each Director at least ten (10) days prior to such meeting.

#### ARTICLE IX

AMENDMENTS: These Articles of Incorporation may be amended by the membership at any regular or special meeting at which a quorum is present, by a two-thirds vote of the members present, provided public notice of the proposed amendment was given at least ten days prior to such meeting.

After approval by the membership as provided in this Article, amendments to these Articles of Incorporation shall be completed by complying with the Laws of Florida pertaining to Corporations Not for Profit.

#### ARTICLE X

Any dues of members shall be fixed by the membership at any regular or special meeting at which a quorum is present, by a majority vote of the members present, provided public notice of the proposed dues was given at least ten days prior to such meeting.

IN WITNESS WHEREOF, we have hereunto set our hands and seals the 25th day of May, AD 1999.

IN WITNESS WHEREOF, I have set my hand and seal this 25th Day of  
May, 1999.

  
Treasurer, West Bay Neighborhood Association

[Signature] (Seal)

[Signature] (Seal)

[Signature] (Seal)

Daniel H. Roth (Seal)

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.

[Signature]

Signature/Registered Agent

05-25-99

Date

STATE OF FLORIDA

COUNTY OF MANATEE

Before me, the undersigned Notary Public, personally appeared RONALD HINES  
Yuri Rush, STAN BARBER, Daniel Roth  
and

\_\_\_\_\_ to me known to be the persons who executed the foregoing Articles of Incorporation, and they each duly acknowledged before me that they executed the same freely and voluntarily

WITNESS my hand and official seal in the State and County aforesaid this 25<sup>th</sup> day of May 1999.

Debra M Roth

Notary Public

My Commission expires:

DEBRA M. ROTH  
Notary Public, State of Florida  
My comm. exp. Sept. 13, 2002  
Comm. No. CC774814

Yuri