


O.R. 1363 PG 1232

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of HARBOR ISLES CONDOMINIUM ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on November 13, 1979, as shown by the records of this office.

The charter number for this corporation is 749758.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capital, this the  
14th day of November, 1979



CER 101 Rev. 6-79

George Firestone  
Secretary of State

FILED  
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TALLAHASSEE FLORIDA

HARBOR ISLES CONDOMINIUM ASSOCIATION, INC.  
ARTICLES OF INCORPORATION

BY THESE ARTICLES OF INCORPORATION the subscribers form a corporation not for profit under Florida law.

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1. NAME. The name of the corporation is HARBOR ISLES CONDOMINIUM ASSOCIATION, INC.

2. PURPOSE. (a) The corporation is organized to administer a condominium known as HARBOR ISLES CONDOMINIUM in Sarasota County, Florida. The corporation shall issue no stock and make no distribution of income to its members or directors.

(b) The corporation shall exercise all common law and statutory powers of a corporation not for profit that are not in conflict with these articles or with Chapter 718 Florida Statutes. In exercising the powers conferred on it, the corporation shall perform all duties required by Chapter 718 Florida Statutes and the declaration of condominium of the condominium identified in subparagraph (a). The powers of the corporation shall be exercised in accordance with the declaration of condominium and the bylaws.

3. MEMBERS. (a) The members of the corporation shall be the owners of record of units in the condominium or, after it is terminated, the owners of record at the time of termination.

(b) After receiving approval as required by the declaration of condominium, change of membership in the corporation shall be accomplished by recording an instrument in the public records of the county where the condominium is located conveying title to a unit in the condominium. The owner designated in the instrument shall then become a member of the corporation and the membership of the prior owner shall terminate simultaneously. Each unit confers one vote as a member of the corporation regardless of the number of owners. If the corporation acquires a unit, the vote conferred by that unit is suspended and shall not be voted until the unit is transferred to another bona fide owner.

4. TERM. The corporation shall exist perpetually.

5. SUBSCRIBERS. The names and residences of the subscribers are:

Sydney Adler	6016D 14th St. W.	Bradenton, Florida
Steven Adler	6016D 14th St. W.-	Bradenton, Florida
Robert Silverman	6016D 14th St. W.	Bradenton, Florida

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6. ORGANIZATIONAL MEETING. Operation and control of this corporation and the condominium shall be turned over to the members at the organizational meeting of members to be held at the time prescribed by law. Notice of the meeting shall be given by the secretary not less than 30 days and not more than 40 days before the meeting. The meeting shall be conducted by the president or a vice president. Member directors shall be elected at the meeting. The board of directors shall meet immediately after the organizational meeting to elect officers. After the organizational meeting the next annual meeting of members shall be held at the time set in the bylaws.

7. OFFICERS. The affairs of the corporation shall be administered by officers elected by the board of directors at its annual meeting that shall immediately follow the annual meeting of members of the corporation and shall serve at the pleasure of the board of directors. No annual directors meeting need to be held until after the organizational meeting provided for in paragraph 6. The names of the officers who shall serve until the election after the organizational meeting under these articles are:

President	Sydney Adler
Vice President	Robert Silverman
Secretary	Steven Adler
Treasurer	Steven Adler

8. DIRECTORS. The corporation shall have a board of directors of three directors unless a larger number is prescribed by the bylaws. The names and addresses of the directors who shall serve until the first election are:

Sydney Adler	6016D 14th St. W.	Bradenton, Florida
Steven Adler	6016D 14th St. W.	Bradenton, Florida
Robert Silverman	6016D 14th St. W.	Bradenton, Florida

The affairs of the corporation shall be managed by the board of directors and all duties and powers of the corporation shall be exercised by the board of directors, except when otherwise prescribed in the declaration of condominium or bylaws. Vacancies

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in the initial board of directors occurring before unit owners other than the developer named in the declaration of condominium own 15% or more of the units to be ultimately operated by this corporation, shall be filled by the developer. Within 60 days after unit owners other than the developer own 15% or more of the units that will be operated ultimately by the corporation, the unit owners, other than the developer, shall elect one-third of the directors at a meeting of the members of the corporation called for that purpose. Within 60 days after one-half of the units have been conveyed by the developer for over three years or within 60 days after 90% of the units have been conveyed by the developer for over three months or when all units that will be administered by this corporation have been completed, some of them have been conveyed to purchasers and none of the others are being offered for sale by the developer in the ordinary course of business or when some of the units have been conveyed to purchasers and none of the others are being constructed or offered for sale by the developer in the ordinary course of business, whichever first occurs, the unit owners, other than the developer, shall elect a majority of the directors at the organizational meeting of this corporation. The developer may elect at least one member of the board of directors as long as the developer holds title for sale in the ordinary course of business of at least 5% of the units. Vacancies in unit owner directorships occurring before the organizational meeting shall be filled in the same manner. For purposes of this article, the number of units to be operated ultimately by the corporation is , unless the developer permanently terminates the construction of additional units before completion of that number of units.

9. BYLAWS. The initial bylaws of the corporation shall be adopted by the original board of directors. Thereafter bylaws may be adopted, amended or rescinded by the members.


10. AMENDMENTS. An amendment to these articles may be proposed by the board of directors or a member. Notice of the subject matter of a proposed amendment shall be included in the notice of the meeting of members at which it is to be considered. It must be approved by the affirmative vote of at least three fourths of the units entitled to vote at a meeting of members. No amendment changing the qualifications of members nor their voting rights shall be made without the approval in writing of all members. No amendment shall be made that conflicts with Chapter 718 Florida Statutes or the declaration of condominium.

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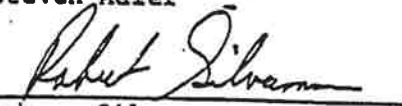
11. EXCULPATION. This corporation is formed by officers, directors or nominees of the developer named in the declaration of condominium. No contract or other transaction between this corporation and the developer or another person or corporation shall be void or voidable because the developer or officers, directors or nominees of developer are financially interested in either this corporation or the other party to the contract or transaction or both this corporation and the other party to the contract or transaction.

12. REGISTERED AGENT. The registered agent for this corporation is Trawick & Griffis, P.A. and the registered office is located at 2051 Main Street, Sarasota, Florida 33577.

DATED *November 2*, 1979.

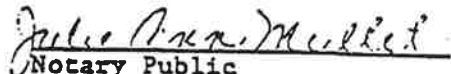
  
Sydney Adler

  
Steven Adler

  
Robert Silverman

STATE OF FLORIDA  
COUNTY OF SARASOTA

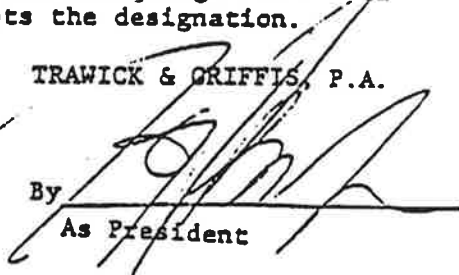
The foregoing instrument was acknowledged before me on *November 2*, 1979 by SYDNEY ADLER, STEVEN ADLER and ROBERT SILVERMAN.

  
Notary Public  
My commission expires: *12 28*

CONSENT OF REGISTERED AGENT

HAVING BEEN NAMED as registered agent for this corporation at the registered office designated in the foregoing articles of incorporation, the undersigned accepts the designation.

TRAWICK & GRIFFIS, P.A.

By   
As President