

State of Florida

OFF. REC. 826 PG 881

Secretary of State



I, Tom Adams, Secretary of State of the State of Florida,
Do Hereby Certify That the following is a true and correct copy of

Certificate of Incorporation
of

BAHIA VISTA GULF OF VENICE, INC.,

a corporation not for profit organized and existing under the Laws of the
State of Florida, filed on the 9th day of September,
A.D., 19 69 as shown by the records of this office.

Given under my hand and the Great Seal of the
State of Florida, at Tallahassee, the Capital,
this the 9th day of September,
A.D. 19 69.



Tom Adams
Secretary of State

ARTICLES OF INCORPORATION
FOR
BAHIA VISTA GULF OF VENICE, INC.

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REC.

We, the undersigned, acknowledge and file in the office of the Secretary of State of the State of Florida, for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I.

The name of this corporation shall be BAHIA VISTA GULF OF VENICE, INC., a condominium, and the principal office shall be in Sarasota County, Florida.

ARTICLE II.

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

- A. To form an "association" as defined in the "Condominium Act" of the Statutes of the State of Florida, and in conjunction therewith to establish and collect assessments from the unit owners and members for the purpose of operating, maintaining, repairing, improving and administering the condominium property, and to perform the acts and duties desirable for apartment house management for the units and common elements.
- B. To carry out the duties and obligations and receive the benefits given the association by the "Declaration of Restrictions, Reservations, Covenants, Conditions and Easements" of BAHIA VISTA GULF OF VENICE, INC., a condominium.
- C. To establish by-laws for the operation of the condominium property providing for the form of administration and rules and regulations for governing the association.

To accomplish the foregoing purposes, the corporation shall have all corporate powers permitted under Florida law, including the capacity to contract, bring suit and be sued, and those provided by the "Condominium Act".

The corporation shall specifically have the right to enter into leases both as lessee and lessor.

No part of the income of this corporation shall be distributed to the members, directors and officers of the corporation.

ARTICLE III.

Section 1. All unit owners of a condominium parcel shall automatically be members, and their membership shall automatically terminate when they are no longer owners of a unit.

Section 2. There shall not be more than one (1) voting member for each unit in the condominium and said member shall be entitled to one (1) vote for each unit which he owns at a meeting of the association. A corporation or any individual with an interest in more than one (1) unit may be designated the voting member for each unit in which he owns an interest.

ARTICLE IV.

This corporation shall have perpetual existence.

ARTICLE V.

The names and residences of the subscribers are as follows:

<u>Name</u>	<u>Address</u>
E. Snow Martin, Jr.	910 Arcade Bldg., Lakeland, Fla. 33802
Robinson Callan	910 Arcade Building, Lakeland, Fla. 33802
J. H. Jones	910 Arcade Bldg., Lakeland, Fla. 33802

ARTICLE VI.

Section 1. The affairs and property of this corporation shall be managed and governed by a board of directors, composed of not less than three (3), not more than seven (7) individuals, unless the number be changed by by-law or changed by the directors.

Section 2. The original directors set forth in these Articles of Incorporation shall serve until the 15th day of January 1974, unless prior to that time they voluntarily resign in favor of electing new directors. On the 15th day of January, 1974, a meeting of the membership of the corporation is to be held for the purpose of electing new directors. Directors thereafter shall be elected to serve for a term of one year, and shall be elected by the voting members in accordance with the by-laws at the regular annual meeting of the corporation to be held at 2:00 o'clock P.M. on the 15th day of January, of each year thereafter or such other time as may be determined in the manner prescribed in the by-laws. In the event of a vacancy during the term of the original directors, the remaining directors may appoint an additional director to serve the balance of the term. Vacancies occurring after expiration of the terms of the original directors shall be filled in accordance with the terms of the by-laws.

Section 3. All officers shall be elected by the Board of Directors in accordance with the by-laws at the regular annual meeting of the Board of Directors. The Board of Directors shall elect from among the members a president, vice president, secretary, treasurer and such other officers as they shall deem desirable, consistent with the corporate by-laws.

ARTICLE VII.

The names of the officers who shall serve until the first election are as follows:

<u>Name</u>	<u>Title</u>
Robinson Callen	President - Treasurer
E. Snow Martin, Jr.	Vice President
J. H. Jones	Secretary

ARTICLE VIII.

The following persons shall constitute the first Board of Directors, and shall serve until the first election of the Board of Directors, which shall take place at the annual meeting to be held on or about the 15th day of January 1974, or upon the voluntary resignation of all of the existing directors, whichever occurs first:

<u>Name</u>	<u>Title</u>
Robinson Callen	President - Treasurer
E. Snow Martin, Jr.	Vice President
J. H. Jones	Secretary

ARTICLE IX.

Prior to January 15th, 1974, the by-laws of this corporation may be altered, amended or rescinded at any duly called meeting of the Board of Directors on an affirmative vote of 2/3rds of the entire board. Thereafter the by-laws may be altered, amended or rescinded by the directors in the manner set forth above, or at any duly called meeting of the members provided notice of the meeting contains a full statement of the proposed amendments, a quorum is in attendance, and there be an affirmative vote of 3/4ths of the qualified voting members of the corporation.

ARTICLE X.

Section 1. The Articles of Incorporation may be altered or amended at any time prior to January 15th, 1974, by a 2/3rds vote of the entire Board of Directors. Thereafter, the Articles of Incorporation may only be altered or amended if the proposal to alter or amend shall be in writing, signed by a member, and delivered to the President not less than twenty days prior to the membership meeting at which such proposal is to be voted upon. The Secretary will give to each voting member notice setting out the proposed alteration or amendment and the time of the meeting at which such proposal will be voted upon, and such notice shall be given not less than fifteen (15) days prior to the date set for such meeting, and it shall be given in the manner provided in the by-laws. An affirmative vote of eighty percent (80%) of the qualified voting members of the corporation is required for the requested alteration or amendment.

Section 2. Any voting member may waive any or all of the requirements of this Article as to notice by the Secretary or proposals to the President for alteration, amendment or rescission of these Articles either before, at or after a membership meeting at which a vote is taken to amend, alter or rescind these Articles in whole or in part.

IN WITNESS WHEREOF, we hereunto set our hands and seals
at Venice, Sarasota County, Florida, this 29th day of July,
1969.

Signed, sealed and delivered
in the presence of:

T. Thomas Hagen, Jr.
Marilyn R. Chaswich

E. Snow Martin, Jr.
E. Snow Martin, Jr.
Robinson Callen
Robinson Callen
J. H. Jones
J. H. Jones

STATE OF FLORIDA)
COUNTY OF SARASOTA)

ON THIS DAY personally appeared before me the undersigned
officer, duly authorized to take acknowledgments, E. SNOW MARTIN, JR.,
ROBINSON CALLEN, and J. H. JONES, to me well known and known to me
to be the subscribers described in and who executed the foregoing
Articles of Incorporation, and acknowledged before me that they
executed the same freely and voluntarily for the uses and purposes
therein expressed.

WITNESS my hand and official seal at Venice, said County and
State this 29th day of July, 1969.

T. Thomas Hagen, Jr.
Notary Public

My Commission Expires:

State of Florida at Large
Commission Expires July 8, 1970
241 Oak Edge-Venordsdale Agency
Venice, Florida 33595