

State of Florida



Department of State

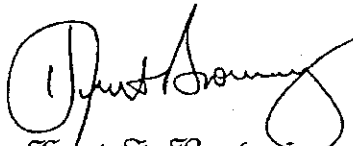
I certify the attached is a true and correct copy of the Articles of Incorporation of SEASIDE SANCTUARY RESIDENTS ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on September 29, 1988, as shown by the records of this office.

The document number of this corporation is N28604.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capitol, this the
Twenty-ninth day of May, 2008



CR2EO22 (01-07)


Kurt S. Bronning
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

SEASIDE SANCTUARY RESIDENTS ASSOCIATION, INC.

We, the undersigned, hereby associate ourselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida, pursuant to Florida Statutes 617, and certify as follows:

ARTICLE I
Name

The name of the corporation shall be: SEASIDE SANCTUARY RESIDENTS ASSOCIATION, INC.

ARTICLE II
Non-Profit Status and Dividends and Shares of Stock

There shall be no dividends paid to any members, nor shall any part of the income of the corporation be distributed to its Board of Directors or officers. In the event there are any excess receipts over disbursements, as a result of performing such services, such excess shall be applied against future expenses, etc. The corporation may reimburse its members, directors and officers for all expenses sustained, if incurred upon the authorization of the Board of Directors; may confer benefits upon its members in conformity with its purposes, and upon dissolution or final liquidation, may make distribution to its members as is permitted by the court having jurisdiction thereof, and no such payment, benefit or distribution shall be deemed to be a dividend or distribution of income.

This corporation shall issue no shares of stock of any kind or nature whatsoever. Membership in this corporation and the transfer thereof, as well as the number of members, shall be upon such terms and conditions as provided for in the Declaration of Covenants and Restrictions for SEASIDE SANCTUARY and in the Bylaws. The voting rights shall be as set forth in the said Declaration and Bylaws.

ARTICLE III
Purposes

The general purpose and objects of this non-profit corporation shall be:

- 1) To promote the health, safety, welfare, comfort and convenience of the residents of SEASIDE SANCTUARY, an environmentally-sensitive coastal community in Pinellas County, Florida, by establishing and maintaining such common areas and improvements as may be related to the corporation.
- 2) To administer and manage the corporate affairs and to improve and maintain corporate property.
- 3) To exercise all powers granted to it as a corporation under the laws of the State of Florida, the aforesaid Declaration, these Articles of Incorporation and the Bylaws.
- 4) To acquire, hold, convey and otherwise deal in and with real and personal property in its corporate capacity.

ARTICLE IV
Powers

This corporation shall have all powers set forth in Chapter 617.021, Florida Statutes, as amended, and all powers granted to it by the aforesaid Declaration and the Bylaws of this corporation.

ARTICLE V
Membership and Voting Rights in the Association

This Article V is identical to Article III of the Declaration of Covenants and Restrictions for SEASIDE SANCTUARY, which is set forth verbatim and in full below:

Section 1. Membership. Every person or entity who is an owner shall be a member of the Association. If the owning entity shall not be a natural person, the entity shall designate a natural person who shall then be the designated member of the Association. Membership shall be appurtenant to and may not be separated from ownership of a lot and may not otherwise be assigned, hypothecated, or encumbered in any manner.

Section 2. Voting Rights. The Association shall have two (2) classes of voting membership:

Class A. Class A members shall be those owners as defined in Section 1 other than the Developer. Class A members shall be entitled to one (1) vote for each Lot owned. When more than one person holds such interest or interests in any Lot, all such persons shall be members, but the vote for such Lot shall be exercised as they among themselves determine. In no event shall more than one vote be cast with respect to any such Lot.

Class B. The Developer shall be the Class B member. The Developer, as Class B member, shall be entitled to three (3) votes for each Lot in which it holds the interest required for membership. When the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership, the Class B membership shall be discontinued, and the Class B membership shall become Class A membership and entitled to vote as such.

ARTICLE VI

Assessments, Review of Architectural Plans, Etc.

The proposed Declaration of Covenants and Restrictions for SEASIDE SANCTUARY sets forth numerous provisions related to assessments, review of architectural plans, maintenance, repairs, and use of the property comprising SEASIDE SANCTUARY. The Association and its members shall be bound by such Declaration as set forth therein upon its recordation in the public records of Pinellas County, Florida.

ARTICLE VII

Term of Existence

This corporation shall have perpetual existence.

ARTICLE VIII

Subscribers

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

James Michael McDaniel

512 N. Ft. Harrison Ave.
Clearwater, Florida

Tom R. Moore

Rt. 3, Box 581
Tallahassee, FL 32308

Michael F. Tagarelli

2953 US 19 North, Ste. 205
Clearwater, FL 34621

ARTICLE IX
Officers

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary, a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Tom R. Moore
Vice President	Michael F. Tagarelli
Secretary-Treasurer	James Michael McDaniel

Section 3. Officers shall be elected, from time to time, in the manner set forth in the by-laws adopted by the corporation. They shall have such duties as shall be prescribed in the Bylaws.

ARTICLE X
Board of Directors

Section 1. The affairs of the corporation shall be managed by a Board of Directors consisting of three to five members of the Association, provided, however, that the first Board of Directors shall consist of three (3) directors who need members of the Association. The directors, subsequent to the first Board of Directors, shall be elected at the annual meeting of the membership, for a term of one (1) year, or until their successors shall be elected and shall qualify. Provisions for such election, and provisions respecting the removal, disqualification and resignation of directors, and for filling vacancies on the directorate, shall be prescribed by the Bylaws.

Section 2. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual membership meeting of the corporation, are:

Tom R. Moore	Rt. 3, Box 581 Tallahassee, Florida 32308
Michael F. Tagarelli	2953 US 19 North, Ste. 205 Clearwater, FL 34621
James Michael McDaniel	512 N. Ft. Harrison Ave. Clearwater, Florida

ARTICLE XI
By-laws

The Bylaws of the corporation shall initially be made and adopted by its first Board of Directors. Said first Board of Directors shall have full power to amend, alter or rescind said by-laws by a majority vote. Subsequent Board of Directors may amend, modify or rescind these by-laws by a resolution adopted by a majority of the Board of Directors at any duly called meeting of the Board, and thereafter submitted to the members at any duly convened meeting of the members and approved by a two-thirds (2/3) vote of the members present or by proxy, provided there is a quorum.

ARTICLE XII
Amendments

Amendments to these Articles of Incorporation may be proposed by any member or director and shall be adopted in the same manner as is provided for the amendment of the by-laws, as set forth in Article XI, above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval, sealed with the corporate seal, signed by the Secretary or an assistant secretary, and executed and acknowledged by the President or Vice President, has been filed with the Secretary of State, and all filing fees paid.

ARTICLE XIII
Corporate Location

The street address of the initial principal office of this corporation is:

512 N. Ft. Harrison Avenue
Clearwater, Florida

and the name and address of the initial registered agent of this corporation is:

James Michael McDaniel
512 N. Ft. Harrison Avenue
Clearwater, Florida

IN WITNESS WHEREOF, the undersigned subscribers have affixed their signatures hereto this 16th day of September, 1988.

Signed, sealed and delivered in the presence of:

Andre K. Nicklas

TOM R. MOORE

SUBSCRIBER - TOM R. MOORE

George Stephens
WITNESSES

Andre J. Nicklas

Michael F. Tagarelli

SUBSCRIBER - MICHAEL F. TAGARELLI

James M. Daniel
WITNESSES

James M. Daniel
Andre J. Nicklas

James M. Daniel

SUBSCRIBER - JAMES MICHAEL McDANIEL

STATE OF FLORIDA)
COUNTY OF PINELLAS) SS

BEFORE ME, the undersigned authority, personally appeared TOM R. MOORE, MICHAEL F. TAGARELLI and JAMES MICHAEL McDANIEL, who after being duly sworn, acknowledged that they executed the foregoing Articles of Incorporation for the purposes expressed in such Articles this 16th day of SEPTEMBER, 1988.


Andre J. Nicklas
NOTARY PUBLIC

My commission expires:

State of Florida
Notary Public Exp. 16, 1989

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process of the above-stated corporation at the place designated in the Articles of Incorporation, pursuant to Chapter 48.091 of the Florida Statutes, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



JAMES MICHAEL MCDANIEL
Resident Agent