

State of Florida

VOL 5836 PG 93
OFFICIAL RECORDS



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of THE BEACHCOMBER II OWNERS ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on July 19, 1984, as shown by the records of this office.

The charter number of this corporation is N04277.

Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 20th day of July, 1984.

George Firestone
Secretary of State



CER-101

ARTICLES OF INCORPORATION
OF
THE BEACHCOMBER II OWNERS ASSOCIATION, INC.

The undersigned by these Articles associate themselves for the purpose of forming a non-profit, non-stock corporation under Chapter 615, Florida Statutes, and certify as follows:

SECRETARY OF STATE
JUL 19 3 59 PM '94
FILED

ARTICLE I

Name

The name of the corporation shall be THE BEACHCOMBER II OWNERS ASSOCIATION, INC. and, for convenience, the corporation shall be referred to in this instrument as the Association.

ARTICLE II

Purpose

1. The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, for the operation of THE BEACHCOMBER II, A CONDOMINIUM, to be located in Duval County, Florida.

2. The Association shall make no distributions of income to its members, directors or officers.

ARTICLE III

Powers

The powers of the Association shall include and be governed by the following provisions:

1. The Association shall have all of the common law and statutory powers of a Florida corporation not for profit which are not in conflict with the terms of these Articles or the Florida Condominium Act as it exists at the time of incorporation.

2. The Association shall have all of the powers and duties set forth in the Condominium Act, and all of the powers and duties reasonably necessary to operate the condominium pursuant to the Declaration as presently drafted and as it may be amended from time to time, including, but not limited to, the following:

A. To make and collect assessments against members as unit owners to defray the costs, expenses and losses of the condominium.

B. To use the proceeds of assessments in the exercising of its powers and duties.

C. To maintain, repair, replace and operate the condominium property.

D. To purchase insurance upon the condominium property and insurance for the protection of the Association and its members as unit owners.

E. To reconstruct improvements after casualty and the further improvement of the property.

F. To make and amend reasonable regulations respecting the use of the property in the condominium and to enforce the said regulations by fines or suspension of the right of use of the common elements.

G. To approve or disapprove the transfer, mortgage and ownership of units as provided by the Declaration of Condominium and the By-Laws of the Association.

H. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium for THE BEACHCOMBER II, A CONDOMINIUM, these Articles of Incorporation, the By-Laws of the Association and the Regulations for use of the property in the condominium.

I. To contract for the management and maintenance of the condominium and to authorize the management agent to assist the Association in carrying out its powers and duties by performing such functions as the collection of assessments, preparation of records, enforcement of rules and maintenance of the common elements. The Association shall, however, retain at all times the powers and duties granted them by the Condominium Act, including, but not limited to, the making of assessments, promulgation of rules and execution of contracts on behalf of the Association.

J. To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

K. To employ personnel to perform the services required for proper operation of the condominium.

3. The Association shall have the power to purchase a unit or units in the condominium and to hold, lease, mortgage and convey the same.

4. All funds and the titles to all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of Florida law, the Declaration of Condominium, these Articles of Incorporation and the By-Laws.

ARTICLE IV

Members

1. The members of the Association shall consist of all of the record owners of units in THE BEACHCOMBER II, A CONDOMINIUM, as it may exist from time to time, and, in the event of termination of the condominium, shall consist of those who are members at the time of such termination and their successors and assigns.

2. After receiving approval of the Association as required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Current Public Records of Duval County, Florida, a deed or other instrument establishing a record title to a unit in THE BEACHCOMBER II, A CONDOMINIUM, and the delivery of a certified copy of such instrument to the Association. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owners is terminated.

3. The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as an appurtenance to that member's unit.

4. The owner of each unit shall be entitled to one vote as a member of the Association. The manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE V

Directors

1. The affairs of the Association will be managed by a board consisting of the number of directors fixed in the By-Laws, but not less than three directors. Directors need not be members of the Association.

2. The directors of the Association shall be elected at the annual meeting of the members in the manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

3. The names and addresses of the members of the first Board of Directors, who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Necdet Senturk	411 First Street South Jacksonville Beach, Florida 32250
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James Altman	7354 Bowden Circle South Jacksonville, Florida 32216
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Leonard Shane	14750 Beach Boulevard Jacksonville Beach, Florida 32250
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ARTICLE VI

Officers

The affairs of the Association shall be administered by a president, one or more vice presidents, a secretary, a treasurer and by an assistant secretary. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President/Treasurer	Necdet Senturk	411 First Street South Jacksonville Beach, Florida 32250
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Vice President/ Asst. Secretary	James Altman	7354 Bowden Circle South Jacksonville, Florida 32216
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Secretary	Leonard Shane	14750 Beach Boulevard Jacksonville Beach, Florida 32250
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ARTICLE VII

Indemnification

Each director and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a part or in which he may become involved by reason of his being or having been a director or officer of the Association, whether or not he is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE VIII

By-Laws

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by the Board of Directors or the membership in the manner provided by the By-Laws.

ARTICLE IX

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

1. Notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.
2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting to consider the amendment may express their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as hereinafter provided, approval of the proposed amendment must be either by:
 - A. Not less than sixty percent (60%) of the entire membership of the Board of Directors and not less than sixty-seven percent (67%) of all members of the Association and the approval of eligible holders holding mortgages on unit estates which have at least fifty-one percent (51%) of the votes of unit estates subject to eligible holder mortgages; or
 - B. Until the first election of the Board of Directors, only by all of the directors of the Association and the approval of eligible holders holding mortgages on unit estates which have at least fifty-one percent (51%) of the votes of unit estates subject to eligible holder mortgages.
3. No amendment shall make any changes in the qualifications for membership nor the voting rights of members nor any change in Section III.3 of Article III hereof, without approval

in writing by all members and the joinder of all record owners of mortgages upon the condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium

4. A copy of each amendment shall be certified by the Secretary of State, State of Florida, and be recorded in the Public Records of Duval County, Florida.

ARTICLE X

TERM

The term of the Association shall be perpetual.

ARTICLE XI

Subscribers

Necdet Senturk

411 First Street South
Jacksonville Beach,
Florida 32250

James Altman

7354 Bowden Circle So.
Jacksonville, Florida
32216

Leonard Shane

14750 Beach Boulevard
Jacksonville Beach,
Florida 32250

IN WITNESS WHEREOF, the subscribers have hereunto affixed their signatures this 13th day of July, 19 84.

Necdet Senturk
Necdet Senturk

James Altman
James Altman

Leonard Shane
Leonard Shane

SECRETARY OF STATE
JUL 19 5 58 PM '84
FILED

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, a notary public in and for the State of Florida at Large, on this day personally appeared NECDET SENTURK, JAMES ALTMAN and LEONARD SHANE, known to me and known to be the persons who made and subscribed the foregoing Articles of Incorporation and they acknowledged before me that they made, subscribed and executed said Articles of Incorporation for the uses and purposes therein expressed.

WITNESS MY hand and official seal in the State and County last aforesaid this 13th day of July, 19 84.

Carol L. Lindgren
Notary Public, State of Florida
at Large. My Commission Expires:

(Notary Seal)

12-28-85

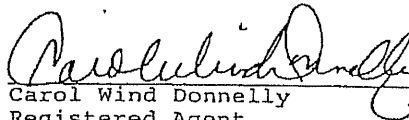
CERTIFICATE OF REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That THE BEACHCOMBER II OWNERS ASSOCIATION, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Jacksonville Beach, County of Duval, Florida, has named CAROL WIND DONNELLY, Attorney at Law, located at 3733 University Boulevard West, Suite 102, Jacksonville, Florida 32217, as its agent to accept service of process within this State.

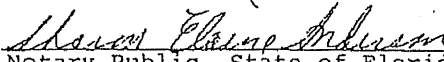
Acknowledgement

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



Carol Wind Donnelly
Registered Agent

Sworn to and Subscribed to
Before Me This 17th day
of July 1984



Sharon Elaine Johnson
Notary Public, State of Florida
at Large.

My Commission Expires
Notary Public, State of Florida
My Commission Expires Jan. 15, 1985
Bonded thru July 1, 1984 - Insurance, Inc.

FILED
JUL 19 3 52 PM '84
SECRETARY OF STATE

(Notary Seal)