



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

October 6, 1994

WATSON & OSBORNE  
C/O LISA TROXEL  
3030 HARTLEY ROAD STE. 290  
JACKSONVILLE, FL 32257

The Articles of Incorporation for BAY HARBOUR HOMEOWNER'S ASSOCIATION, INC. were filed on October 3, 1994, and assigned document number N9400004918. Please refer to this number whenever corresponding with this office.

A corporation annual report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number will be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form SS-4.

Please be aware if the corporate address changes, it is the responsibility of the corporation to notify this office.

Should you have any questions regarding corporations, please contact this office at the address given below.

Sincerely,  
Terri Buckley  
Corporate Specialist  
New Filings Section  
Division of Corporations

Letter Number: 294A00044432

**ARTICLES OF INCORPORATION**

**FOR**

**BAY HARBOUR HOMEOWNER'S ASSOCIATION, INC.**

FILED  
94 OCT -3 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, being of legal age, all of whom are citizens of the State of Florida, acting as incorporators under the laws of the State of Florida, Chapter 617, Florida Statutes, applicable to corporations not for profit, do hereby adopt the following Articles of Incorporation:

**ARTICLE ONE**

The name of the corporation is BAY HARBOUR HOMEOWNER'S ASSOCIATION, INC.

**ARTICLE TWO**

The corporation is a non-profit corporation.

**ARTICLE THREE**

The duration of the corporation is perpetual.

**ARTICLE FOUR**

This Association is formed to be the corporate entity which is to be responsible for the common areas, storm and/or surface water management systems, and for the performance of certain duties and the endorsement of certain rights as provided in the Declaration of Covenants, Conditions and Restrictions recorded or to be recorded in Duval County, Florida, for all phases of the subdivision to be known as Bay Harbour.

**ARTICLE FIVE**

The members of the Association shall be all fee simple lot owners in all phases of the subdivision to be known as Bay Harbour in Duval County, Florida. Upon the purchase of a lot, the lot owners shall automatically become Class A members as defined in the covenants and restrictions of Bay Harbour recorded or to be recorded, each possessing one vote per lot owned.

**ARTICLE SIX**

The street address of the initial principal office of the corporation is 7406 Main Street, Jacksonville, Florida 32208. The name of the initial registered agent is Keith L. Berryman.

**ARTICLE SEVEN**

This corporation shall never have less than three (3) Directors, which Director shall be elected by a two-thirds (2/3) majority vote of the lot owners, each lot owner possessing one vote per lot owned. The number of Directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as the initial Directors until the first election shall be as follows:

Keith L. Berryman	7406 Main Street Jacksonville, Florida 32208
Richard L. Berryman	7406 Main Street Jacksonville, Florida 32208
Walter J. Key, Jr.	7406 Main Street Jacksonville, Florida 32208

#### ARTICLE EIGHT

The names and addresses of the Subscribers to these Articles of Incorporation are listed in Article Seven.

#### ARTICLE NINE

The affairs of the Corporation are to be managed by the Officers of the Corporation who shall be elected by a majority vote of the Board of Directors at the first meeting in January of each year.

#### ARTICLE TEN

The name, address and office of the person(s) who is(are) to serve as officer(s) of the Corporation until the first election are as follows:

Keith L. Berryman, President/Vice President/Secretary/Treasurer	7406 Main Street Jacksonville, Florida 32208
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#### ARTICLE ELEVEN

The power of alter, amend or repeal the By-Laws or Articles of Incorporation, or to adopt new By-Laws shall be vested in the Developer so long as it maintains an ownership interest in any lots within the platted subdivision of Bay Harbour, the legal description of which is set forth in the Declaration of Covenants, Conditions and Restrictions for Bay Harbour. The By-Laws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the law or with the Articles

of Incorporation. These articles may be amended by a majority vote of the Board of Directors, or a two-thirds (2/3) majority of the lot owners, subject to the Developer's consent so long as it maintains an ownership interest in any lot.

IN WITNESS WHEREOF, we have here unto set our hands and seals this 23 day of September 1994.

Executed by the undersigned at Jacksonville, Florida on this 23 day of September 1994.

WITNESSES:

INCORPORATORS:

Melinda J. Hooper  
Michael Dodge

Keith L. Berryman  
KEITH L. BERRYMAN

Melinda J. Hooper  
Michael Dodge

Richard L. Berryman  
RICHARD L. BERRYMAN

Melinda J. Hooper  
Michael Dodge

Walter J. Key, Jr.  
WALTER J. KEY, JR.

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared KEITH L. BERRYMAN, me known to be the persons described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of September, 1994.

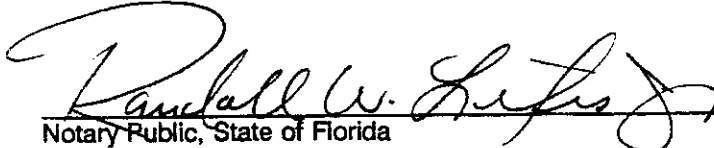
Randall W. Lyles Jr.  
Notary Public, State of Florida  
My Commission Expires:  
SEAL

Notary Public, State of Florida  
My Commission expires Nov. 13, 1994

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared RICHARD L. BERRYMAN, to me known to be the persons described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of September, 1994.



Notary Public, State of Florida

My Commission Expires:

SEAL

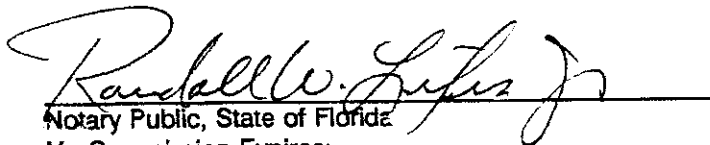
Notary Public, State of Florida

My Commission expires Nov. 13, 1994

STATE OF FLORIDA  
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgements, personally appeared WALTER J. KEY, JR., to me known to be the persons described in and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 23 day of September, 1994.



Notary Public, State of Florida

My Commission Expires:

SEAL


Notary Public, State of Florida

My Commission expires Nov. 13, 1994

INITIAL REGISTERED AGENT OF BAY HARBOUR HOMEOWNER'S ASSOCIATION, INC.

The address of the initial registered agent of the corporation is 7406 Main Street, Jacksonville, Florida 32208, and the name of its initial registered agent at such address is Keith L. Berryman.

By his signature below, Keith L. Berryman accepts designation as registered agent of Bay Harbour Homeowner's Association, Inc.

  
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KEITH L. BERRYMAN

FILED  
94 OCT -3 AM 10:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA