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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BAYSIDE KEY HOMEOWNERS ASSOCIATION, INC.,  
a corporation not for profit**

In compliance with the requirements of Florida Statute, Chapter 617, the undersigned, all of whom are residents of the State of Florida, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

**ARTICLE I  
NAME OF CORPORATION**

The name of the corporation is Bayside Key Homeowners Association, Inc., a corporation not for profit organized under Chapter 617 of the Florida Statutes (hereinafter referred to as the "Association").

**ARTICLE II  
PRINCIPAL OFFICE**

The principal office of the Association is located at 12973 Telecom Parkway North, Tampa, Florida 33637, which shall be the initial registered office of the Association.

**ARTICLE III  
REGISTERED AGENT**

R. Scott Griffith, whose address is 12973 Telecom Parkway North, Tampa, Florida 33637, is hereby appointed the initial registered agent of the Association.

**ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is organized and for which it is to be operated are to provide for maintenance, preservation, and care of the property of the Association, and to provide the architectural control of the residence lots and common area within that certain tract of property described on Exhibit "A" attached hereto and incorporated herein by this reference (hereinafter referred to as the "Property"), and to promote the health, safety and welfare of the residents within the Property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes. In connection therewith, the Association shall have the following powers:

(a) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in a Declaration of Covenants, Conditions and Restrictions of Bayside Key, hereinafter called the "Declaration", applicable to the Property and recorded or to be recorded in the Office of the Clerk of the Circuit Court, Hillsborough County, Florida and as the same may be amended from time to time as therein provided;

(b) To fix, levy, collect and enforce payment by any lawful means, all charges or assessments due to the Association or any other person affiliated with the Association pursuant to the terms of the Declaration; to pay all expenses in connection therewith; and to pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(c) To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) To borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) To dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer unless otherwise set forth in the Declaration;

(f) To participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of each class of members;

(g) To annex additional property and common areas in the manner set forth in the Declaration;

(h) To have and to exercise any and all powers, rights and privileges which a corporation organized under Florida law, including Chapter 617, Florida Statutes, by law may now or hereafter have or exercise;

(i) To levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or stormwater management systems, including but not limited to work within retention areas, drainage structures, and drainage easements; and

(j) To operate, maintain, and manage the surface water or stormwater management system in a manner consistent with the Southwest Florida Water Management District permit requirements and applicable District rules, and assist in the enforcement of the restrictions and covenants contained therein.

#### ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject to the Declaration, including contract sellers, shall be a member of the Association with the voting rights described in Article VI hereof. The foregoing shall not to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

#### ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership with the relative rights and preferences as follows:

Class A: Class A members shall be all owners, with the exception of the Declarant, of any lot shown upon any recorded plat of the Property ("Lot" or "Lots"). Each Class A member shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, each such person shall be members, however, the vote for such Lot shall be exercised as they collectively determine, and in no event shall more than one vote be cast with respect to any Lot.

Class B: The Class B member shall be the Declarant (as defined in the Declaration), who shall be entitled to three (3) votes for each Lot owned. Unless converted earlier and voluntarily by the Declarant, the Class B membership shall cease and be converted to Class A membership upon the first to occur of any of the following events:

(a) the total votes outstanding in the Class A membership equals the total votes outstanding in the Class B membership; or

(b) six (6) years from the date of the original recording of the Declaration in the public records of Hillsborough County, Florida; or

#### ARTICLE VII BOARD OF DIRECTORS

The affairs of the Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The Board of Directors shall be elected at the First meeting of the Association in the manner described in the Bylaws.

#### ARTICLE VIII DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

In the event of termination, dissolution, or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or stormwater management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code, and be approved by the Southwest Florida Water Management District prior to such termination, dissolution, or liquidation.

#### ARTICLE IX DURATION

The Association shall exist perpetually.

#### ARTICLE X AMENDMENTS

The Association shall have the right to amend these Articles at any time upon the affirmative vote of a 2/3rds of the voting interests of the Association as described in Article VI hereof. Amendments may be proposed by resolution approved by a majority of the Board of Directors; provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting rights of the members, without approval in writing by all members and the joinder of all record owners of mortgages upon the Lots. No amendment shall be made that is in conflict with Florida law or the Declaration unless the latter is amended to conform to the same.

#### ARTICLE XI BYLAWS

The Bylaws of the Association shall be adopted by the Board of Directors at the first meeting of Directors, and may be altered, amended or rescinded thereafter in the manner provided therein.

ARTICLE XII  
FHAVA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Veterans Administration: annexation of additional properties; mortgaging of common areas; dedication and conveyance of common areas; amendment of these Articles of Incorporation or the Declaration; and merger, consolidation, and/or dissolution of this corporation.

ARTICLE XIII  
INCORPORATOR

The name and address of the Incorporator is:

R. Scott Griffith  
12973 Telecom Parkway North  
Tampa, Florida 33637

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the sole incorporator of this Association, has executed these Articles of Incorporation this 21 day of July, 1994.

R. Scott Griffith  
Incorporator

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 21 day of July, 1994, by R. Scott Griffith, who is personally known to me and who did not take an oath.

Yolanda C. Martin  
Notary Public

Name: YOLANDA C. MARTIN  
My Commission Expires



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CONSENT OF REGISTERED AGENT**

HAVING BEEN NAMED as Registered Agent for this corporation at the office designated in the foregoing Articles of Incorporation, I am familiar with and agree to accept the obligations of Registered Agent.

  
Registered Agent



## SAN MARINO KEY OVERALL

### SAN MARINO KEY PHASE I

A portion of Section 34, Township 28 South, Range 17 East, Hillsborough County, Florida being more particularly described as follows:

COMMENCE at the Northwest corner of the Southwest 1/4 of said Section 34; thence S.88°59'42"E., along the Northerly boundary line of the Southwest 1/4 of said Section 34, 279.79 feet to the Southerly right-of-way line of Hillsborough Avenue (State Road 580); thence S.54°14'00"E., 1313.86 feet along said right-of-way line to the Easterly right-of-way line of Longboat Boulevard East; thence S.35°46'00"W., 232.51 feet along said Easterly right-of-way line to the POINT OF BEGINNING; thence S.54°14'00"E., 262.49 feet; thence S.35°46'00"W., 237.00 feet; thence S.54°14'00"E., 61.00 feet; thence S.35°46'00"W., 78.00 feet; thence S.54°14'00"E., 156.50 feet; thence S.35°46'00"W., 184.07 feet; thence S.00°46'56"W., 289.14 feet; thence N.89°13'04"W., 8.10 feet; thence S.75°45'45"W., 106.96 feet; thence S.46°43'52"W., 69.83 feet; thence S.18°15'56"W., 68.79 feet; thence S.08°52'11"E., 66.45 feet; thence S.04°23'39"E., 61.28 feet; thence S.06°11'55"W., 74.49 feet; thence S.00°32'35"W., 65.22 feet; thence S.12°21'29"E., 63.61 feet; thence S.76°55'45"W., 21.12 feet to the said Easterly right-of-way line of Longboat Boulevard East; thence along said Easterly right-of-way line the following two(2) courses and three(3) curves:

Northwesterly 154.57 feet along the arc of a non-tangent curve concave to the Southwest having a radius of 609.16 feet through a central angle of 14°32'20" (chord bears N.20°20'27"W., 154.16 feet); thence N.27°36'36"W., 100.04 feet to the beginning of a curve concave to the East having a radius of 505.17 feet; thence Northwesterly 279.54 feet along said curve through a central angle of 31°42'20" (chord bears N.11°45'27"W., 275.99 feet); thence N.04°05'42"E., 362.49 feet to the beginning of a curve concave to the East having a radius of 1078.16 feet; thence Northeasterly 595.98 feet along said curve through a central angle of 31°40'18" (chord bears N.19°55'51"E., 588.42 feet); thence N.35°46'00"E., 35.49 feet to the POINT OF BEGINNING.

LESS a parcel of land (Lift Station) as recorded in O.R. Book 3951, on Page 199 of the Public Records of Hillsborough County, Florida, as Described as follows:

COMMENCE at the West 1/4 corner of said Section 34 and run S.88°59'42"E., along the East / West centerline of said Section 34, a distance of 279.79 feet to a point intersecting the Southwesterly right-of-way line of Hillsborough Avenue (State Road 580, 100.00 feet right-of-way); thence run S.54°14'00"E., along said right-of-way line, a distance of 1313.86 feet to a point intersecting the Easterly right-of-way line of Longboat Boulevard; leaving said right-of-way line and remaining with said right-of-way line of Longboat Boulevard, run the following courses:  
S.35°46'00"W., a distance of 268.00 feet to the P.C. of a curve; thence run Southerly along the arc of a curve to the left, a distance of 595.98 feet to the P.T., said curve having a radius of 1078.16 feet, a delta of 31°40'18", a chord of 588.42 feet bearing S.19°55'51"W.; thence run S.04°05'42"W., a distance of 362.49 feet to the P.C. of a curve; thence run Southerly along the arc of a curve to the left, a distance of 279.54 feet to the P.T., said curve having a radius of 505.17 feet, a delta of 31°42'18", a chord of 275.99 feet, bearing S.11°45'27"E.; thence run S.27°36'38"E., a distance of 100.04 feet to the P.C. of a curve; thence run Southerly along the arc of a curve segment to the right, a distance of 125.01 feet to a P.O.C.,

and curve having a radius of 609.16 feet, a delta of  $11^{\circ}45'29''$ , a chord of 124.79 feet, bearing  $S.21^{\circ}43'52''E.$ , said P.O.C. also being the POINT OF BEGINNING:

Leaving said right-of-way line, run  $N.72^{\circ}40'20''E.$ , a distance of 10.56 feet to a point; thence run  $N.74^{\circ}03'37''E.$ , a distance of 11.40 feet to a point; thence run  $S.15^{\circ}19'21''E.$ , a distance of 29.32 feet to a point; thence run  $S.75^{\circ}16'36''W.$ , a distance of 22.36 feet to a P.O.C. on the aforementioned right-of-way line; thence run Northerly along the arc of a curve segment to the left, along said right-of-way line, a distance of 28.60 feet to a P.O.C., said curve segment having a radius of 609.16 feet, a delta of  $02^{\circ}41'25''$ , a chord of 28.60 feet, bearing  $N.14^{\circ}30'25''W.$ , said P.O.C. also being the Point of Beginning TOGETHER WITH

### SAN MARINO KEY PHASE II

A portion of Section 34, Township 28 South, Range 17 East, Hillsborough County, Florida being more particularly described as follows:

COMMENCE at the Northwest corner of the Southwest 1/4 of said Section 34; thence  $S.88^{\circ}59'42''E.$ , along the Northerly boundary line of the Southwest 1/4 of said Section 34, 279.79 feet to the Southerly right-of-way line of Hillsborough Avenue (State Road 580); thence  $S.54^{\circ}14'00''E.$ , 1313.86 feet along said right-of-way line to the point of intersection with the Easterly right-of-way line of Longboat Boulevard East being the POINT OF BEGINNING; thence  $S.54^{\circ}14'00''E.$ , 480.00 feet along said Easterly right-of-way line; thence South  $35^{\circ}46'00''W.$ , 547.50 feet to a point on the boundary line of San Marino Key Phase I, as recorded in Plat Book \_\_\_\_\_, Page \_\_\_\_\_, of the Public Records of said County; thence along said boundary line the following five (5) courses:

$N.54^{\circ}14'00''W.$ , 156.50 feet; thence  $N.35^{\circ}46'00''E.$ , 78.00 feet; thence  $N.54^{\circ}14'00''W.$ , 61.00 feet; thence  $N.35^{\circ}16'00''E.$ , 237.00 feet; thence  $N.54^{\circ}14'00''W.$ , 262.14 feet to the said Easterly right-of-way line of Longboat Boulevard East; thence  $N.35^{\circ}45'48''E.$ , 232.50 feet along said Easterly right-of-way to the POINT OF BEGINNING.

All Containing 11.98 acres more or less.



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

August 10, 1994

JAMES MANCUSO  
615 FOX HUNT CIRCLE  
LONGWOOD, FL 32750

The Articles of Incorporation for BAYSIDE KEY HOMEOWNERS ASSOCIATION, INC. were filed on August 8, 1994, and assigned document number N94000003922. Please refer to this number whenever corresponding with this office.

Enclosed is the certification requested.

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 year. 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 questions regarding corporations, please contact this office at the address given below.

Nancy Hendricks  
Corporate Specialist  
New Filings Section  
Division of Corporations

Letter Number: 794A00036639