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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OF ORMOND BEACH
SEAWINDS CONDOMINIUM ASSOCIATION, INC.

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We, the undersigned do hereby associate ourselves for the purpose of forming a corporation not for profit, pursuant to the laws of the State of Florida. In this regard, we certify as follows:

ARTICLE 1

Name

1.1 The name of the corporation shall be **SEAWINDS OF ORMOND BEACH CONDOMINIUM ASSOCIATION, INC.**, hereinafter Association.

ARTICLE 2

Purpose

2.1 The purpose for which the Association is organized is to provide an entity pursuant to Chapter 718, Florida Statutes, hereinafter Condominium Act, for the management and operation of **SEAWINDS CONDOMINIUM**, which is to be created pursuant to the provisions of the Condominium Act.

ARTICLE 3

Powers and Duties

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

3.2 The Association shall have all of the powers and privileges granted to corporations not for profit under the laws of the State of Florida, which are not in conflict with the terms

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SEAL COUNTY CLERK
TALLAHASSEE, FLORIDA

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of the Condominium Act, the Declaration of Condominium, these Articles of Incorporation or the By-Laws of the Association.

3.3 The Association shall have all of the powers and duties set forth in the Condominium Act and all of the powers and duties set forth in the Declaration of Condominium, these Articles of Incorporation and the By-Laws of the Association.

3.4 The Association shall operate, maintain and manage the surface water or storm water management system in a manner consistent with the St. Johns River Water Management District Application #42-127-2698-AN requirements and applicable district rules, and shall assist in the enforcement of the restrictions and covenants contained in the Declaration of Condominium.

3.5 The Association shall levy and collect assessments against members of the Association in accordance with the Declaration of Condominium and ByLaws for the purposes set forth therein, and shall levy and collect adequate assessments against members of the Association for the costs of maintenance and operation of the surface water or storm water management system. The portion of the assessments which are collected for the costs of maintenance and operation of the surface water or storm water management system shall be used for such maintenance and repair, including but not limited to work within retention areas, drainage structures and drainage easements.

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ARTICLE 4

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Members

SECRETARY OF STATE
OF FLORIDA
OF ORMOND BEACH
II

4.1 The members of the Association shall consist of all Unit owners of Condominium Parcels in **SEAWINDS CONDOMINIUM**. No person holding any lien, mortgage or other encumbrance upon any Condominium Parcel shall by virtue of such lien, mortgage or other encumbrance be a member of the Association, except if such person acquires record title to a Condominium Parcel pursuant to foreclosure or any proceeding in lieu of foreclosure in which cases such person shall be a member upon acquisition of record title to a Condominium Parcel.

4.2 Membership shall be acquired by recording in the Public Records of Volusia County, Florida, a deed or other instrument establishing record title to a Condominium Parcel in **SEAWINDS OF ORMOND BEACH, INC. CONDOMINIUM**, the owner designated by such deed or other such instrument thus becoming a member of the Association, and the membership of the prior owner being thereby terminated, provided, however, any person who owns more than one Condominium Parcel shall remain a member of the Association so long as record title is retained to any Condominium Parcel.

4.3 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 his Condominium Parcel.

4.4 On all matters upon which the membership shall be entitled to vote, there shall be one vote for each Condominium Parcel which vote shall be exercised or cast in the manner

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provided in the By-Laws of the Association. Any person owning more than one Condominium Parcel shall be entitled to one vote for each Condominium Parcel owned.

ARTICLE 5

Existence

5.1 The Association shall have perpetual existence. However, in the event of termination, dissolution or final liquidation of the Association, the responsibility for the operation and maintenance of the surface water or storm water management system must be transferred to and accepted by an entity which would comply with Section 40C-42.027, Florida Administrative Code, and must be approved by the St. Johns River Water Management District prior to such termination, dissolution or liquidation.

ARTICLE 6

Subscribers

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

- | | |
|-----------------------------|--|
| TYREE F. WILSON, JR. | 7 Circle Oak Trail
Ormond Beach, FL 32174 |
| ROBERT L. HILLMAN | 1326 John Anderson Drive
Ormond Beach, FL 32176 |
| SHEILA HARRIS | 2 Fairwinds Circle
Ormond Beach, FL 32176. |

ARTICLE 7

Board of Directors

7.1 The affairs of the Association shall be managed by a board of directors of which there shall be not less than three

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nor more than five. Each director shall be a member of the Association, except as otherwise provided in this Article 7.

7.2 Members of the board of directors shall be elected at the annual meeting of the members of the Association in the manner provided in the By-Laws of the Association. Except as otherwise provided in this Article 7, members of the board of directors shall serve until the next annual meeting of the members. Except as to vacancies created by removal of directors by members pursuant to the Condominium Act, vacancies occurring on the board of directors shall be filled at a meeting of the board of directors by the affirmative vote of a majority of directors. Any director elected to fill a vacancy shall serve until the expiration of the terms of the director, the vacancy in whose position he was elected to fill.

7.3 The first election of the members of the board of directors by members of the Association shall be held at the time and in the manner specified in the By-Laws, except that the Association shall call, and give not less than thirty days nor more than forty days notice of such meeting. The procedure for the election of directors at such meeting shall be as provided in the By-Laws of the Association.

7.4 The initial board of directors, who need not be members of the Association, shall be the following persons, and they shall serve as the board of directors of the Association, as provided in paragraph 7.3 hereof.

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TYREE F. WILSON, JR.

7 Circle Oak Trail
Ormond Beach, FL 32174

ROBERT L. HILLMAN

1326 John Anderson Drive
Ormond Beach, FL 32176

SHEILA HARRIS

2 Fairwinds Circle
Ormond Beach, FL 32176.

ARTICLE 8

8.1 The board of directors shall elect a President, Vice President, and Secretary/Treasurer, all of whom shall serve at the pleasure of the board of directors. There may also be such assistant treasurers and assistant secretaries as the board of directors may from time to time determine. The President and the Vice President shall be elected from among the members of the board of directors, but no other officer need be a director. The same person may hold two offices, except that the office of President and Vice President shall not be held by the same person, nor shall the President or the Vice President also be the Secretary or an assistant Secretary. Any officer may be removed peremptory by a vote of a majority of the directors present at any duly constituted meeting. The following are the names of the officers of the Association who shall serve until the first election of directors by members of the Association, as provided in Paragraph 7.3 Article 7 hereof.

PRESIDENT

TYREE F. WILSON, JR.

VICE PRESIDENT

SHEILA HARRIS

SECRETARY/TREASURER

ROBERT L. HILLMAN

ARTICLE 9

9.1 The original By-Laws of the Association shall be adopted by the initial board of directors, thereafter, amendment of said By-Laws shall be by the members in accordance with the provisions of said By-Laws.

ARTICLE 10

10.1 Every director and every officer of the Association shall be indemnified by the Association against all expenses or liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer at the time such expenses or liabilities are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director may be entitled.

ARTICLE 11

11.1 Amendments to these Articles of Incorporation shall be proposed and adopted in the following manner.

11.2 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.

11.3 A resolution for the adoption of a proposed amendment may be proposed either by the board of directors of the

Association or by the members of the Association entitled to vote at an Association meeting. Such members may propose such an amendment by instrument in writing directed to the President or Secretary of the Association signed by a majority of such members. Amendments may be proposed by the board of directors by action of a majority of the board at any regular or special meeting of the members of the Board. The Board shall then Notice a meeting of the members of the Association for the purpose of considering such amendment to be held not sooner than twenty days nor later than sixty days after such proposal is adopted by the Board. Such amendment must be approved by the affirmative vote of seventy-five percent of the total number of Association voting interests.

11.4 Notwithstanding the provisions of Paragraph 11.3 hereof, until the first election of the members of the board of directors by Unit Owners, as provided in these Articles of Incorporation and the By-Laws of the Association, proposal of an amendment and approval thereof shall require only the affirmative vote of all the directors at any regular or special meeting thereof.


11.5 Each amendment shall be executed by the President of the Association and certified by the Secretary and shall be filed with the Secretary of State, State of Florida. A certified copy thereof together with an amendment to the Declaration shall be recorded in the Public Records of Volusia County, Florida.

ARTICLE 12

Principal Office

12.1 The principal office of the Association shall be located at 1460 Ocean Shore Boulevard, Ormond Beach, Florida, 32176, but the Association may maintain offices and transact business in such other places within Volusia County, and the State of Florida as may from time to time be designated by the board of directors. However, the official records of the Association shall be maintained within the State of Florida. The records of the Association shall be made available to a Unit Owner within five (5) working days after receipt of written request by the Board or its designee. Compliance with this requirement may be achieved by having a copy of the Official Records of the Association available for inspection or copying on the condominium property or Association property. The official registered agent for services of process at such address shall be TYREE F. WILSON, JR. at 1460 Ocean Shore Boulevard, Ormond Beach, Florida 32176, such time as replaced by the corporation.

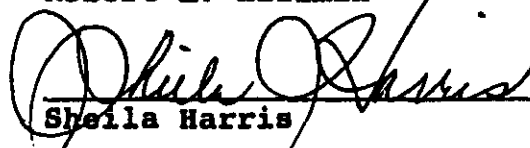
IN WITNESS WHEREOF, the Subscribers and Incorporators have hereunto set their hands and seals this 9 day of JUNE, 1995



Tyree F. Wilson, Jr.



Robert L. Hillman



Sheila Harris

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STATE OF FLORIDA)
COUNTY OF VOLUSIA)

BEFORE ME, the undersigned authority, appeared TYREE F. WILSON, JR., ROBERT L. HILLMAN and SHIELA HARRIS, to me known to be the Subscribers and Incorporators of SEAWINDS CONDOMINIUM OF ORMOND BEACH ASSOCIATION/ INC., a Florida corporation, not for profit, who being by me first duly sworn, and who (a) are personally known to me; or (b) provided the following forms of identification: _____

_____, acknowledged that they signed the same for the purposes herein expressed.

WITNESS my hand and seal in the State and County aforesaid, this 13th day of June, 1995.



CAROLE L. MAY
My Comm Exp. 12/22/97
Bonded By Service Ins
No. CC338045
 Personally Known Other L.O.

Carol L. May

Notary Public
My Commission Expires:

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned, having been named to serve as Registered Agent for Service of Process on behalf of the Corporation above referenced, hereby accepts such designation and agrees to serve until further notice.

Tyree F. Wilson, Jr.

Tyree F. Wilson, Jr.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1997

R L REIMER
ATLANTIC COMM. ASSOC. MGT. & ACC., INC.
507 HERBERT STREET, SUITE C
PORT ORANGE, FL 32119

SUBJECT: SEAWINDS CONDOMINIUM ASSOCIATION OF ORMOND BEACH,
INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N97000003512 with the original file date of July 11, 1995.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Beth Register
Corporate Specialist Supervisor
New Filings Section

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State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of SEAWINDS CONDOMINIUM ASSOCIATION OF ORMOND BEACH, INC., a Florida corporation, filed on July 11, 1995, as shown by the records of this office.

The document number of this corporation is P95000053061.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eleventh day of July, 1995



Sandra B. Northam
Secretary of State



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 18, 1997

R L REIMER
ATLANTIC COMM. ASSOC. MGT. & ACC., INC.
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The document number of this corporation is N97000003512.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Eighteenth day of June, 1997



CR2EO22 (2-95)

Sandra B. Mortham

Sandra B. Mortham
Secretary of State