

ARTICLES OF INCORPORATION
OF
MARSH LANDING TOWNHOUSE CONDOMINIUM ASSOCIATION, INC.

FILED
97 JAN 13 11 10 14
TALLAHASSEE, FLORIDA

OR2786 Pg1556

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 Statute 617, and hereby certify as follows:

ARTICLE I

The name of this corporation shall be: MARSH LANDING TOWNHOUSE CONDOMINIUM ASSOCIATION, INC. The mailing address of the corporation shall be: 17595 South Tamiami Trail, #106, Fort Myers, Florida, 33908.

ARTICLE II

The general purpose of this non-profit corporation shall be as follows: To be the "Association" (as defined in the Condominium Act of the State of Florida, F.S. 718), for the operation of Marsh Landing, a Condominium, located at 17595 South Tamiami Trail, #106, Fort Myers, Florida, 33908, to be created pursuant to the provisions of the Condominium Act, and as such Association, to operate and administer said condominium and carry out the functions and duties of said condominium, as set forth in the Declaration of Condominium establishing said condominium and exhibits annexed thereto.

ARTICLE III

All persons who are owners of condominium parcels within said condominium shall automatically be members of this corporation. Such membership shall automatically terminate when such person is no longer the owner of a condominium parcel. Membership in the corporation shall be limited to such condominium parcel owners.

Admission to and termination of membership shall be governed by the Declaration of Condominium that shall be filed for said condominium among the Public Records of Lee County, Florida

ARTICLE IV

This corporation shall have perpetual existence

ARTICLE V

The name and residence of the subscribers to these Articles of Incorporation are as follows

J. Wes McMillin

17595 S Tamiami Trail, Ste 106
Fort Myers, FL 33908

ARTICLE VI

Section 1. The affairs of the corporation shall be managed and governed by a Board of Directors, composed of not less than three (3) nor more than the number specified in the bylaws. 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 administrators and for filling vacancies shall be established by the bylaws.

Section 2. The principal officers of the corporation shall be:

J. Wes McMillin/President 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

Robert Gleason/Vice-President/
Secretary/Treasurer 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

(the last two officers may be combined), who shall be elected from time to time, in the manner set forth in the bylaws adopted by the corporation.

ARTICLE VII

The name of the officers who are to serve until the first election of officers, pursuant to the terms of the Declaration of Condominium and bylaws, are as follows:

J. Wes McMillin/President 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

Robert Gleason/Vice-President/
Secretary/Treasurer 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

ARTICLE VIII

The following persons shall constitute the first Board of Directors and shall serve until the first election of the Board of Administrators at the first regular meeting of the membership

J. Wes McMillin 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

Robert Gleason 17595 S. Tamiami Trail, Ste. 106
Fort Myers, FL 33908

Larry Shapiro 2681 Long Lake Road
Roseville, MN 55113

OR2786 PG1557

ARTICLE IX

The bylaws of the corporation shall initially be made and adopted by its first Board of Directors.

Prior to the time the property described in Article II hereinabove has been submitted to condominium ownership by the filing of the Declaration of Condominium, the bylaws may be amended, altered, supplemented or modified by the membership at the annual meeting, or at a duly convened special meeting of the membership by a vote of unit owners entitled to exercise sixty-seven percent (67%) or more of the total voting power of the Association.

ARTICLE X

Amendments to these Articles of Incorporation may be proposed by one third of the members or any two (2) administrators and shall be adopted in the same manner as is provided for the amendment of the bylaws as set forth in Article IX above. Said amendment(s) shall be effective when a copy thereof, together with an attached certificate of its approval by the membership, 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 XI

This corporation shall have all of the powers set forth in Florida Statute 617.021, all of the powers set forth in the Condominium Act of the State of Florida, and all powers granted to it by the Declaration of Condominium and exhibits annexed thereto, including the power to contract for the management of the condominium and recreational facilities.

ARTICLE XII

There shall be no dividends paid to any of the members, nor shall any part of the income of the corporation be distributed to its Board of Directors or officers.

The corporation is organized and operated solely for administrative and managerial purposes. It is not intended that the corporation show any net earnings, but no part of any net earnings that do occur shall inure to the benefit of any private member. If, in any taxable year, the net income of the corporation from all sources other than casualty insurance proceeds and other nonrecurring items exceed the sum of (1) total common expenses for which payment has been made or liability incurred within the taxable year, and (2) reasonable reserves for common expenses and other liabilities in the next succeeding taxable year, such excess shall be held by the corporation and used to reduce the amount of assessments that would otherwise be required in the following year. For such purposes, each unit owner will be credited with the portion of any excess that is proportionate to his interest in the common elements of the condominium.

This corporation shall issue no shares of stock of any kind or nature whatsoever. Membership

DR2786 PG1558

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

First--That MARSH LANDING TOWNHOUSE CONDOMINIUM 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 City of Fort Myers, County of Lee, State of Florida, has named J. Wes McMillin, located at 17595 S. Tamiami Trail, Suite #106, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGEMENTS:

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 provision of said Act relative to keeping open said office

By: J. Wes McMillin
J. Wes McMillin, Registered Agent

f:\wp\data\pig\marsh town art

OR2786 PG1560

MARIE GREEN LEE CITY FL
97 JAN 29 AM 11:34

FILED
97 JAN 13 AM 10:14
TALLAHASSEE, FLORIDA