

State of Florida



Department of State

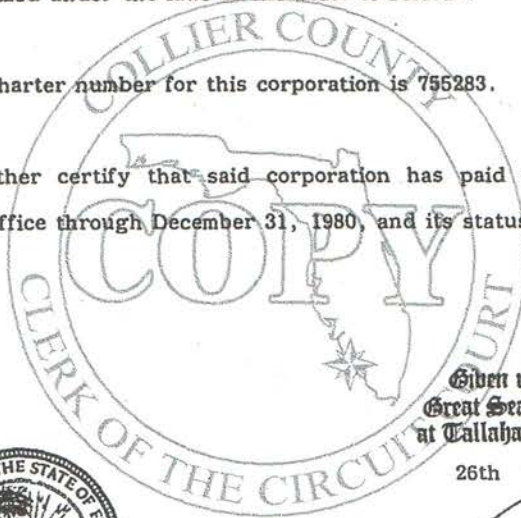
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I certify from the records of this office that SPANISH PINES I CONDOMINIUM ASSOCIATION, INC., is a corporation not for profit organized under the laws of the State of Florida.

The charter number for this corporation is 755283.

I further certify that said corporation has paid all filing fees due this office through December 31, 1980, and its status is active.



Given under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 26th day of November, 1980



CER 101 Rev. 5-79

George Firestone
Secretary of State

State of Florida



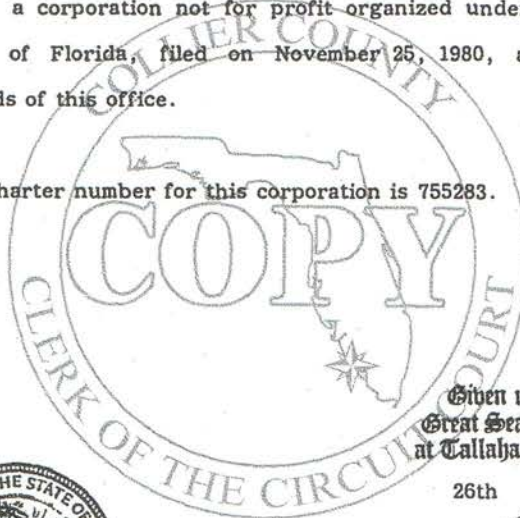
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I certify that the attached is a true and correct copy of the Articles of Incorporation of SPANISH PINES I CONDOMINIUM ASSOCIATION, INC., a corporation not for profit organized under the Laws of the State of Florida, filed on November 25, 1980, as shown by the records of this office.

The charter number for this corporation is 755283.



Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
day of November, 1980.

26th



CER 101 Rev. 5-79

George Firestone
Secretary of State

FILED
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EXHIBIT D
ARTICLES OF INCORPORATION
OF
SPANISH PINES I CONDOMINIUM ASSOCIATION, INC.

The undersigned, being natural persons competent to contract, hereby form a corporation not-for-profit under the laws of the State of Florida and pursuant to the provisions of Chapter 617, Florida Statutes, certify as follows:

ARTICLE I

NAME

The name of the corporation shall be: SPANISH PINES I CONDOMINIUM ASSOCIATION, INC.

ARTICLE II

PURPOSE

The purpose for which this corporation is organized is to provide an entity pursuant to the Condominium Act, Chapter 718, Florida Statutes, for the operation of SPANISH PINES I, a condominium, located upon lands in Collier County, Florida.

ARTICLE III

QUALIFICATION OF MEMBERS

The members of the corporation shall consist of all of the record owners of apartment units in the condominium, and after termination of the Condominium shall consist of those who are members at the time of such termination and their successors and assigns.

After receiving approval of the Association required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Collier County, Florida, a deed or other instrument establishing a record title to an apartment in the Condominium and the delivery to the Association of proof of such recordation. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is terminated.

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 apartment.

The owner of each apartment shall be entitled to at least one vote as a member of the Association. The exact number of votes to be cast by owners of an apartment and the manner of exercising voting rights shall be determined by the By-Laws of the Association.

ARTICLE IV

TERM

The corporation shall have perpetual existence.

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ARTICLE VSUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth W. Richman, Jr., Esq.	423 Sharwood Drive Naples, Florida 33942
Fred L. Gillette, Esq.	808 Carica Drive Naples, Florida 33940
Susan T. Beahm	4216 Crayton Road Naples, Florida 33940

ARTICLE VIMANAGEMENT OF CORPORATIONA. Board of Administrators.

The affairs of the Association will be managed by a Board of Administration whose members shall be designated as Administrators of the Association. The number of Administrators shall be determined by the By-Laws but in no case shall be less than three (3) and in the absence of a specific number being designated by the By-Laws, the number of Administrators of the Board of Administration shall be three. The Administrators need not be members of the Association.

Administrators of the Association shall be elected at the annual meeting of the members in the manner determined by the By-Laws. Administrators may be removed and vacancies on the Board of Administration shall be filled in the manner provided by the By-Laws.

The members of the Board of Administration, and any vacancies in their number shall be filled by the remaining members of the Board. The election of members of the Board of Administration prior to the first annual meeting, or until the Developer elects to terminate control of the Condominium, shall be held pursuant to the provisions of Florida Statute 718.301. The non-developer unit owners must, at the time set for their right to do so, elect a majority of the members of the Board of Administration.

Prior to, or not more than 60 days after, the time that unit owners other than the Developer elect a majority of the members of the Board of Administrators of the Association, the Developer shall relinquish control of the Association, and the unit owners shall accept control.

Simultaneously, Developer shall deliver to the Association all property of the unit owners and of the Association held or controlled by the Developer and all items and documents that the Developer is required to deliver or turn over to the Association under the provisions of the Florida Condominium Act.

B. Officers

The affairs of the Association shall be administered by the officers designated in the By-Laws. The officers shall be elected by the Board of Administrators at its

first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Administrators.

ARTICLE VII

INITIAL OFFICERS

The names of the officers who are to serve until the first election or appointment are as follows:

<u>OFFICE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	Kenneth W. Richman, Jr., Esq.	423 Sharwood Drive Naples, Florida 33942
Vice President	Fred L. Gillette, Esq.	508 Carica Drive Naples, Florida 33940
Secretary- Treasurer	Susan T. Beahm	4216 Crayton Road Naples, Florida 33940

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

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

<u>NAME</u>	<u>ADDRESS</u>
Kenneth W. Richman, Jr., Esq.	423 Sharwood Drive Naples, Florida 33942
Fred L. Gillette, Jr., Esq.	508 Carica Drive Naples, Florida 33940
Susan T. Beahm	4216 Crayton Road Naples, Florida 33940

ARTICLE IX

BY-LAWS

The first By-Laws of the Corporation shall be adopted by the Initial Board of Administrators and may be altered, amended, or rescinded in the manner provided by the By-Laws.

ARTICLE X

AMENDMENTS

The Articles of Incorporation may be amended from time to time by resolution adopted at any regular or special meeting of the members of the Corporation called in accordance with the By-Laws, such adoption to be by the affirmative vote of

seventy-five percent (75%) of all the voting members of the Corporation.

ARTICLE XI

INDEMNIFICATION

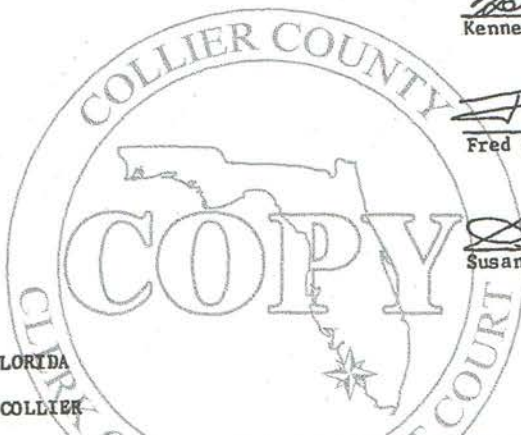
Every Directors and every officer of the Association shall be indemnified by the Association against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding or any settlement of any proceeding to which he may be a party or in 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 of officer at the time such expenses are incurred, except when the administrator 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 Administrators 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 administrator or officer may be entitled.

IN WITNESS WHEREOF, the subscribers have affixed their signatures this 22nd day of September, 1980.

Kenneth W. Richman, Jr. (SEAL)
Kenneth W. Richman, Jr.

Fred L. Gillette (SEAL)
Fred L. Gillette

Susan T. Beahm (SEAL)
Susan T. Beahm



STATE OF FLORIDA
COUNTY OF COLLIER

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared KENNETH W. RICHMAN, JR., FRED L. GILLETTE, and SUSAN T. BEAHM, the foregoing subscribers, and upon being sworn stated that they signed and executed the foregoing Articles of Incorporation for the purposes therein set forth.

WITNESS MY HAND and official seal at Naples, Florida, on this 22nd day of September, 1980.

Cheri L. Parker
Notary Public
My Commission Expires:
NOTARY PUBLIC STATE OF FLORIDA AT LARGE
MY COMMISSION EXPIRES FEB 27 1983
BONDED THROUGH GENERAL INS. UNDERWRITERS

CERTIFICATE DESIGNATING RESIDENT AGENT

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

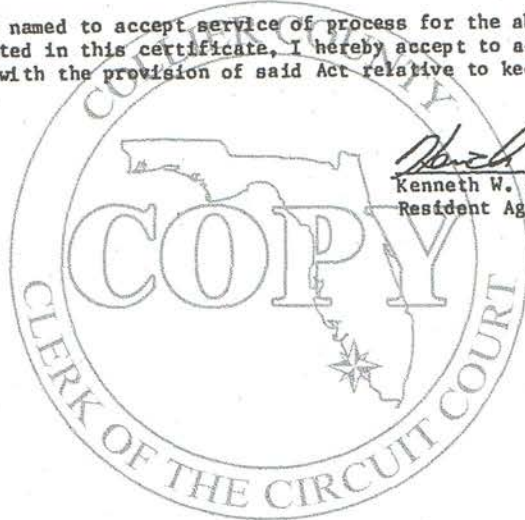
FIRST, that SPANISH PINES I CONDOMINIUM ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Naples, County of Collier, State of Florida, has named KENNETH W. RICHMAN, JR., 865 Fifth Avenue South, Naples, Florida 33940, as its agent to accept service of process within this state.

SPANISH PINES I CONDOMINIUM ASSOCIATION, INC.

By: *Kenneth W. Richman, Jr.*
President

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 provision of said Act relative to keeping open said office.



Kenneth W. Richman, Jr.
Kenneth W. Richman, Jr.
Resident Agent