

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of THE INLETS AT RIVERDALE EAST, INC., a Florida corporation, filed on January 28, 1994, as shown by the records of this office.

The document number of this corporation is N[REDACTED].

BK 1428 PG 3080

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Fourth day of February, 1994



CR2EO22 (2-91)

Jim Smith

Jim Smith
Secretary of State

ARTICLES OF INCORPORATION
OF
THE INLETS AT RIVERDALE EAST, INC.
A Corporation Not for Profit

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby forms a corporation not for profit under Chapter 617, Florida Statutes and certifies as follows:

ARTICLE I. NAME

The name of this corporation shall be "THE INLETS AT RIVERDALE EAST, INC." For convenience, the corporation shall herein be referred to as the "ASSOCIATION."

ARTICLE II. PURPOSE

2.1 Purpose: The purpose for which the ASSOCIATION is organized is to provide an entity for the maintenance, preservation, management and architectural control of the LOTS and ASSOCIATION PROPERTY located within THE INLETS AT RIVERDALE EAST (hereafter "THE INLETS EAST"), a residential development located in an unincorporated area of Manatee County, Florida, same to be in accordance with the "Declaration of Restrictions for THE INLETS AT RIVERDALE EAST," herein called the "DECLARATION", which is to be recorded in the Public Records of Manatee County, Florida, as same may be amended. The ASSOCIATION shall have the further purpose of promoting the health, safety and welfare of the OWNERS and occupants of THE INLETS EAST, consistent with the DECLARATION, these ARTICLES and the BY-LAWS of the ASSOCIATION of THE INLETS EAST.

ARTICLE III. POWERS

3.1 Common Law and Statutory Powers: The ASSOCIATION shall have all of the common law and statutory powers of a corporation not for profit not in conflict with these ARTICLES or the DECLARATION.

3.2 Specific Powers: The ASSOCIATION shall have all of the powers and duties set forth in the DECLARATION, as amended from time to time, except as validly limited by these ARTICLES and by said DECLARATION, and all of the powers and duties reasonably necessary to own and operate the ASSOCIATION PROPERTY of THE INLETS EAST pursuant to said DECLARATION and to perform the maintenance, administrative, managerial and other functions for THE INLETS EAST as provided in said DECLARATION, as they may be amended from time to time, including but not limited to the following:

- (a) To enforce the provisions of the DECLARATION, these ARTICLES and the BY-LAWS of this ASSOCIATION by appropriate means and carry out the obligations of the ASSOCIATION under the DECLARATION.

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other functions provided by the DECLARATION as the responsibility of the ASSOCIATION.

- (p) To employ personnel for reasonable compensation to perform the services required for the proper carrying out of the ASSOCIATION responsibilities.
- (q) To prepare and maintain such parts of THE INLETS WEST as may be provided in the DECLARATION.
- (r) To exercise such further authority as may be reasonably necessary to carry out each and every one of the obligations of the ASSOCIATION set forth in the DECLARATION, these ARTICLES or the BY-LAWS, including any right or power reasonably to be inferred from the existence of any other right, power, duty, or obligation given to the ASSOCIATION, or reasonably necessary to effectuate its obligation under the DECLARATION.
- (s) To the extent required by the DECLARATION, to operate and maintain a stormwater management system and a stormwater discharge facility as exempted or permitted by the Southwest Florida Water Management District. Should this ASSOCIATION be dissolved, any stormwater management system and discharge facility shall be maintained by an entity approved by the Southwest Florida Water Management District.
- (t) To enter into one or more contracts for the management of the ASSOCIATION, the ASSOCIATION PROPERTY and any part thereof.

3.3 Assets Held in Trust: All funds and the title of all properties acquired by the ASSOCIATION and the proceeds thereof shall be held in trust for the MEMBERS, in accordance with the Provisions of the DECLARATION, these ARTICLES and the By-Laws of the ASSOCIATION.

3.4 Limitation on Exercise of Power: The powers of the ASSOCIATION shall be subject to and shall be exercised in accordance with the provisions of the laws of the State of Florida, the DECLARATION, these ARTICLES and the BY-LAWS of the ASSOCIATION.

ARTICLE IV. MEMBERS

4.1 Members: The MEMBERS of the ASSOCIATION shall consist of the Declarant, Nordic of Florida Development, Inc., a Florida corporation, as the Declarant Member, until such time as the Declarant Membership is terminated and converted to Regular Membership as provided by the terms of the DECLARATION and all of

the record OWNERS of LOTS in THE INLETS WEST subject to the DECLARATION and operated hereby.

4.2 Change of Membership: Change of membership in the ASSOCIATION shall be established by the recording in the Public Records of Manatee County, Florida, of a deed or other instrument establishing a change of record title to a LOT in THE INLETS WEST. The OWNER designated in such instrument shall there upon become a MEMBER of the ASSOCIATION and the membership of the prior OWNER shall thereupon be terminated, as provided in the BY-LAWS.

4.3 Limitation on a Transfer of Shares or Assets: 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 the MEMBER'S LOT.

4.4 Voting: The OWNER of each LOT shall be entitled to one vote as a MEMBER of the ASSOCIATION; provided, however, that the DECLARANT shall, be entitled to the number of votes as provided in the DECLARATION. The manner of exercising voting rights shall be determined by the BY-LAWS of the ASSOCIATION. OWNERS owning more than one LOT shall be entitled to one vote for each LOT owned. Voting rights shall be subject to such provisions for delegation of voting rights and the granting of irrevocable proxies as may be provided in the DECLARATION and the BY-LAWS.

ARTICLE V. DIRECTORS

5.1 Board of Directors: The affairs of the ASSOCIATION shall be managed by a BOARD consisting of such number of MEMBERS as may be determined from time to time in accordance with the DECLARATION and the BY-LAWS. In no event shall the BOARD consist of fewer than three (3) Directors. Directors need not be MEMBERS of the ASSOCIATION except as otherwise provided.

5.2 Election of Directors: Directors of the ASSOCIATION shall be elected at the annual meeting of the MEMBERS, in the manner provided by the BY-LAWS. Directors may be removed and vacancies on the BOARD shall be filled in the manner provided by the BY-LAWS.

5.3 First Board of Directors: The names and addresses of the initial Board of Directors, who have been selected by the DECLARANT and who shall serve until their successors are elected and have qualified, or until they resign or are removed, are as follows:

Richard B. Bishop

3763 Glen Oaks Manor Drive
Sarasota, FL 34232

Arlene Bishop

3763 Glen Oaks Manor Drive
Sarasota, FL 34232

Kenneth Keating

4420 4th Avenue East
Bradenton, FL 34208

The initial Directors designated by Nordic of Florida Development, Inc., a Florida corporation, the DECLARANT named in the DECLARATION, and any Directors subsequently designated or appointed or elected by DECLARANT in accordance with the terms of the DECLARATION, need not be MEMBERS of the ASSOCIATION.

ARTICLE VI. OFFICERS

6.1 Officers: The affairs of the ASSOCIATION shall be administered by a President, Vice President, Secretary, Treasurer and such other officers as may from time to time be created by the BOARD as permitted by the BY-LAWS. Officers shall be elected by the BOARD at its first meeting following the annual meeting of the ASSOCIATION and shall serve at the pleasure of the BOARD. Offices may be combined as provided in the BY-LAWS. The names and addresses of the officers who shall serve until their successors are designated by the BOARD are as follows:

President:	Richard B. Bishop 3763 Glen Oaks Manor Drive Sarasota, FL 34232
Vice President:	Kenneth Keating 4420 4th Avenue East Bradenton, FL 34208
Secretary:	Arlene Bishop 3763 Glen Oaks Manor Drive Sarasota, FL 34232
Treasurer:	Arlene Bishop 3763 Glen Oaks Manor Drive Sarasota, FL 34232

ARTICLE VII. INDEMNIFICATION

7.1 Indemnification: Every director and every officer of the ASSOCIATION shall be indemnified by the ASSOCIATION against all expenses and liabilities, including legal fees, reasonably incurred by, or imposed upon him in connection with any proceeding or the 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 or officer at the time such expenses are incurred, except when the Director or officer is adjudged guilty of willful and wanton 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 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 Director or officer may be entitled.

7.2 Insurance: The BOARD of the ASSOCIATION may purchase liability insurance to insure all Directors, officers or agents, past and present, against all expenses and liabilities as set forth above. The premiums for such insurance shall be paid by the MEMBERS of the ASSOCIATION as part of the common expenses.

ARTICLE VIII. BY-LAWS

8.1 By-Laws: The first BY-LAWS of the ASSOCIATION shall be adopted by the BOARD and may be altered, amended or rescinded by a majority of the BOARD, except as otherwise may be provided by the BY-LAWS and the DECLARATION.

ARTICLE IX. AMENDMENTS

9.1 Amendments: In addition to any amendments to these ARTICLES made by the DECLARANT pursuant to rights or powers reserved by the DECLARANT in the DECLARATION, these ARTICLES may be altered, amended or modified upon the affirmative vote of the MEMBERS owning SIXTY-SIX PERCENT (66.0%) of the LOTS in THE INLETS WEST. Amendments may be proposed by the DECLARANT so long as it owns any LOTS in the Subdivision by resolution of the BOARD, or by the MEMBERS owning ten percent (10.0%) of the LOTS in THE INLETS WEST. Provided, however, that no amendment affecting the DECLARANT, or its successors or assigns as the DECLARANT of THE INLETS WEST, as defined in the DECLARATION, shall be effective without the prior written consent of the DECLARANT, its successors or assigns as such DECLARANT. Provided, further that no amendment shall make any change in the qualification for membership nor the voting rights of MEMBERS without the approval of all MEMBERS. No amendment shall be made which is in conflict with DECLARATION.

ARTICLE X. EXISTENCE

The term of the ASSOCIATION shall be perpetual.

ARTICLE XI. INCORPORATOR

The name and address of the incorporator executing these ARTICLES is as follows:

Richard B. Bishop
3763 Glen Oaks Manor Drive
Sarasota, FL 34232

ARTICLE XII. REGISTERED AGENT

The ASSOCIATION hereby appoints CURTIS D. HAMLIN, whose mailing address is 1205 Manatee Avenue West, Bradenton, Florida 34205, as its Registered Agent and Resident Agent under the laws of Florida. By affixing his signature hereto, CURTIS D. HAMLIN does hereby accept said designation and appointment, and the registered office of the ASSOCIATION shall be at 1205 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE XIII. DEFINITIONS

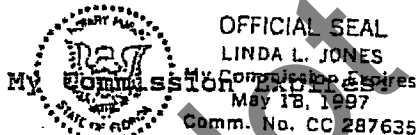
13.1 Terms used herein and in the Bylaws shall have the definitions and meanings thereof set forth in the Declaration, unless the context shall otherwise require.

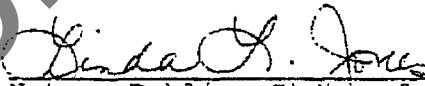
IN WITNESS WHEREOF, the Subscriber has caused this document to be executed in his name this 24th day of January, 1994.


Richard B. Bishop

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 24th day of January, 1994, by Richard B. Bishop. He is personally known to me.

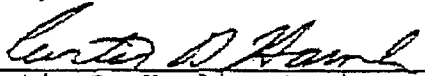



Notary Public, State of Florida
Linda L. Jones
(Type or Print Notary Name Here)

ACCEPTANCE BY REGISTERED AGENT

The undersigned, CURTIS D. HAMLIN, hereby accepts designation as Registered Agent and Resident Agent of the foregoing corporation.

Dated this 24th day of January, 1994.


Curtis D. Hamlin, Registered Agent

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