

State of Florida



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of ST. TROPEZ CONDOMINIUM IV ASSOCIATION, INC., a corporation organized under the Laws of the State of Florida, filed on July 20, 1984, as shown by the records of this office.

The charter number of this corporation is N04289.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
20th day of July, 1984.



CER-101

George Firestone
Secretary of State

EXHIBIT D

ARTICLES OF INCORPORATION

OF

ST. TROPEZ CONDOMINIUM IV ASSOCIATION, INC.

a Florida corporation not for profit

In compliance with the requirements of Chapter 617, Florida Statute (1983), the undersigned, being a resident of the State of Florida and being of full age, has this day voluntarily formed a corporation not for profit and does hereby certify:

SECRETARY

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ARTICLE I

NAME

The name of the corporation is ST. TROPEZ CONDOMINIUM IV ASSOCIATION, INC., a corporation not for profit, and is hereinafter called the "Association".

ARTICLE II

PURPOSE AND POWERS OF THE ASSOCIATION

A. The Association is organized as a corporation not for profit under the provisions of Chapter 617, Florida Statutes, and is a Condominium Association, as referred to and authorized by Section 718.111, Florida Statutes. The purpose for which the Association is organized is to provide an entity responsible for the operation of a condominium in Pinellas County, Florida, known as St. Tropez Condominium IV, and to transact any or all lawful business. Said condominium is herein called "Condominium" and the Declaration of Condominium whereby same has or will be created is herein called "Declaration". A description of the lands of the Condominium is set forth in the Declaration. This Association may also operate other condominiums which may be created on the lands described in Exhibit "A" to these Articles of Incorporation, and, if so, the word "Condominium" as used herein shall mean all such condominiums.

B. The Association shall have all of the following powers:

1. All the powers set forth and described in Chapter 617, Florida Statutes, as amended.
2. All the powers of an association as set forth in Chapter 718, Florida Statutes (1983).
3. Make and collect assessments against members as unit owners to defray the costs, expenses and losses of the Condominium and other matters declared by the Declaration to be a common expense of the Condominium.
4. Use the proceeds of assessments in the exercise of its powers and duties.
5. Maintain, repair, replace and operate the Condominium Property and the Association Property.
6. Purchase insurance upon the Condominium Property and Association Property and insurance for the protection of the Association and its members as unit owners, as well as liability insurance for the protection of officers and Directors of the Association.

7. Reconstruct improvements after casualty and/or further improve the Condominium Property and Association Property.

8. Make, modify, amend and rescind reasonable rules and regulations respecting the use of the Condominium Property and the Association Property, herein called the "Rules and Regulations".

9. Enforce by legal, equitable and administrative means the provisions of the Declaration, these Articles, the By-Laws and the Rules and Regulations.

10. Contract for the management and maintenance of the Condominium Property and the Association Property and to authorize a management agent to assist the Association in carrying out its powers and duties by performing such functions as the submission of proposals, collection of assessments, preparation of records, enforcement of Rules and Regulations and the maintenance, repair and replacement of the common elements with funds as shall be made available by the Association for such purposes. The Association, its Directors and its officers shall, however, retain at all times the powers and duties granted by the Declaration and Chapter 718, Florida Statutes, including, but not limited to, the making of assessments, promulgation of Rules and Regulations and the execution of contracts on behalf of the Association.

11. Employ personnel for reasonable compensation to perform the services required for proper administration of the purposes of the Association.

12. Pay taxes and assessments which are liens against any part of the Condominium other than individual units and the appurtenances thereto, and to assess the same against the units and the appurtenances thereto, and to assess the same against the units as a common expense of the Condominium.

13. Pay the cost of all utility services rendered to the Condominium and not billed individually to owners of individual units.

14. Purchase one (1) or more units in the Condominium and to hold, lease, mortgage and convey such units.

15. Collect and remit assessments due from unit owners in the Condominium to the St. Tropez Community Association, Inc., in which Association the unit owners hold membership. Such assessments are those authorized by the Declaration of Covenants, Conditions and Restrictions recorded among the Public Records of Pinellas County, Florida.

ARTICLE III

MEMBERSHIP AND VOTING RIGHTS

The general members of the Association shall constitute all the record owners of the Condominium units of the Condominium. The voting members of the Association shall constitute only one (1) owner of each Condominium unit of the Condominium, who shall be designated as provided in the By-Laws of the Association. After receiving the approval of the Corporation, as required under the Declaration, change of membership in this Association shall be established by recording in the public records of Pinellas County, Florida, a deed or other instrument establishing record title to a Condominium unit and by delivering to the Association a certified copy of such instrument. Immediately upon such recordation and delivery, the owner designated by such instrument shall thereby become a general member of the Association and all membership of the prior owner of such Condominium shall be thereby terminated.

ARTICLE IV

DURATION

The existence of the Association shall be perpetual unless the Condominium is terminated pursuant to the provisions of its Declaration and, in the event of such termination, the Association shall be dissolved in accordance with law.

ARTICLE V

SUBSCRIBER

The name and residence of the subscriber of these Articles of Incorporation is:

Robert E. Floyd

12410 N. Dale Mabry, Suite 3
Tampa, Florida 33624

ARTICLE VI

OFFICERS

The affairs of the Association are to be administered under the direction of the Board of Directors by a President, a Vice President, a Secretary, a Treasurer and such other officers as the Board of Directors may, from time to time, deem necessary. Such officers shall be elected annually at the annual meeting of the members of the Association as provided in the By-Laws. The names of the persons who are to serve as the initial officers until their succession at the first annual meeting of the members are as follows:

Robert E. Floyd

as President

Larry Baldrige

as Vice President

Richard Brown

as Secretary/Treasurer

ARTICLE VII

DIRECTORS

The affairs of the Association shall be managed by a Board of Directors the members of which need not be members of the Association. The initial Board of Directors of the Association shall consist of three (3) members. The names and addresses of the persons who are to serve as the initial Directors of the Association until the first election of their successors as provided for in the By-Laws are as follows:

Robert E. Floyd

12410 N. Dale Mabry, Suite 3
Tampa, Florida 33624

Larry Baldrige

12410 N. Dale Mabry, Suite 3
Tampa, Florida 33624

Richard Brown

12410 N. Dale Mabry, Suite 3
Tampa, Florida 33624

ARTICLE VIII

BY-LAWS

The initial By-Laws of the Association shall be adopted by the original Board of Directors and thereafter the By-Laws of the Association shall be made, altered or rescinded by the members of the Association in the manner set forth in the By-Laws.

ARTICLE IX

INDEMNIFICATION

Every Director and every officer of the Association shall be indemnified by the Association to the fullest extent authorized or permitted under Florida law against all expenses and liabilities, including attorneys' fees, reasonably incurred by or imposed on such Director or officer in connection with any proceeding or settlement of any proceeding to which they may be a party or in which they may become involved by reason of their being or having been a Director or officer at the time such expenses are incurred.

ARTICLE X

ACTION WITHOUT A MEETING

Any action which may be taken at a meeting of the members of the Association may be taken without a meeting if a consent in writing is signed by the members that would be required to vote at a meeting to adopt such action and is filed in the minutes of the Association. Notice requirements applicable to meetings shall not apply to action taken without a meeting.

ARTICLE XI

AMENDMENT OF ARTICLES

A. These Articles of Incorporation may be amended, from time to time, as follows:

1. 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.
2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by not less than one-third (1/3) of the voting members of the Association.
3. Except as elsewhere provided, an amendment shall be adopted if approved either:
 - (a) by not less than two-thirds (2/3) of the entire membership of the Board of Directors and also by not less than fifty-one (51) percent of the votes of the voting members duly qualified to vote; or
 - (b) by not less than seventy-five (75) percent of the vote of the voting members duly qualified to vote, regardless of approval of the Board of Directors.

B. No amendment shall make any changes in the qualifications for membership nor the voting rights or property rights of members, without approval in writing by all members and the joinder of all record owners of mortgages upon units.

C. No amendment shall make any change in the rights of the Developer without the written approval of the Developer. No amendment shall be made that is in conflict with the Condominium Act or the Declaration.

D. No amendment shall be effective until a copy of such amendment shall have been certified by the Secretary of State of the State of Florida and thereafter shall have been recorded in the Public Records of Pinellas County, Florida.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, the undersigned subscriber has executed these Articles of Incorporation this 19th day of July, 1984.

Robert E. Floyd
Robert E. Floyd

STATE OF FLORIDA)
) SS
COUNTY OF Hillsborough)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized to take acknowledgements in the State and County aforesaid personally appeared ROBERT E. FLOYD, to me known to be the person described as the Subscriber in and who acknowledged before me that he subscribed to these Articles of Incorporation.

WITNESS MY hand and official seal in the County and State named above, this 19th day of July, 1984.

My Commission Expires:
Notary Public, State of Florida
Notary Public, State of Florida

Robert E. Floyd
NOTARY PUBLIC

SECRETARY OF STATE
JUL 19 1984

OFFICIAL COPY

REGISTERED AGENT CERTIFICATE

OF

ST. TROPEZ CONDOMINIUM IV ASSOCIATION, INC.

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

That the above-named corporation desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation and shown below has named the undersigned, ROBERT E. FLOYD, as its agent to accept service of process within this state at the address set forth below.

ST. TROPEZ CONDOMINIUM IV
ASSOCIATION, INC.

By *Robert E. Floyd*
President

SECRETARY OF STATE

JUL 20 1 13 PM '88

FILED

ACCEPTANCE:

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.

Robert E. Floyd
Robert E. Floyd

Registered Agent's Information:

12410 North Dale Mabry
Suite 3
Tampa, FL 33624

Principal office information:

12410 North Dale Mabry
Suite 3
Tampa, FL 33624

A tract of land lying in the Southeast 1/4 of Section 17, Township 28 South, Range 16 East, Clearwater, Pinellas County, Florida, and being more particularly described as follows:

Commence at the Northeast corner of the Southeast 1/4 of said Section 17; thence N 89° 50' 42" W along the East-West centerline of said Section 17, also being the centerline of CURLEW ROAD, for 1136.96 feet; thence S 00° 31' 50" E, for 55.00 feet, to a point on the southerly right-of-way line of CURLEW ROAD, being the POINT OF BEGINNING; thence S 00° 31' 50" E, for 831.19 feet, to a point on the North line of the Plat of COUNTRYSIDE TRACT 60, as recorded in Plat Book 80, pages 78 through 81, of the Public Records of Pinellas County, Florida; thence S 89° 28' 10" W along said North line, for 140.94 feet; thence, leaving said North line, N 00° 31' 50" W, for 146.00 feet to a point on a curve concave to the Southwest, thence westerly along the arc of said curve having a radius of 62.00 feet, a central angle of 50° 13' 00", an arc distance of 54.34 feet and a chord bearing N 65° 25' 20" W, for 52.62 feet; thence N 00° 31' 50" W, for 70.00 feet; thence N 48° 41' 52" W, for 39.15 feet; thence S 89° 28' 10" W, for 55.00 feet to a point on a curve concave to the East; thence northerly along the arc of said curve having a radius of 388.00 feet, a central angle of 05° 01' 14", an arc distance of 34.00 feet and a chord bearing N 03° 57' 57" E, for 33.99 feet; thence S 89° 28' 10" W, for 144.90 feet, to a point on the East line of COUNTRYSIDE BOULEVARD, a 100-foot right-of-way, as shown on the Plat of COUNTRYSIDE TRACT 57, as recorded in Plat Book 79, pages 10 and 11, of the Public Records of Pinellas County, Florida; thence N 00° 31' 50" W along said right-of-way line, for 512.52 feet, to a point of curvature of a curve concave to the Southeast; thence continue along said right-of-way line and the arc of said curve, having a radius of 25.00 feet and a central angle of 90° 41' 08", for 39.57 feet; thence N 00° 09' 18" E, for 5.00 feet, to a point on the southerly right-of-way line of CURLEW ROAD; thence along said southerly right-of-way line the following three (3) courses: (1) thence S 89° 50' 42" E, for 254.30 feet; (2) thence S 00° 09' 18" W, for 5.00 feet; (3) thence S 89° 50' 42" E, for 135.43 feet, to the POINT OF BEGINNING, and contains 6.32 acres, more or less.

SECRETARY OF STATE

JUL 20 1 13 PM '84

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St. Tropez Condo- Future
525-645.42