

FILED
APR 23 4 37 PM '74
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

RIVIERA 615 CONDOMINIUM, INC.

A FLORIDA CORPORATION, NOT FOR PROFIT

EXHIBIT "A"
DECLARATION OF CONDOMINIUM

2. The Association shall make no distributions of income to its members, directors, or officers.

ARTICLE III.

Powers

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

1. The Association shall have all of the common law and statutory powers of a corporation not for profit which are not in conflict with the terms of these Articles.

2. The Association shall have all of the powers and duties set forth in the Condominium Act except as limited by these Articles and the Declaration of Condominium, hereinafter called the Declaration, and all of the powers and duties reasonably necessary to operate the condominium as set forth in the Declaration and as it may be amended from time to time, including but not limited to the following:

(a) To make and collect assessments against members to defray the costs, expenses, and losses of the condominium.

(b) To use the proceeds of assessments in the exercise of its powers and duties.

(c) To maintain, repair, replace, and operate the condominium property.

(d) To purchase insurance upon the condominium property and insurance for the protection of the Association and its members.

(e) To reconstruct improvements after casualty and to further improve the property.

(f) To make and amend reasonable regulations respecting the use of the property in the condominium; provided, however, that all such regulations and amendments thereto shall be approved by not less than seventy-five percent (75%) of the entire membership

of the Board of Directors and by not less than seventy-five percent (75%) of the votes of the entire membership of the Association, or by not less than eighty percent (80%) of the votes of the entire membership of the Association before such shall become effective.

(g) To approve or disapprove the transfer, mortgage, and ownership of units as may be provided by the Declaration and the Bylaws.

(h) To enforce by legal means the provisions of the Condominium Act, the Declaration, these Articles, the Bylaws of the Association, and the regulations for the use of the condominium property.

(i) To contract for the management of the condominium and to delegate to such contractor all powers and duties of the Association except such as are specifically required by the Declaration to have approval of the Board of Directors or the membership of the Association.

(j) To contract for the management or operation of portions of the common elements susceptible to separate management or operation, and to lease such portions.

(k) To employ personnel to perform the services required for proper operation of the condominium.

3. The Association shall have the power to purchase a unit of the condominium. This provision shall not be changed without unanimous approval of the members.

4. All funds and the titles 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 Bylaws.

5. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration and the Bylaws.

ARTICLE IV

Members

1. The members of the Association shall consist of all of the record owners of units.

2. Change of membership in the Association shall be established by the recording in the public records of Escambia County, Florida, of a deed or other instrument establishing a record title to a unit in the condominium and the delivery to the Association of a certified copy of such instrument, the owner designated by such instrument thereby becoming a member of the Association. The membership of the prior owner shall be thereby terminated.

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 unit.

4. The members of the Association shall be entitled to at least one vote for each unit owned by them. The exact number of votes to be cast by owners of a unit and the manner of exercising voting rights shall be determined by the Bylaws of the Association.

ARTICLE V

Directors

1. The affairs of the Association will be managed by a Board consisting of the number of directors as shall be determined by the Bylaws, but not less than three directors, and in the absence of such determination shall consist of three directors.

2. Directors of the Association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the Bylaws.

3. The first election of directors shall not be held until after all of the units of the condominium have been sold by the developer of the condominium, or until after the 15th day of January, 1977, or until such developer elects to terminate its control of the condominium, whichever shall first occur. The directors herein named shall serve until the first election of directors, and any vacancies in their number occurring before the first election shall be filled by the remaining directors.

4. The names and addresses of the members of the first Board of Directors who shall hold office until their successors are elected and have qualified, or until removed, are as follows:

Raymond C. Dyson
205 Laura Lane
Gulf Breeze, Florida

John C. Pace, Jr.
825 Bayshore Drive
Pensacola, Florida

Wright Moulton
Moulton Bldg, Box 12524
Pensacola, Florida

Francis W. Taylor
825 Bayshore Drive
Pensacola, Florida

Dr. William C. White
825 Bayshore Drive
Pensacola, Florida

John G. McCarron
62 Starlake Drive
Pensacola, Florida

John L. Snow
2811 North 19th Avenue
Pensacola, Florida

ARTICLE VI

Officers

The affairs of the Association shall be administered by officers elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association, which officers shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

President:

Raymond C. Dyson
205 Laura Lane
Gulf Breeze, Florida

Vice President and
Assistant Secretary:

John C. Pace, Jr.
825 Bayshore Drive
Pensacola, Florida

Secretary-Treasurer:

Wright Moulton
Moulton Bldg, Box 12524
Pensacola, Florida

ARTICLE VII

Indemnification

Every director 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 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, or any settlement thereof, whether or not he is a director or officer at the time such expenses 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; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as 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.

ARTICLE VIII

Bylaws

The first Bylaws of the Association shall be adopted by the Board of Directors, and may be altered, amended, or rescinded in the manner provided by the Bylaws.

ARTICLE IX

Amendments

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

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 approving a proposed amendment may be proposed by either the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the Secretary at or prior to the meeting.

3. Approval of an amendment must be by not less than seventy-five percent (75%) of the entire membership of the Board of Directors and by not less than seventy-five percent (75%) of the

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 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, or any settlement thereof, whether or not he is a director or officer at the time such expenses 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; provided that in the event of a settlement the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as 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.

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State of Florida
County of Duval

706 PAGE 772

Before me, the undersigned authority personally appeared Raymond Dyson, John C. Pace, Jr. and Wright Moulton, known to me and known to me to be the persons described as subscribers under Article XI of these Articles of Incorporation, and who being duly sworn upon oath depose, acknowledge, and say that the things contained herein are true, correct and made in good faith.

Sworn to and subscribed before me this 18th day of April, 1974.

[Signature]
Notary Public
My Commission Expires: 22 Sep 1975