MAY 0 8 2017

FLORIDA DEPARTMENT OF STATE
Division of Corporations

April 26, 2017

HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC.
C/O SUNSTATE MANAGEMENT GROUP
PO BOX 18809
SARASOTA, FL 34276

Pursuant to your recent inquiry, we are enclosing the certification you requested.

Should you have any questions regarding this matter you may contact our office at (850) 245-6934.

STANTON H ROBERTS
Certification Section

Letter No. 917A00008164

State of Florida

Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, filed on May 14, 1987, as shown by the records of this office.

The document number of this corporation is N20649.

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Twenty-sixth day of April, 2017

Ken Detzner
Secretary of State

CR2EO22 (1-11)

ARTICLES OF INCORPORATION
OF
HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC.
(A Not For Profit Corporation)

THE UNDERSIGNED HEREBY ASSOCIATE THEMSELVES FOR THE PURPOSE OF FORMING A CORPORATION NOT FOR PROFIT UNDER AND PURSUANT TO CHAPTER 617, FLORIDA STATUTES, 1986, AS AMENDED, AND DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE 1
NAME

The name of this corporation shall be HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC. For convenience, the corporation shall be herein referred to as the "Association".

ARTICLE 2
PURPOSE

The purpose of the Association shall be the "Association" as said term is defined in the Florida Condominium Act, Florida Statutes, Chapter 718 (the "Condominium Act"), for Hideaway Bay Beach Club, a Condominium, which condominium shall be created by the recordation by Radnor/Casparilla Corporation, a Delaware Corporation ("Developer") of a certain "Declaration of Condominium"), and as such the Asociation shall operate the Condominium and perform all of the functions assigned to the Association by the Condominium Act and the Declaration of Condominium.

ARTICLE 3
POWERS AND DUTIES

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 not inconsistent with the Condominium Act, Chapter 718, Florida Statutes (1986), as amended.

2. The Association shall have all of the powers and duties set forth in the Declaration of Condominium and Articles of Incorporation not inconsistant with the Condominium Act and all of the powers and duties reasonably necessary to operate the Condominium pursuant to 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 as Unit Owners to defray costs, expenses and losses of the Condominium, provided however, the Association shall not charge any fee against a Unit Owner for the use of common elements or Association property unless such use in the subject of a lease be tween the Association and the Unit Owner.

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

c. The maintenance, repair, replacement and operation of the Condominium Property.

d. The purchase of insurance upon the Condominium Property and insurance for the protection of the Association and its members as Unit Owners, as provided in Chapter 718.111(11), Florida Statutes (1986), as amended.

e. The construction of improvements after casualty and the improvement of the property.

f. To make and amend reasonable regulations respecting the use of the property in the Condominium, provided, however, that all such amendments to these Articles shall be approved by not less than fifty percent (50%) 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 and leasing for longer than thirty (30) days of Units

as may be provided by the Declaration of Condominium and the Bylaws.

h. To enforce by legal means the provisions of the Condominium Act, the Declaration of Condominium, these Articles, the Bylaws of the Association and the Regulations for the use of the property in the Condominium.

i. To contract for the management of the Condominium wherein said manager is to assist the Board in the management of the Condominium where such assistance does not contravene the Declaration of Condominium, the Condominium Act and the Florida General Corporation Act.

j. To contract for the management or operation of portions of the common elements susceptible to separate management or operation.

k. To employ personnel to perform the services required for the proper operation of the Condominium.

3. The Association has the power to acquire title to property and otherwise hold property for the use and benefit of its members.

4. All funds and the titles of all properties acquired by the Association and their proceeds shall be held in trust for the members in accordance with the provisions of the Declaration of Condominium 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 of Condominium and the Bylaws.

6. The Association shall have the duty to maintain official records as set forth in Chapter 718(111)(12), Florida Statutes (1986), as amended.

ARTICLE 4
MEMBERS

1. The members of the Association shall consist of all of the record Owners of a present vested interest in an Unit 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.

2. After receiving approval of the Association as required by the Declaration of Condominium, change of membership in the Association shall be established by recording in the Public Records of Charlotte County, Florida, a deed or other instrument establishing a record title to an Unit in the Condominium and the delivery to the Association of a certified copy of such instrument. The owner designated by such instrument thus becomes a member of the Association and the membership of the prior owner is 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. Owners of each Unit shall collectively be entitled to one (1) voting interest. If a Unit is owned by more than one person, then the person entitled to cast such vote shall be determined as follows:

A statement must be filed with the secretary of the Corporation, in writing, signed under oath by members with a present interest in an Unit and shall state:

a. The respective percentage interest of every person (as recorded in the Public Records of Charlotte County, Florida) owning a vested present interest in the fee title of the Unit in which the affiant owns an interest.

b. Which one of the Owners of an Unit in which the affiant owns a voting interest is to represent all of the Owners of that Unit at membership meetings and cast the vote to which they are entitled. The person so designated by the person owning the majority present interest in an Unit shall be known as the Voting Member and shall be the only member owning a voting interest in that Unit eligible to cast the vote for said Unit at membership meetings. The person designated as the Voting Member may continue to cast the binding vote for all members owning a

voting interest in the Unit in which he owns an interest until such time as another person is properly designated as the Voting Member by those members owning the majority present interest by a similar written statement filed with the secretary.

ARTICLE 5
DIRECTORS

1. The affairs of the Association shall be managed by a Board consisting of the number of Directors determined by the Bylaws, but not less than three (3) Directors, and in the absence of such determination, shall consist of three (3) Directors. Only the initial Directors need not be members of the Association, provided, however, that after turnover, non-members may serve as Directors by amending Bylaws to allow a non-member to serve as a Director. Directors shall be elected annually by the members at a meeting to be held the second Tuesday in March of each year as provided in the Bylaws.

2. 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 unless removed for cause, are as follows:

NAME	ADDRESS
RUSSELL A. CURRIN, JR.	P.O. Box 910 Sarasota, Florida 33578
PETER W. ODELL	4260 Placida Road #15B Grove City, Florida 33533
H. R. FOXWORTHY	2180 Cornell Street Sarasota, Florida 33578

ARTICLE 6
OFFICERS

The affairs of the Association shall be administered by the Officers designated by the Bylaws. The Officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and 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:

OFFICERS	TITLE	ADDRESS
RUSSELL A. CURRIN, JR.	PRESIDENT	P.O. Box 910 Sarasota, FL 33578
PETER ODELL	VICE-PRESIDENT	4260 Placida Road Grove City, FL 33533
H. R. FOXWORTHY	SECRETARY/ TREASURER	2180 Cornell Street Sarasota, FL 33578

ARTICLE 7
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, 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 misfeasance or malfeasance in the performance of his duties; provided that in the event of settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement

as being for the best interest 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 8
BYLAWS

The first Bylaws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded by affirmative vote of not less than 60% of Board of Directors and by affirmative vote of not less than 60% of the voting interests, or as otherwise provided by the Bylaws.

ARTICLE 9
AMENDMENTS

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

1. Written notice of the subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is to be considered and such notice shall be delivered to each member at least fourteen (14) days prior to the meeting.

2. A resolution for the adoption of a proposed amendment may be proposed either by the Board of Directors or by the members of the Association. Directors shall be permitted to vote only if present at the meeting at which an amendment is considered, and members may vote at metings either in person or by proxy.

a. Such approvals must be by not less than two thirds of the entire membership of the Board of Directors and by not less than fifty-one percent (51%) of the votes of the entire membership of the Association; or

b. By not less than two thirds of the votes of the entire membership of the Association.

3. Provided, however, that no amendment shall make any changes in the qualifications for membership nor the voting interests of members, or any change in Section 3.3 of Article 3, without approval in writing by all members and the joinder of all record owners of mortgages upon the Condominium. No amendment shall be made that is in conflict with the Condominium Act or the Declaration of Condominium. This provision shall not prevent amendments to the Declaration of Condominium in the manner provided therein. Notwithstanding the foregoing, until turnover of control of the Condominium Association, the Board of Directors shall have the sole right to amend the Articles of Incorporation by two-thirds vote. An amendment shall not affect the Developer prior to turnover of Association control without Developer's written consent.

4. A copy of each amendment shall be certified by the Secretary of State and shall be recorded in the Public Records of Charlotte County, Florida.

ARTICLE 10
TERM

The term of the Association shall be perpetual.

ARTICLE 11
SUBSCRIBERS

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

NAME	ADDRESS
RUSSELL A. CURRIN, JR.	P.O. Box 910 Sarasota, Florida 33578
PETER W. ODELL	4260 Placida Road #15B Grove City, Florida 33533
H. R. FOXWORTHY	2180 Cornell Street Sarasota, Florida 33578

ARTICLE 12
REGISTERED AGENT

ROBERT C. SIFRIT, a resident of Charlotte County Florida, whose post office address is 2315 Aaron Street, Port Charlotte, Florida, 33952, is hereby designated as resident agent.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Port Charlotte, Florida, this 13 day of May, 1987.

RUSSELL A. CURRIN, JR.

PETER W. ODELL

H. R. FOXWORTHY

STATE OF FLORIDA
COUNTY OF Charlotte

BEFORE ME the undersigned authority, personally appeared **RUSSELL A. CURRIN, JR.**, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC., and he acknowledged before me that he executed the same freely and voluntarily for the uses and purpc s therein set forth.

WITNESS my hand and official seal at P. Charlotte, this 13 day of May, 1987.

Notary Public-State of Florida

My Commission Expires: 12-29-90

(Affix Seal)

STATE OF FLORIDA
COUNTY OF Charlotte

BEFORE ME the undersigned authority, personally appeared **PETER W. ODELL**, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC., and he acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth.

WITNESS my hand and official seal at Pt. Charlotte, this 13 day of May, 1987.

Paula Jean Vachon
Notary Public-State of Florida

My Commission Expires: 12-29-90

(AFFIX SEAL)

FILED

STATE OF FLORIDA
COUNTY OF Charlotte

BEFORE ME the undersigned authority, personally appeared **H. R. FOXWORTHY**, to me well known and known to me to be the person who executed the foregoing Articles of Incorporation of HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC., and he acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth.

WITNESS my hand and official seal at Pt. Charlotte, this 13 day of May, 1987.

Paula Jean Vachon
Notary Public-State of Florida

My Commission Expires: 12-29-90

(Affix Seal)

ACCEPTANCE

I, **ROBERT C. SIFRIT**, of 2315 Aaron Street, Florida, a resident of Charlotte County, Florida, hereby accept the foregoing designation as resident agent of HIDEAWAY BAY BEACH CLUB CONDOMINIUM ASSOCIATION, INC.

Witness my hand and official seal this 13 day of, May, 1987.

Robert C. Sifrit
ROBERT C. SIFRIT, Registered Agent