

EXHIBIT C

ARTICLES OF INCORPORATION  
OF  
SHORE MARINER CONDOMINIUM ASSOCIATION, INC.  
A Florida Corporation Not for Profit

THE UNDERSIGNED hereby associate themselves together for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, 1971, and certify as follows:

ARTICLE 1

NAME:

The name of the Corporation shall be SHORE MARINER CONDOMINIUM ASSOCIATION INC. and the principal office of this Corporation shall be 18304 Gulf Boulevard, Redington Shores, Florida. For convenience this Corporation shall be referred to as the Association. Joe Nangle, at the above address, is hereby designated as the resident agent.

ARTICLE II

PURPOSES:

The purpose for which the Association is organized is as follows:

1. A condominium known as SHORE MARINER, a condominium, is being constructed upon the following lands in Pinellas County, Florida; said lands being described more fully in the Declaration of Condominium as recorded in the Public Records of Pinellas County, Florida.
2. The documents creating the condominium provide for the ownership operation, management, maintenance and use of one hundred and twenty-one (121) apartments within the property, together with certain other improvements. This Association is organized for the purpose of providing a convenient means of administering the condominium by the owners hereof.
3. The Association shall make no distribution of income to its members, Directors or Officers.

ARTICLE III

POWERS:

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 reasonably necessary to implement the purpose of the Association, including but not limited to the following:
  - A. To make and collect assessments against members to defray the costs of the condominium.

- 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 reconstruction of improvements after casualty and the further improvements to the property.
  - E. To make and amend regulations respecting the use of the property in the condominium.
  - F. To approve or disapprove proposed purchasers, lessees, and mortgagees of apartments.
  - G. To enforce by legal means the provisions of the Condominium Documents these Articles, the By-Laws of the Association and the Rules and Regulations for the use of the property in the Condominium.
  - H. 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 Condominium Documents to have approval of the Board of Directors or the members of the Association.
3. All funds and the titles to all property acquired by the Association and the proceeds thereof shall be held only for the benefit of the members in accordance with the provisions of the Condominium Documents.
  4. The powers of the Association shall be subject to and shall be exercised in accordance with the provisions of the Declaration of Condominium which govern the use of the property.

#### ARTICLE IV

##### MEMBERS:

The qualifications of members, the manner of their admission, and voting by members shall be as follows:

1. All owners of apartments in the condominium shall be members of the Association, and no other persons or entities shall be entitled to membership. Each apartment shall be entitled to one vote.
2. Membership in the Association shall be established by the recording in the Public Records of Pinellas County, Florida, of a deed or other instrument establishing a change of record title to an apartment in the condominium and the delivery to the Association of a certified copy of such instrument, the new owners 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 the apartment in the condominium.

#### ARTICLE V

1. The affairs of the Association will be managed by a Board of not less than three (3) nor more than nine (9) Directors as shall be determined by the By-Laws, and in the absence of such determination shall consist of three (3) Directors.

2. Directors of the Association shall be appointed or elected at the Annual Meeting of the members in the manner determined by the By-Laws except that for so long as SHORE MARINER LTD., a Florida Limited Partnership, or its successors, is the owner of one (1) or more apartments, it shall have the right to elect a majority of the Directors, who need not be residents of the condominium. At a time when the Developer is no longer the owner of one (1) or more apartments, those Directors of said Developer shall resign so as to comply with this Paragraph, and their successors shall be appointed by the remaining Directors so as to complete the unexpired terms of those resigning. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws. In no event shall the Developer select a majority of the Board of Directors for a period of longer than two (2) years from date of Certificate of Occupancy.

#### 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:

<u>NAME</u>	<u>ADDRESS</u>
W. J. WHITE, JR. President	17580 Gulf Boulevard, Redington Shores, Florida
ESTHER G. WHITE Secretary	17580 Gulf Boulevard, Redington Shores, Florida
JOE NANGLE Vice President	17580 Gulf Boulevard, Redington Shores, 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 has approved 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.

ARTICLE VIII

BY-LAWS:

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

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, and after being proposed and approved by one of such bodies, it must be approved by the other. Such approvals must be by not less than seventy-five (75%) percent of all the Directors and by not less than seventy-five (75%) percent of all the members of the Association. Directors and the members not present at the meeting considering the amendment may express their approval in writing within ten (10) days after such meeting, and said amendment shall be effective when recorded in the Public Records of Pinellas County, Florida.

ARTICLE X

TERM:

The term of the Association shall be the life of the condominium, unless the Association is terminated sooner in accordance with the Declaration. The Association shall be terminated by the termination of the condominium in accordance with the provisions of the Condominium Documents.

ARTICLE XI

SUBSCRIBERS:

The names and residences of the subscribers to these Articles of Incorporation who shall also constitute the first Board of Directors to hold office until successors are elected and have qualified are as follows:

NAME

ADDRESS

W. J. WHITE, JR.  
ESTHER G. WHITE  
JOE NANGLE

17580 Gulf Boulevard, Redington Shores, Florida  
17580 Gulf Boulevard, Redington Shores, Florida  
17580 Gulf Boulevard, Redington Shores, Florida

IN WITNESS WHEREOF, the subscribers have hereto affixed their signatures this  
day of \_\_\_\_\_, 1973.

\_\_\_\_\_  
W. J. WHITE, JR.

\_\_\_\_\_  
ESTHER G. WHITE

\_\_\_\_\_  
JOE NANGLE

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared W. J. WHITE, JR.,  
ESTHER G. WHITE and JOE NANGLE, who after being sworn by me on oath, acknowledged  
that they executed the foregoing Articles of Incorporation for the purposes therein  
expressed.

SWORN TO AND SUBSCRIBED before me at Largo, Florida, this \_\_\_\_\_  
day of \_\_\_\_\_, 1973.

\_\_\_\_\_  
NOTARY PUBLIC

MY COMMISSION EXPIRES:

ACCEPTANCE OF RESIDENT AGENT

I, the undersigned, do hereby accept the designation as Resident Agent for  
the corporation.

\_\_\_\_\_  
JOE NANGLE