

EXHIBIT F

**ARTICLES OF INCORPORATION OF
OCEANIA CONDOMINIUM ASSOCIATION
OF JACKSONVILLE BEACH, INC.**

The undersigned, for the purpose of forming a corporation not for profit under the laws of Florida, adopts the following Articles of Incorporation.

ARTICLE I

NAME AND ADDRESS

Section 1.1 **Name.** The name of the corporation is Oceania Condominium Association of Jacksonville Beach, Inc.

Section 1.2 **Address.** The street address of the initial principal office of the corporation is 4347-10 University Boulevard South, Jacksonville, Florida 32216.

ARTICLE II

PURPOSE; DURATION

Section 2.1 **Purpose.** The purpose of this corporation is to operate the residential condominium known as Oceania Condominium of Jacksonville Beach (the "Condominium") located at Jacksonville Beach, Duval County, Florida, in accordance with the Declaration of Condominium of Oceania Condominium of Jacksonville Beach (the "Declaration," which shall include the original recorded Declaration and all modifications or supplements thereto), the Florida Condominium Act (Chapter 718, Florida Statutes and any successor or replacement thereof, however numbered or named) and the various administrative rules and court decisions implementing or interpreting that Act which are in force as of the date of the event or occurrence that gives rise to their application (which rules and decisions, along with the Condominium Act itself, are collectively referred to herein as the "Condominium Laws"). To the extent these Articles of Incorporation conflict with or are silent on a point covered by the Declaration or the Condominium Laws, the terms of the Condominium Laws and then the Declaration (in that order of priority) shall control.

Section 2.2 **Duration.** This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are filed by the Department of State of Florida.

ARTICLE III

MEMBERSHIP

Section 3.1 **Qualification of Members.** The members (or "owners") of this corporation shall be the owners of the residential units (the "Units") in the Condominium, with one membership interest for every Unit owned.

Section 3.2 **Restrictions on Transfer of Membership.** The ownership of each member's interest in this corporation shall pass with title to the Unit to which it relates, and may not be separately transferred or encumbered. There are substantial restrictions on the sale or transfer of the Units contained in the Declaration, to which reference is made for a complete statement of those restrictions.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

Section 4.1 **Name and Address.** The street address of the initial registered office of this corporation is 4347-4 University Boulevard South, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is Robert A. Heekin.

Section 4.2 **Acceptance by Registered Agent.** By executing these Articles, the registered agent hereby accepts his appointment and agrees to act in this capacity and to comply with the provisions of the Florida Statutes governing same.

ARTICLE V

DIRECTORS AND OFFICERS

Section 5.1 **Number of Directors.** This corporation shall have three (3) directors initially. Once the developer of the Condominium has transferred control of the corporation to the Unit owners other than the developer, the number of directors may be increased or decreased by the owners, subject to any restrictions contained in Chapter 617, Florida Statutes or the Condominium Laws. The directors shall be elected as provided in the bylaws of this corporation.

Section 5.2 **Initial Directors.** The names and street addresses of the initial directors of the corporation are:

<u>Name</u>	<u>Address</u>
Anthony T. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216
Richard R. McAlpin	127 South Alcaniz Street Pensacola, Florida 32501
Peter D. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216

Section 5.3 **Compensation.** Unless expressly provided by majority vote of the owners of this corporation, neither the board of directors nor the officers of the corporation shall receive any compensation for their services as such.

Section 5.4 **Indemnification.** The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

ARTICLE VI

BYLAWS

Section 6.1 **Bylaws.** The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the owners or the board of directors as specified in the Declaration or the Condominium Laws, but the board of directors shall not alter, amend or repeal any bylaw adopted by the owners if the owners specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

ARTICLE VII

INCORPORATOR

Section 7.1 **Name and Address.** The name and street address of the incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Robert A. Heekin	4347-4 University Boulevard South Jacksonville, Florida 32216

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as the incorporator and initial registered agent of the corporation this 25th day of June, 1999.

Robert A. Heekin

 Robert A. Heekin
 Incorporator / registered Agent

JUN 28 PM 4:49
 TALLAHASSEE, FLORIDA
 FILED