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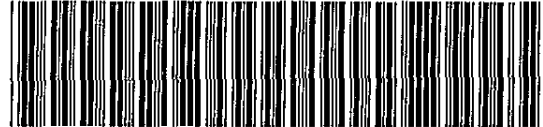
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STATE
TALLAHASSEE, FLORIDA

FRANKLIN H. WATSON, P.A.

ATTORNEY AT LAW

ADMITTED IN
FLORIDA & ALABAMA

5365 E. COUNTY HIGHWAY 30-A, SUITE 105
SEAGROVE BEACH, FL 32459

PH: (850) 231-3465
FAX: (850) 231-3475

October 30, 2003

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**SUBJECT: ARTICLES OF INCORPORATION FOR: GRAYTON BAYOU OWNERS
ASSOCIATION, INC.
OUR FILE NUMBER L03-224**

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75, Filing Fee and Certificate.

If you have any questions or concerns regarding the enclosed, please do not hesitate to contact Linda Van Tassel at 850-231-3465 (ext.15).

FROM: FRANKLIN H. WATSON, P.A.
5365 E. Highway 30-A, Suite 105
Seagrove Beach, FL 32459
Phone: 850-231-3465

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SECRETARY OF S
TALLAHASSEE, FL 32301

**ARTICLES OF INCORPORATION
OF
GRAYTON BAYOU OWNERS ASSOCIATION, INC.**

The undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida, and adopt the following articles of incorporation:

**ARTICLE I
NAME**

The name of this corporation is **Grayton Bayou Owners Association, Inc.** For convenience, the corporation shall be referred to in this instrument as the "association," these articles of incorporation as the "articles," and the bylaws of the association as the "bylaws."

**ARTICLE II
TERM OF EXISTENCE**

The association shall have perpetual existence.

**ARTICLE III
CORPORATE PURPOSE**

This association is organized for the purpose of providing an entity under the Florida Statute 617.301-617.312 ("the Statute") for the operation of an Owners' Association located in Walton County, Florida.

**ARTICLE IV
PRINCIPAL OFFICE/MAILING ADDRESS**

The street address and mailing address of the initial principal office of the corporation is: 4460 Legendary Drive, Suite 100, Destin, Florida 32541.

**ARTICLE V
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of the initial registered agent and the street address of the initial registered office of this corporation are:

**Franklin H. Watson
Franklin H. Watson, P.A.
5365 E. Co. Hwy 30-A, Suite 105
Seagrove Beach, Florida 32459**

**ARTICLE VI
FIRST BOARD OF DIRECTORS**

The number of persons constituting the first board of directors shall be three (3) and their names, addresses and any offices held are as follows:

Lee McCullar
4077 Drifting Sand Trail
Destin, FL 32541

Andrea McCullar
4077 Drifting Sand Trail
Destin, FL 32541

Harvey Webster
4077 Drifting Sand Trail
Destin, FL 32541

**ARTICLE VII
MEMBERS**

The qualification of members and the manner of their admission shall be as regulated by the bylaws.

**ARTICLE VIII
INCORPORATORS**

The name and address of the incorporator signing these Articles of Incorporation is:

FRANKLIN H. WATSON, P.A.
5365 E. HIGHWAY 30-A, SUITE 105
SEAGROVE BEACH, FLORIDA 32459

**ARTICLE IX
BYLAWS**

The corporation shall be governed by Bylaws.

**ARTICLE X
STORMWATER MANAGEMENT AND DISCHARGE FACILITY**

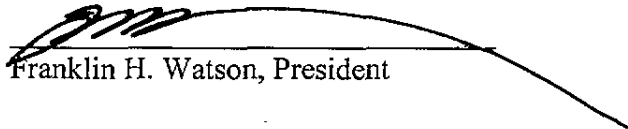
The Association shall operate and maintain a stormwater management system and stormwater discharge facility as exempted or permitted by Walton County and the State of Florida. The Association shall establish rules and regulations, assess members, and contract for services to provide the services for operation and maintenance. Said operation of the stormwater management system and discharge facility shall be as follows:

Each lot shall be a part of the storm water management system, which requires storm water retention facilities and retention areas to be maintained by the Association, and operated in accordance with the agreements and regulations of Walton County and the State of Florida;

There shall be assessed by the Association, on each lot owner, a pro-rated and monthly basis assessment in the amount required to maintain, repair, and meet the expenses and costs of the storm water retention facilities, including but not limited to, the expenses of repair, maintenance, and when necessary, the replacement of the drainage system, and storm water system.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledge we are filing the foregoing Articles of Incorporation under the laws of the State of Florida this 30th day of October 2003,

FRANKLIN H. WATSON, P.A.


Franklin H. Watson, President

STATE OF FLORIDA
COUNTY OF WALTON

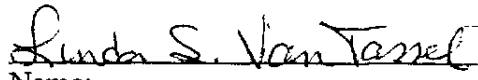
The foregoing instrument was acknowledged before me this 30th day of October 2003, by Franklin H. Watson, as President of Franklin H. Watson, P.A., who is personally known to me.

WITNESS my hand and seal this 30th day of October, 2003.

Affix Seal



Linda S Van Tassel
My Commission DD141074
Expires August 12, 2006


Name: _____

Notary Public

My commission expires:

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**CERTIFICATE DESIGNATING PRINCIPAL OFFICE
OF DOMICILE FOR THE SERVICE OF PROCESS
WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Section 617.0501, Florida Statutes, the following is submitted:

FIRST -- That **Grayton Bayou Owners Association, Inc.** with its principal place of business at 4460 Legendary Drive, Suite 100, Destin, Florida 32541 has named **Franklin H. Watson, P.A.**, located at 5365 E. Co. Hwy 30A, Suite 105, Seagrove Beach, FL 32459, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501 Florida Statutes.

Date: 10-30-03

Franklin H. Watson, P.A.


Franklin H. Watson, President