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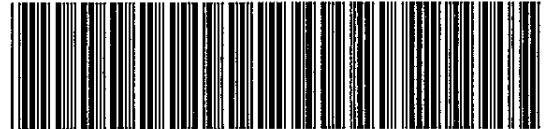
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05 APR 12 AM 11:01
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05 APR 12 AM 10:48
TALLAHASSEE, FLORIDA
CLERK OF SUPERIOR COURT
JENNIFER L. HARRIS

D. WHITE APR 12 2005

H. PALMER PROCTOR
Ausley & McMullen

Requestor's Name

227 S. Calhoun Street

Address

Tallahassee, FL 32301

425-5466

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PICKETT'S LANDING HOMEOWNER'S
ASSOCIATION, INC.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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Certificate of Status

	NEW FILINGS
	Profit
X	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials

This instrument prepared by:
H. Palmer Proctor, Esq.
Ausley & McMullen, P.A.
P. O. Box 391
Tallahassee, FL 32302

FILED
05 APR 12 AM 11:01
TALLAHASSEE, FLORIDA.

**ARTICLES OF INCORPORATION
PICKETT'S LANDING HOMEOWNER'S ASSOCIATION, INC.
A NON-PROFIT CORPORATION**

The undersigned subscriber files these Articles of Incorporation to form a corporation not for profit under the laws of the State of Florida and certify as follows:

ARTICLE 1

The name of the corporation shall be PICKETT'S LANDING HOMEOWNER'S ASSOCIATION, INC. (the "Association").

ARTICLE 2

DEFINITIONS

As used herein the following words and phrases shall have the definitions set forth below:

- A. "Association" shall mean and refer to the PICKETT'S LANDING HOMEOWNER'S ASSOCIATION, INC., its successors and assigns.
- B. "Bylaws" shall mean the bylaws of the Association, as the same may be lawfully amended from time to time, which serve as the code of regulations of the Association.
- C. "Declarants" shall mean and refer to Daniel M. Ausley and Mary K. Ausley.
- D. "Declaration" shall mean and refer to the DECLARATION OF COVENANTS, RESTRICTIONS, EASEMENTS, AND PARTY WALL AGREEMENT FOR THE TOWNHOMES AT PICKETT'S LANDING and any amendments thereafter made in accordance with the provisions thereof, recorded in the Public Records of Franklin County, Florida.
- E. "Definitions of Words" with initial capital letters which are also defined in the Declaration shall have the same meaning herein as used and defined in the Declaration.
- F. "Unit" means any one of the thirty-six (36) residential Units depicted on the recorded Plat of the Subdivision.
- G. "Owner" shall mean and refer to the record title owner of the Unit.
- H. "Subdivision" means PICKETT'S LANDING, a subdivision in Carrabelle, Franklin County, Florida, as per a map or plat thereof recorded in Plat Book 9, at Page 7, Public Records of Franklin County, Florida.

ARTICLE 3

PURPOSES AND POWERS

- A. The purposes for which the Association is organized are:

1. To promote the health, safety and social welfare of the Owners of Units in the Subdivision.

2. To provide an entity to perform the duties and obligations as provided for the Declaration on behalf of the Members of the Association.

B. Except as limited by these Articles of Incorporation and the Bylaws of the Association, the Association shall have all the powers granted by Florida Law and those powers reasonably necessary to perform all the acts required to be performed by the Association under the Declaration, including but not limited to the following:

1. To make and collect assessments against Unit Owners pursuant to the Declaration to defray the cost and expenses in carrying out the duties to be performed by the Association under the Declaration.

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

3. The maintenance, repair, replacement and making improvements and/or additions to the Common Area and Common Property owned by the Association.

4. The purchase of liability insurance concerning the Common Property of the Association for the protection of the Association and its members, and policies of insurance for directors and officers insuring them against personal liability arising out of the performance of their duties, and such other insurance as may be deemed necessary in the opinion of the board of Directors of the Association.

5. To make reasonable rules and regulations concerning the Subdivision, including the use and enjoyment of the Common Property.

6. To take all necessary action to properly enforce the provisions of the Declaration and to commence and maintain actions to restrain and enjoin any breach or threatened breach of any provisions of the Declaration.

7. To delegate to a manager contracted for such purposes all of the duties of the Association except where the Board of Directors of the Association are required by the Declaration, the Articles of Incorporation or Bylaws to approve any action.

8. To employ personnel to perform the services required to carry out the duties of the Association.

ARTICLE 4

MEMBERSHIP AND VOTING RIGHTS

A. Members. The Association shall have one class of Members. Members shall be those record Owners of fee simple title to a Unit, including the Declarants, or who received such title from Declarants or who obtained fee simple title from another Owner.

B. Votes. A Member shall be entitled to one (1) vote for each Unit owned by such Member.

ARTICLE 5

TERM

This Corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions of the laws of the State of Florida.

ARTICLE 6

OFFICERS

A. Offices. The Officers of the Corporation shall consist of a President, Vice-President, Secretary, Treasurer and such other officers as the Board may from time to time by resolution create. A person may hold more than one office, but the President may not also act as Secretary or Assistant Secretary.

B. Initial Officers. The names of the officers who are to serve until the first election are:

<u>Name</u>	<u>Office</u>	<u>Address</u>
Daniel M. Ausley	President	1410 Betton Road Tallahassee, FL 32308
Mary K. Ausley	Secretary-Treasurer	1410 Betton Road Tallahassee, FL 32308
DuBose Ausley	Vice President	P. O. Box 391 Tallahassee, FL 32302

C. Elections and Holding Office. Officers of the Corporation shall be elected at each annual meeting of the Board of Directors and shall hold office at the pleasure of the Board. Any officer may be removed at any meeting by the affirmative vote of the majority of the members of the Board either with or without cause, and any vacancy in any office may be filled by the Board at any Board meeting.

ARTICLE 7

BOARD OF DIRECTORS

A. Number. The affairs of this Corporation will be managed by a Board of Directors consisting of not less than three (3) directors nor more than seven (7) directors.

B. Directors. The Directors qualification, election, and removal and the method of filling vacancies on the Board of Directors shall be as provided for in the Declaration and/or the Bylaws.

C. First Board. The names and addresses of Members of the first Board of Directors are as follows:

<u>Name</u>	<u>Address</u>
Daniel M. Ausley	1410 Betton Road Tallahassee, FL 32308

Mary K. Ausley

1410 Betton Road
Tallahassee, FL 32308

DuBose Ausley

P. O. Box 391
Tallahassee, FL 32302

D. First Board Powers. Unless they sooner resign, the first Board of Directors shall serve until the Declarants have sold twenty-seven (27) Units in the Subdivision, at which time the Declarants will appoint five (5) Directors (which may include one or both of the Declarants) who will serve until their successors are elected in accordance with the Declaration.

ARTICLE 8

REGISTERED OFFICE

The street address of the Corporation's initial registered office is 1410 Betton Road, Tallahassee, FL 32308, and the name of its initial registered agent is Daniel M. Ausley.
Principal address same as registered office address.

ARTICLE 9

MISCELLANEOUS PROVISIONS

A. Indemnification. This Corporation shall indemnify any and all of its directors and officers to the full extent permitted by Section 607.0850 of the Florida Statutes as now written or as may hereafter be amended, which Statute is incorporated herein by reference.

B. Interested Party Transactions. No contract or transaction between the Association and one or more of its directors or officers, or between the Association and any other corporation, partnership, association, or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the Board or Committee thereof which authorized the contract or transaction, or solely because his or their presence was counted in determining a quorum, or his or their votes are counted for such purpose. No director or officer of this Corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction

ARTICLE 10

AMENDMENTS

The Association may amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto if any such amendment receives an affirmative vote of at least twenty-four (24) of the votes entitled to be cast by the Membership and provided that no amendment shall conflict with any provision of the Declaration.

ARTICLE 11

SUBSCRIBERS

The name and address of the Incorporator of the Association is Daniel M. Ausley, 1410 Betton Road, Tallahassee, FL 32308.

ARTICLE 12

APPOINTMENT OF AGENTS FOR SERVICE OF PROCESS

FILED

05 APR 12 AM 11:01

Pursuant to Section 48.091 and 607.0501, Florida Statutes, Daniel M. Ausley, whose business address is 1410 Betton Road, Tallahassee, Florida 32308, is appointed agent for service of process upon the Association.

SUBSCRIBING SIGNATURE

IN WITNESS WHEREOF, the subscribing incorporator has hereto set his hand and caused these Articles of Incorporation to be executed this 12th day of April, 2005.


DANIEL M. AUSLEY


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WITH WHOM MAY BE SERVED.

Pursuant to Chapter 48.091 and 607.0501, Florida Statutes, the following is submitted in compliance with said Act:

That PICKETT'S LANDING HOMEOWNER'S ASSOCIATION, INC., desiring to organize under the laws of the State of Florida with its principal office indicated in the articles of incorporation in the City of Tallahassee, County of Leon, State of Florida, has appointed DANIEL M. AUSLEY, whose business address is 1410 Betton Road, Tallahassee, Florida 32308, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to being available at said location.


DANIEL M. AUSLEY