

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 21 AM 11:31

N98000002290

Blue Mountain Beach
Condominium Owners'
Association, Inc

- Art of Inc. File cert.
- LTD Partnership File _____
- Foreign Corp. File 490002494674-7
- L.C. File 04721798-01012-029
****122.50 ****122.50
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

RECEIVED
98 APR 21 AM 9:39
DIVISION OF CORPORATIONS

Signature _____

Requested by: cy

Name _____ Date 4/21 Time 9:10

Walk-In _____ Will Pick Up _____

RP
04-21-98

ARTICLES OF INCORPORATION

OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 APR 21 AM 11:31

BLUE MOUNTAIN BEACH CONDOMINIUM OWNERS' ASSOCIATION, INC.

ARTICLE I. NAME AND INITIAL PRINCIPAL OFFICE

The name of this corporation is BLUE MOUNTAIN BEACH OWNERS' ASSOCIATION, INC., hereinafter called "Association", and the initial principal office address is 35008 Emerald Coast Parkway, Suite 400, Destin, Florida 32541.

ARTICLE II. PURPOSE

This corporation is organized for the purpose of providing an entity pursuant to Section 718.111, Florida Statutes, for the operation of BLUE MOUNTAIN BEACH, a condominium located in Walton County, Florida. Further, the Association shall operate and maintain any stormwater management system and any stormwater discharge facility exempted or permitted by the Florida Department of Environmental Regulation or other state agency on the property of the Association, and shall have all powers necessary to establish rules and regulations, assess members, and contract for services for the maintenance and operation thereof.

ARTICLE III. TERM

The term of the association shall be the life of the condominium, unless the association is terminated by the termination of the condominium in accordance with the provisions of the Declaration. Upon any such termination, any stormwater management system or discharge facility for which the Association is responsible shall be maintained by local government units, including Walton County or any municipality, a municipal service taxing unit, an active water control district, a drainage district created by special act, a community development district created under Chapter 190, Florida Statutes, a special assessment district created under Chapter 170, Florida Statutes, a state or federal agency, any duly constituted communication, water, sewer, electrical or other public utility, or any entity acceptable to the Department of Environmental Regulation or its successor under its rules and regulations.

ARTICLE IV. INCORPORATOR

The names and address of the incorporator of these Articles of Incorporation is as follows:

Robert E. McGill, III
743 Highway 98 East, Suite 5
Destin, Florida 32541

ARTICLE V. DIRECTORS

1. The affairs of the association will be managed by a board consisting of the number of directors as shall be determined by the Bylaws, but not less than three directors and in the absence of such determination shall consist of three directors.

2. Directors of the association shall be elected at the annual meeting of the members in the manner determined by the Bylaws. Directors may be removed and vacancies of the board of directors shall be filled in the manner provided in the Bylaws.

3. When unit owners other than the developer own fifteen percent (15%) or more of the units within the condominium, the unit owners other than the developer shall be entitled to elect not less than one-third (1/3) of the members of the board of directors of the association. Unit owners other than the developer shall be entitled to elect not less than a majority of the members of the board of directors of the association (a) Three years after 50 percent of the units that will be operated ultimately by the association have been conveyed to purchasers; (b) within three months after 90 percent of the units that will be operated ultimately by the association have been conveyed to purchase; (c) when all the units that will be operated ultimately by the association have been completed, some of them have been conveyed to purchasers, and none of the others are being offered for sale by the developer in the ordinary course of business; (d) when some of the units have been conveyed to the purchasers and none of the others are being constructed or offered for sale by the developer in the ordinary course of business; or (e) seven years after recordation of the declaration of condominium; whichever of the foregoing events shall first occur. The developer shall be entitled to elect at least one member of the board of directors of the association as long as the developer holds for sale in the ordinary course of business at least five percent (5%) of the units within the condominium. Within seventy-five (75) days after the owners other than the developer are entitled to elect a member or members of the board of directors of the association, the association shall call and give not less than sixty (60) days' notice of an election for this purpose. The notice may be given by any owner if the association fails to do so.

4. 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 until removed, are as follows:

Jamie Forbes, III
144 W. Country Club Dr.
Destin, Florida 32541

Henry W. Maclin, III
148 Indian Bayou Dr.
Destin, Florida 32541

Don R. Rutland
439 Lakeview Dr.
Santa Rosa Beach, Florida

ARTICLE VI. OFFICERS

The affairs of the association shall be administered by the 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:

President and Treasurer - Jamie Forbes, III
Vice President and Secretary - Don Rutland, III

ARTICLE VII. BYLAWS

The first Bylaws of the Association shall be adopted by the board of directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE VIII. 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. Directors and members not present in person or by proxy at the meetings considering the amendment may express their approval in writing, providing such approval is delivered to the secretary at or prior to the meeting.

3. Approval of an amendment must be by not less than 75% of the votes of the entire membership of the association or by not less than 80% of the votes of the entire membership of the association.

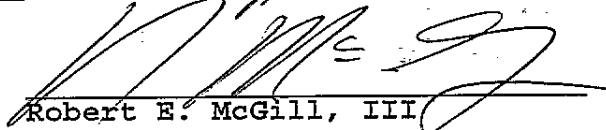
4. No amendments shall make any changes in the qualifications for membership nor the voting rights of members.

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

ARTICLE IX. RESIDENT AGENT

The association has named Robert E. McGill, III, whose address is 743 Highway 98 East, Destin, Florida 32541, as its resident agent to accept service of process within the State.

IN WITNESS WHEREOF, the incorporator has hereunto affixed signature this 18th day of April, 1998.


Robert E. McGill, III

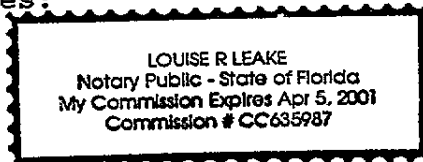
STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Robert E. McGill, III who is personally known to me, and who did not take an oath, and acknowledged to me to be the person(s) described in and who executed the foregoing instrument and he/she/they acknowledged before me that he/she/they executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of April, 1998.

Louise R. Leake
NOTARY PUBLIC
Print Name: Louise R. Leake
My Commission Expires:

(SEAL)



OATH OF RESIDENT AGENT

I, Robert E. McGill, III, having been named to accept service of process for BLUE MOUNTAIN BEACH CONDOMINIUM OWNERS' ASSOCIATION, INC., at 743 HIGHWAY 98 EAST, Destin, Florida 32541 hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Robert E. McGill, III, Esquire

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 21 AM 11:31