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(date)

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

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-01/31/00--01140--010  
\*\*\*\*\*3.75 \*\*\*\*\*3.75

Re: Sundance Way Property Owners' Association, Inc.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced proposed corporation.

Please file these documents at your earliest opportunity and provide me with a file-stamped copy of the articles and a Certificate of Status by return mail.

I enclose a check or \$78.75 for the filing fee and the certificate of status.

Thank you for your assistance. Please call me if you have any questions.

Sincerely,

Robert McConnell

Robert McConnell  
4444 Sundance Way  
Holt, FL 32564  
Phone: 850-537-2500

Enclosures

FILED  
00 FEB 11 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REGISTER FEB 11 2000

W-2893

**ARTICLES OF INCORPORATION  
OF  
SUNDANCE WAY PROPERTY OWNERS' ASSOCIATION, INC.**

**FILED**  
00 FEB 11 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with the requirements of the Florida Statutes, we, the undersigned, all of whom are residents of the State of Florida and all of whom are of full age, have this day voluntarily associated ourselves together for the purpose of forming a corporation not for profit and do hereby certify:

**ARTICLE I**

**NAME OF CORPORATION**

The name of the corporation is Sundance Way Property Owners' Association, Inc., hereinafter called the "Association." The Association is a not-for-profit corporation under Chapter 617 of the Florida Statutes.

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this Association shall be: 4444 Sundance Way, Holt, FL 32564, but meetings of the members and directors may be held at such places within Okaloosa County, Florida, as may be designated by the Board of Directors.

**ARTICLE III**

**REGISTERED AGENT**

Robert McConnell, whose Florida street address is 4444 Sundance Way, Holt, Florida 32564, is hereby appointed the initial registered agent of this Association.

**ARTICLE IV**

**PURPOSE AND POWERS OF THE ASSOCIATION**

This Association does not contemplate pecuniary gain or profit to the members thereof. The specific purposes for which the Association is formed are to provide for maintenance, preservation and architectural control of the residence lots and common area within that certain tract of property known as Yellow River Estates, which legal description is described on Exhibit "A" attached hereto, and to promote the health, safety and welfare of the owners and residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for such purpose. In furtherance of such purposes, the Association shall have power to:

(A) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, as the same may be amended or supplemented from time to time, hereinafter called the

"Declaration", applicable to the property as recorded with the Clerk of the Circuit Court of Okaloosa County, Florida, said Declaration being incorporated herein as if set forth at length;

(B) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(C) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(D) borrow money, and with the assent of two-thirds (2/3) of the members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(E) dedicate, sell or transfer all or any part of the common areas to any municipality, public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the members, agreeing to such dedication, sale or transfer;

(F) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property as common areas, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the members;

(G) have and exercise any and all powers, rights and privileges which a corporation organized under Chapter 617 of the Florida Statutes by law may now or hereafter have or exercise.

The Association is organized and shall be operated exclusively for the aforementioned purposes. The activities of the Association shall be financed by assessments on members as provided in the Declarations, and no part of any net earnings shall inure to the benefit of any member.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants of record to assessment by the Association, including contract sellers, but excluding persons or entities who hold title or an interest merely as security for the performance of an obligation, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association.

The share of a member in the funds and assets of the Association cannot be assigned, hypothecated or transferred in any manner except as appurtenance to his/her lot.

## ARTICLE VI

### VOTING RIGHTS

The Association shall have one class of voting membership. The voting membership shall consist of all owners, and shall be entitled to vote for each lot owned. When more than one person holds an interest in any lot, all such persons shall be members. The vote for such lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any lot.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Doris Henneman	4295 Sundance Way, Holt, FL 32564
Robert McConnell	4444 Sundance Way, Holt, FL 32564
June Walker	61 Lincoln Drive, Ft. Walton Beach, FL 32547

The method of election and the term of office for Directors shall be as set forth in the By-Laws, as amended.

## ARTICLE VIII

### DURATION

The corporation shall exist perpetually unless and until dissolved by the members.

## ARTICLE IX

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by two-thirds (2/3) or more of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purpose.

ARTICLE X

AMENDMENTS

Amendment of these Articles shall require the assent given in writing of two-thirds (2/3) or more of each class of members. The By-Laws may be made, amended or rescinded by the assent given in writing of a two-thirds (2/3) majority of a quorum of members as prescribed in the By-Laws.

ARTICLE XI

INDEMNIFICATION

Every Director and every Officer of the Association shall be indemnified by the Association against all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him/her in connection with any proceedings or any settlement of any proceeding to which he/she may be a party or in which he/she may become involved by reason of his/her being or having been a Director or Officer at the time such expenses are incurred, except when the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties; provided that in the event of a settlement the indemnification shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interests of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such Director or Officer may be entitled.

ARTICLE XII

INCORPORATORS

The names and addresses of the Incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Doris Henneman	4295 Sundance Way, Holt, FL 32564
Robert McConnell	4444 Sundance Way, Holt, FL 32564
June Walker	61 Lincoln Drive, Ft. Walton Beach, FL 32547

IN WITNESS THEREOF, for the purpose of forming this corporation under the laws of the State of Florida, we, the undersigned, constituting all the incorporators of this Association, have executed these Articles of Incorporation this 9 day of June, 1999.

Brendall L. Walker  
WITNESS

Doris Henneman  
Doris Henneman

Kay S. Tennant  
WITNESS

Kay S. Tennent  
WITNESS

Mary Greenlee  
WITNESS

Kay S. Tennent  
WITNESS

Mary Greenlee  
WITNESS

Robert McConnell  
Robert McConnell

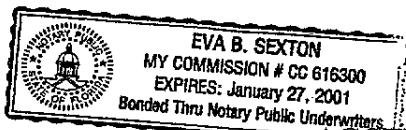
June Walker  
June Walker

STATE OF FLORIDA  
COUNTY OF OKALOOSA

The foregoing instrument was acknowledged before me on June 9, 1999, by Doris  
Henneman, Robert McConnell and June Walker, who are personally known to me or who produced  
Doris FL H555-165-52-945-0 as identification.  
Robert M254-766-46-109-0

Notary Stamp:

Eva B. Sexton  
Signature of Notary



**ACCEPTANCE OF REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agree to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and the undersigned is familiar with and accept the obligations of the position as registered agent.

Date: 6/9, 1999.

Robert McConnell  
Robert McConnell

**FILED**  
00 FEB 11 PM 2:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EXHIBIT "A"  
TO  
ARTICLES OF INCORPORATION  
OF  
SUNDANCE WAY PROPERTY OWNERS' ASSOCIATION, INC.

(legal description)

BEGIN AT THE NORTHEAST CORNER OF SECTION 16-T2N-R25W, THENCE GO NORTH ALONG THE WEST LINE OF SECTION 10-2N-R25W TO THE NORTHWEST CORNER OF THE SECTION; THENCE GO EAST ALONG SECTION LINE TO THE NORTHEAST CORNER OF THE WEST ½ OF THE SECTION; THENCE GO SOUTH ALONG THE WEST ½ TO THE SOUTHEAST CORNER OF SAID WEST ½ OF SECTION 10; THENCE CONTINUE SOUTH TO THE SOUTHEAST CORNER OF THE NORTH ½ OF THE NORTHWEST ¼ OF SECTION 15-T2N-R25W; THENCE GO WEST ALONG LINE TO THE EAST LINE OF SECTION 16-T2N-R25W; THENCE GO SOUTH ALONG EAST SECTION LINE TO THE NORTH BANK OF THE YELLOW RIVER; THENCE MEANDER ALONG THE NORTH LINE OF RIVER WESTERLY TO THE INTERSECTION WITH THE EASTERLY RIGHT OF WAY OF LOG LAKE ROAD (HIGHWAY 189); THENCE GO NORTH WESTERLY ALONG EAST RIGHT OF WAY TO THE INTERSECTION OF THE NORTH LINE OF SECTION 16-T2N-R25W; THENCE GO EAST ALONG SECTION LINE TO THE NORTHEAST CORNER OF SECTION 16-T2N-R25-W AND THE POINT OF BEGINNING.