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January 19, 2001

Ms. Karon Beyer, Chief
Bureau of Commercial Recording
Secretary of State's Office
Post Office Box 6327
Tallahassee, Florida 32314

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Re: Articles of Incorporation of Bass Lake Estates of
Okaloosa County Homeowners Association, Inc.
Our File Number B1275-81046

Dear Ms. Beyer:

Enclosed for filing please find the original Articles of Incorporation of Bass Lake Estates of Okaloosa County Homeowners Association, Inc., a not-for-profit Florida corporation. Also enclosed please find our firm check in the amount of \$78.75 representing payment of the required filing fee of \$70.00 and an additional \$8.75 for a certified copy of the recorded Articles.

Please mail the certified copy of the Articles of Incorporation to our post office drawer as listed above.

Thank you for your assistance in this matter. Please call if you need anything further.

Very truly yours,

John W. Monroe, Jr.
For the Firm

rc
enclosures
cc: Mimi Bass

FILED
01 JAN 24 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

gjr/25

**ARTICLES OF INCORPORATION
OF
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.
(A Corporation Not For Profit)**

FILED
01 JAN 24 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

This corporation shall be known as BASS LAKE ESTATES OF OKALOOSA COUNTY HOMEOWNERS ASSOCIATION, INC., hereinafter referred to as the "ASSOCIATION." The principal office of the ASSOCIATION shall be located at 3298 Summit Boulevard, Suite 8, Pensacola, Florida 32503, but meetings of the members and directors may be held at such places within the State of Florida, County of Okaloosa, as may be designated by the Board of Directors.

ARTICLE II - REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office is 3298 Summit Boulevard, Suite 8, Pensacola, Florida 32503. The Board of Directors may from time to time change the principal office of the ASSOCIATION to any other address in the State of Florida. The name of the initial registered agent is Therefa M. H. Bass

ARTICLE III - PURPOSES AND POWERS

The purpose for which this ASSOCIATION is organized is to create an entity which can provide for maintenance and architectural control of the Subdivision and common properties and architectural control of the residential lots within that certain tract of property described as follows, to-wit:

For legal description, see Exhibit "A" attached and incorporated herein by reference.

Together with any and all other property added to the control of the ASSOCIATION by amendment to the Declaration of Covenants, Conditions and Restrictions affecting the above-described property (it is contemplated that at least two Future Phases shall be added and brought under the control of the ASSOCIATION as provided in the Declaration of Covenants, Conditions and Restrictions), and to promote the health, safety and welfare of the residents within the Subdivision and to:

a. Exercise all of the powers and privileges and perform all of the duties and obligations of the ASSOCIATION as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the

property and recorded in the Public Records of Okaloosa County, Florida, as same may be amended from time to time as therein provided, 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 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 Area to any 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 non-profit corporations organized for the same purposes, or annex additional property and Common Area, provided that any such merger, consolidation, or annexation shall have the consent of two-thirds (2/3) of each class of members;

g. Have and exercise any and all powers, rights and privileges which a corporation not for profit organized under the Florida law may now or hereafter have or exercise by law.

ARTICLE IV - QUALIFICATION AND MANNER OF ADMISSION OF MEMBERS

Every person or entity who is a record owner of a Lot, either individually or jointly with others which is subject by covenants of record to assessment by the ASSOCIATION, including a contract seller, shall be a member of the ASSOCIATION. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the ASSOCIATION.

A member, unless acting in the capacity of a duly elected officer of the ASSOCIATION, does not have the authority to act for the ASSOCIATION solely by virtue of being a member.

ARTICLE V - VOTING RIGHTS/TRANSITION OF CONTROL

The ASSOCIATION shall have two classes of voting membership:

Class A. Class A members shall be all owners, with the exception of the Declarant, and shall be entitled to one (1) vote for each lot owned. When more than one (1) person or entity holds an interest in a lot, then the vote attributable to such lot shall be exercised as they determine, but in no event shall more than one (1) vote be cast with respect to any lot.

Class B. Class B members shall be the Declarant, as defined in the Declaration of Covenants, Conditions, and Restrictions, and shall be entitled to three (3) votes for each lot owned, as set forth in the Declaration. Class B membership shall cease and be converted to Class A membership when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership.

Notwithstanding the foregoing, members other than the Declarant (which excludes builders, contractors, or others who purchase a Lot for the purpose of constructing improvements thereon for resale) are entitled to elect at least a majority of the members of Board of Directors three months after ninety percent (90%) of the Lots in the Subdivision, including all future phases, have been conveyed to members.

Declarant shall be entitled to elect at least one member to the Board of Directors as long as Declarant holds at least five percent (5%) of the Lots for sale in the ordinary course of business.

After Declarant relinquishes control of the ASSOCIATION, Declarant may continue to vote any Declarant owned lots in the same manner as any other member.

In all events, Class B membership shall cease to exist and be converted to Class A and shall not thereafter be reinstituted on December 31, 2006.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator is Therefa M. H. Bass, 3298 Summit Boulevard, Suite 8, Pensacola, Florida 32503.

ARTICLE VIII - BOARD OF DIRECTORS

The business affairs of this ASSOCIATION shall be managed by the Board of Directors, which shall initially consist of three (3) members. The number of Directors may be increased or decreased from time to time as provided in the Bylaws, but shall never be less than three (3).

The members of the Board of Directors need not be members of the ASSOCIATION and shall serve for a term as set forth in the Bylaws.

The President of the ASSOCIATION shall at all times be a member of the Board of Directors, and members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

The names and street addresses of the persons who are to serve as the first Board of Directors of the corporation are:

1. Therefa M. H. Bass
 3298 Summit Boulevard, Suite 8
 Pensacola, Florida 32503
2. Michael T. Bass
 3298 Summit Boulevard, Suite 8
 Pensacola, Florida 32503
3. Page P. Bass
 3298 Summit Boulevard, Suite 8
 Pensacola, Florida 32503

ARTICLE IX - OFFICERS

The officers of this ASSOCIATION shall be a President, who shall at all times be a member of the Board of Directors, a Vice President and Secretary/Treasurer, and such other officers as the Board of Directors may from time to time create.

The names of the persons who are to serve as officers of this ASSOCIATION until the first election are:

President:	Michael T. Bass
Vice President:	Therefa M. H. Bass
Secretary/Treasurer:	Therefa M. H. Bass

The officers shall be selected at the annual meeting of the Board of Directors as provided in the Bylaws and each shall hold office until he shall sooner resign or shall be

removed or otherwise disqualified to serve. Officers shall serve at the pleasure of the Directors.

ARTICLE X - DISSOLUTION

The ASSOCIATION may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of the 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 acceptance of such dedication is refused, the assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI - AMENDMENTS

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of the total members at a special meeting of the membership called for that purpose.

Amendments may also be made at a regular meeting of the membership by a two-thirds (2/3) vote of the total members upon notice given, as provided by the Bylaws, of intention to submit such amendments. However, no amendment shall be effective without the written consent of the Developer until after three (3) years from date of filing these Articles of Incorporation with the Secretary of State, State of Florida.

ARTICLE XII - DEFINITIONS

The terms used herein shall have the same definition as set forth in the Declaration of Covenants, Conditions and Restrictions and the Bylaws.

ARTICLE XIII - FHAVA APPROVAL

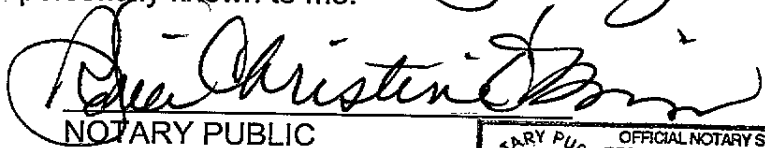
As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration and/or the Veterans Administration: Annexation of additional properties, mergers and consolidations, mortgaging of common area, dedication of common area, and dissolution and amendment of these Articles.

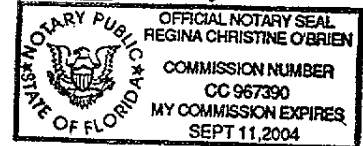
IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set my hand and seal this 5th day of January, 2001 for the purpose of forming this corporation not for profit under the laws of the State of Florida.


Incorporator - Therefa M. H. Bass

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing was acknowledged before me this 5th day of January,
2001 by Therefa M. H. Bass, who is personally known to me.


NOTARY PUBLIC



RESIDENT AGENT'S CERTIFICATE

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

BASS LAKE ESTATES OF OKALOOSA COUNTY HOMEOWNERS ASSOCIATION, INC., a Florida Corporation Not For Profit, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in Pensacola, Escambia County, Florida, has named Therefa M. H. Bass, whose address is 3298 Summit Boulevard, Suite 8, Pensacola, Florida 32503, as its agent to accept service of process within this State.

Acknowledgment and Acceptance

Having been named to accept service of process for the above stated corporation (or Association) at the place designated in this Certificate, I hereby accept such designation and agree to comply with the provisions of said Act relative to keeping open said office.


Therefa M. H. Bass

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FILED
01 JAN 24 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

Page One of Six

LEGAL DESCRIPTION: PARCEL #1

BEGIN AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 150.00 FEET; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY GO NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 727.28 FEET TO A POINT HEREIN AFTER CALLED POINT "A" THENCE CONTINUE NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST FOR A DISTANCE OF 76.73 FEET TO A POINT; THENCE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 150.87 FEET TO A POINT; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST AND ALONG THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 79.30 FEET TO A POINT HEREIN AFTER CALLED POINT "B", SAID POINT BEING NORTH 05 DEGREES 06 MINUTES 42 SECONDS EAST A DISTANCE OF 150.61 FEET FROM AFOREMENTIONED POINT "A"; THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 740.70 FEET TO THE POINT OF BEGINNING. CONTAINING 2.80 ACRE MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA. ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000.

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

Page Two of Six

LEGAL DESCRIPTION: PARCEL #2

COMMENCE AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 150.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD FOR A DISTANCE OF 150.00 FEET; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY GO NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 698.70 FEET TO A POINT HEREIN AFTER CALLED POINT "C"; THENCE CONTINUE NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST FOR A DISTANCE OF 89.32 FEET TO A POINT; THENCE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 150.87 FEET TO A POINT; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 76.73 FEET TO A POINT HEREIN AFTER CALLED POINT "D"; SAID POINT BEING NORTH 10 DEGREES 47 MINUTES 09 SECONDS EAST A DISTANCE OF 152.73 FEET FROM AFORMENTIONED POINT "C"; THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 727.28 FEET TO THE POINT OF BEGINNING. CONTAINING 2.74 ACRES MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA. ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000.

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

Page Three of Six

LEGAL DESCRIPTION: PARCEL #3

COMMENCE AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 300.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD FOR A DISTANCE OF 150.00 FEET; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY GO NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 662.31 FEET TO A POINT HEREIN AFTER CALLED POINT "E"; THENCE CONTINUE NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST FOR A DISTANCE OF 109.73 FEET TO A POINT; THENCE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 150.87 FEET TO A POINT; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 89.32 FEET TO A POINT HEREIN AFTER CALLED POINT "F"; SAID POINT BEING NORTH 13 DEGREES 38 MINUTES 00 SECONDS EAST A DISTANCE OF 154.39 FEET FROM AFOREMENTIONED POINT "E"; THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 698.70 FEET TO THE POINT OF BEGINNING. CONTAINING 2.83 ACRES MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA. ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000.

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

Page Four of Six

LEGAL DESCRIPTION: PARCEL #4

COMMENCE AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 450.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD FOR A DISTANCE OF 245.00 FEET; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY GO NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 495.57 FEET TO A POINT HEREIN AFTER CALLED POINT "G"; THENCE CONTINUE NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST FOR A DISTANCE OF 250.35 FEET TO A POINT; THENCE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 246.41 FEET TO A POINT; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 109.73 FEET TO A POINT HEREIN AFTER CALLED POINT "H" SAID POINT BEING NORTH 26 DEGREES 52 MINUTES 08 SECONDS WEST A DISTANCE OF 70.72 FEET; THENCE NORTH 30 DEGREES 49 MINUTES 24 SECONDS EAST A DISTANCE OF 77.18 FEET; THENCE SOUTH 64 DEGREES 39 MINUTES 39 SECONDS EAST A DISTANCE OF 68.60 FEET; THENCE NORTH 33 DEGREES 47 MINUTES 28 SECONDS EAST A DISTANCE OF 174.68 FEET ALONG A MEANDER LINE FROM AFOREMENTIONED POINT "G"; THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 662.31 FEET TO THE POINT OF BEGINNING. CONTAINING 4.27 ACRES MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA. ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000. SUBJECT TO A DRAINAGE EASEMENT AS RECORDED IN OFFICIAL RECORD BOOK 766 AT PAGES 515 AND 516 OF THE PUBLIC RECORDS OF SAID COUNTY.

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

Page Five of Six

LEGAL DESCRIPTION: PARCEL #5

COMMENCE AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 695.00 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD FOR A DISTANCE OF 244.76 FEET; THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY GO NORTH 89 DEGREES 49 MINUTES 06 SECONDS EAST AND PARALLEL TO THE SOUTH LINE OF LOTS 3 AND 7, BLOCK 14, FOR A DISTANCE OF 720.00 FEET TO A POINT; THENCE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 52.57 FEET TO A POINT HEREINAFTER CALLED POINT "I"; THENCE CONTINUE NORTH 06 DEGREES 05 MINUTES 00 SECONDS EAST FOR A DISTANCE OF 192.07 FEET; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST AND PARALLEL TO THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 250.35 FEET TO A POINT HEREIN AFTER CALLED POINT "J"; SAID POINT BEING NORTH 43 DEGREES 30 MINUTES 23 SECONDS WEST A DISTANCE OF 92.18 FEET; THENCE NORTH 46 DEGREES 12 MINUTES 15 SECONDS WEST A DISTANCE OF 78.88 FEET; THENCE NORTH 88 DEGREES 30 MINUTES 43 SECONDS WEST A DISTANCE OF 75.52 FEET; THENCE NORTH 26 DEGREES 52 MINUTES 08 SECONDS WEST A DISTANCE OF 75.46 FEET; ALONG A MEANDER LINE FROM AFOREMENTIONED POINT "I"; THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST FOR A DISTANCE OF 495.57 FEET TO THE POINT OF BEGINNING. CONTAINING 4.10 ACRES MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA, ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000. SUBJECT TO A DRAINAGE EASEMENT AS RECORDED IN OFFICIAL RECORD BOOK 766 AT PAGES 515 AND 516 OF THE PUBLIC RECORDS OF SAID COUNTY.

**EXHIBIT "A" TO ARTICLES OF INCORPORATION
BASS LAKE ESTATES OF OKALOOSA COUNTY
HOMEOWNERS ASSOCIATION, INC.**

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LEGAL DESCRIPTION: PARCEL #6

COMMENCE AT A 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER) AT THE NORTHWEST CORNER OF LOT 1, BLOCK 14, OAKDALE MINIATURE FARMS, A SUBDIVISION OF A PORTION OF SECTIONS 4, 5, 8 & 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA AS RECORDED IN PLAT BOOK 1 AT PAGE 129 OF THE PUBLIC RECORDS OF SAID COUNTY, THENCE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD (60' R/W) A DISTANCE OF 939.76 FEET TO THE POINT OF BEGINNING; THENCE CONTINUE SOUTH 00 DEGREES 00 MINUTES 00 SECONDS WEST ALONG THE EASTERLY RIGHT-OF-WAY OF VALLEY ROAD FOR A DISTANCE OF 50.00 FEET TO THE SOUTHWEST CORNER OF LOT 3, BLOCK 14 OF SAID OAKDALE MINIATURE FARMS AND 4X4 INCH CONCRETE MONUMENT WITH 1/2 INCH IRON ROD (NO NUMBER); THENCE DEPARTING SAID EASTERLY RIGHT-OF-WAY LINE GO NORTH 89 DEGREES 49 MINUTES 06 SECONDS EAST ALONG THE SOUTH LINE OF LOTS 3 AND 7 AND AN EXTENSION THERE OF FOR A DISTANCE OF 1283.78 FEET TO A 4X4 INCH CONCRETE MONUMENT WITH A 1/2 INCH IRON ROD (NO NUMBER) AND THE CENTER OF VACATED ROYAL OAK STREET; THENCE NORTH 00 DEGREES 16 MINUTES 22 SECONDS WEST ALONG THE CENTERLINE OF VACATED ROYAL OAK STREET FOR A DISTANCE OF 987.05 FEET TO A 4X4 INCH CONCRETE MONUMENT WITH A 1/2 INCH IRON ROD (NO NUMBER) ON AN EASTERLY EXTENSION OF THE NORTH LINE OF SAID BLOCK 14; THENCE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST ALONG THE NORTH LINE OF SAID BLOCK 14 FOR A DISTANCE OF 389.54 FEET TO A POINT HEREINAFTER CALLED POINT "K" THENCE CONTINUE SOUTH 89 DEGREES 56 MINUTES 23 SECONDS WEST ALONG THE NORTH LINE OF BLOCK 14 FOR A DISTANCE OF 69.53 FEET TO A POINT THAT IS 820.00 FEET NORTH 89 DEGREES 56 MINUTES 23 SECONDS EAST OF THE NORTHWEST CORNER OF LOT 1, BLOCK 14; THENCE SOUTH 06 DEGREES 05 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 891.09 FEET TO A POINT HEREINAFTER CALLED POINT "L"; SAID POINT "L" BEING SOUTH 21 DEGREES 48 MINUTES 28 SECONDS EAST A DISTANCE OF 66.66 FEET; THENCE SOUTH 40 DEGREES 11 MINUTES 58 SECONDS EAST A DISTANCE OF 66.95 FEET; THENCE SOUTH 17 DEGREES 05 MINUTES 23 SECONDS EAST A DISTANCE OF 117.42 FEET; THENCE SOUTH 46 DEGREES 18 MINUTES 17 SECONDS WEST A DISTANCE OF 98.47 FEET; THENCE SOUTH 32 DEGREES 33 MINUTES 32 SECONDS WEST A DISTANCE OF 126.47 FEET; THENCE SOUTH 01 DEGREES 55 MINUTES 17 SECONDS WEST A DISTANCE OF 99.77 FEET; THENCE SOUTH 65 DEGREES 47 MINUTES 13 SECONDS EAST A DISTANCE OF 67.71 FEET; THENCE SOUTH 16 DEGREES 49 MINUTES 28 SECONDS EAST A DISTANCE OF 146.23 FEET; THENCE SOUTH 33 DEGREES 05 MINUTES 37 SECONDS WEST A DISTANCE OF 256.40 FEET; THENCE SOUTH 88 DEGREES 24 MINUTES 40 SECONDS WEST A DISTANCE OF 89.25 FEET ALONG A MEANDER LINE FROM AFOREMENTIONED POINT "K"; THENCE CONTINUE SOUTH 06 DEGREES 05 MINUTES 00 SECONDS WEST FOR A DISTANCE OF 52.57 FEET TO A POINT 50.00 FEET NORTH OF THE SOUTH LINE OF LOTS 3 AND 7, BLOCK 14; THENCE SOUTH 89 DEGREES 49 MINUTES 06 SECONDS WEST AND PARALLEL TO THE SOUTH LINE OF LOTS 3 AND 7, BLOCK 14 FOR A DISTANCE OF 720.00 FEET TO THE POINT OF BEGINNING, CONTAINING 12.48 ACRES MORE OR LESS AND ALL BEING IN SECTION 9, TOWNSHIP 3 NORTH, RANGE 23 WEST, OKALOOSA COUNTY, FLORIDA. ALL ACCORDING TO A SURVEY BY BOUNDARY GEOMETRICS, INC., ORDER NUMBER 00-07-002A, DATED DECEMBER 21, 2000.