

No10000002909

Green & Green
Attorneys at Law

Post Office Box 609

DeFuniak Springs, Florida 32435

April 18, 2001

664 Baldwin Avenue

DeFuniak Springs, Florida 32433

Phone (850) 892-7213

Phone & Fax (850) 892-2137

W.F. Green (1912-1993)

William H. Green

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

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*****78.75 *****78.75

Dear Sir or Madam:

I am enclosing herewith Articles of Incorporation for Majestica Circle Pool Owners' Association, Inc., along with a certificate of designation for registered agent and check in the amount of \$78.75 to cover the costs of filing fees.

Please file the Articles and provide me with a certificate of status at your earliest convenience.

Yours very truly,

William H. Green

WILLIAM H. GREEN

WHG/bb

Enclosures

FILED
01 APR 23 AM 8:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CD4-25

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01 APR 23 AM 8:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MAJESTICA CIRCLE POOL OWNERS' ASSOCIATION, INC.

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is Majestica Circle Pool Owners' Association, Inc., hereafter called the "Association".

ARTICLE II - DURATION

The corporation shall exist perpetually.

ARTICLE III - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the corporation shall be 39 Majestica Circle, Seagrove Beach, Florida 32459, and the mailing address of the corporation shall be 39 Majestica Circle, Seagrove Beach, Florida 32459.

ARTICLE IV - PURPOSE OF THE ASSOCIATION

The Association has been established specifically for the purpose of owning and managing a pool and pool area located on Majestica Circle, Seagrove Beach, Florida, for the use and benefit of the property at 15, 27, 39, 74, and 77 Majestica Circle, and for the use of additional property owners on Majestica Circle.

ARTICLE V - MEMBERSHIP

Every person or entity who has paid for their portion of the pool is a full member with voting rights as provided in the By-Laws. There shall be no dues or other assessments for the

property at 74 Majestica Circle, Seagrove Beach, Florida, and any others owned by Ron Guernsey so long as they are owned by Ron Guernsey or members of his family. As other interior lots are sold, the owners must become members of the association and shall be subject to these Articles of Incorporation, the By-Laws, and rules and regulations of the association. The owners of Gulf front lots may join the association upon payment of all fees and maintenance costs determined by the association and acceptance of membership in the association and becoming subject to all By-Laws and rules and regulations of the association.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office shall be at 74 Majestica Circle, Seagrove Beach, Florida 32459, and the initial registered agent shall be Ron Guernsey.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) Directors initially. The number of Directors may be changed by amendment of the By-Laws of the Association, but shall never be less than four (4). The names and addresses of the Directors of this corporation until the election of their successors as provided in the By-Laws are:

Bob Schultz
8331 Longneedle Drive
Montgomery, AL 36117

Debra Schultz
8331 Longneedle Drive
Montgomery, AL 36117

Charlie Sutton
3639 Allenhurst Drive
Norcross, GA 30092

Barbara Sutton
3639 Allenhurst Drive
Norcross, GA 30092

ARTICLE VIII - INCORPORATORS

The names and addresses of the persons signing these articles are:

Bob Schultz
8331 Longneedle Drive
Montgomery, AL 36117

Debra Schultz
8331 Longneedle Drive
Montgomery, AL 36117

Charlie Sutton
3639 Allenhurst Drive
Norcross, GA 30092

Barbara Sutton
3639 Allenhurst Drive
Norcross, GA 30092

ARTICLE IX - AMENDMENTS

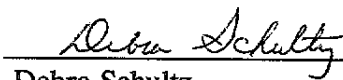
Amendments of these Articles shall be adopted by a two-thirds vote of the members of the Association present and voting, at a regular business meeting.

IN WITNESS WHEREOF, we have executed these Articles of Incorporation this

_____ day of March, A.D. 2001.



Bob Schultz



Debra Schultz



Charlie Sutton



Barbara Sutton

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the corporation is Majestica Circle Pool Owners' Association, Inc.
2. The name and address of the registered agent and office is Ron Guernsey, 74 Majestica Circle, Seagrove Beach, Florida 32459.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS OF THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Name

Ron Guernsey

Date

April 9, 2001

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 23 AM 8:51

FILED