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TRANSMITTAL LETTER

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

FILED
01 MAY 22 PM 4:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: Holiday Beach Improvement Association, Inc.
(Proposed corporate name - must include suffix)

000004288910--5
-05/23/01--01001--031
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: F. Palmer Williams, Esq.

Name (Printed or typed)

Post Office Box 4128 (2010 Delta Boulevard)

Address

Tallahassee, FL 32315-4128

City, State & Zip

850-386-3300

Daytime Telephone number

FOR FILING
DEPT. OF STATE
DIVISION OF CORPORATIONS

2001 MAY 22 PM 4:37

NOT TO BE
TO AGENCY OF FILING
SUFFICIENCY OF FILING

NOTE: Please provide the original and one copy of the articles.

J. BRYAN MAY 22 2001

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**ARTICLES OF INCORPORATION
OF
HOLIDAY BEACH IMPROVEMENT ASSOCIATION, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with Chapter 617, Florida Statutes, the undersigned, who is a resident of the State of Florida and who is of full age, has this day for the purpose of forming a corporation not for profit, does hereby certify:

ARTICLE I

The name of the corporation is HOLIDAY BEACH IMPROVEMENT ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II

The principal office of the Association is located at 13 Carnival Lane, Alligator Point, FL 32346.

ARTICLE III

CAROLEE WISNESKI, whose address is 13 Carnival Lane, Alligator Point, FL 32346, 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, and the specific purposes for which it is formed are to provide for maintenance and preservation of the water canals adjacent to each Lot making those canals accessible to Apalachee Bay, Florida. The term "Lot" refers to those parcels of property designated by Lot number (numerical) located at

Alligator Point, Franklin County, Florida, and described and recorded in the Public Records of Franklin County, Florida, as a subdivision named Holiday Beach, and as the same may be amended from time to time.

To exercise those powers and to perform all of the duties and obligations to enhance the value of the Lots in the Holiday Beach subdivision.

To have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Florida by law may now or hereafter possess.

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner ("Owner") of a fee or undivided fee interest in any Lot 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.

ARTICLE VI

VOTING RIGHTS

The Association shall have one class of voting membership which shall be all Owners. The Owners shall be entitled to one 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 shall be members of the Association. The method of election of Directors shall be as stated in the By-Laws of the Association. The number of directors and directors' terms of office may be changed by amendment of the By-Laws of the Association. The election, term, removal and duties of the officers shall be as set forth in the By-Laws. 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>
Carolee Wisneski	13 Carnival Lane Alligator Point, FL 32346
Sandra Wortman	Rt. 4, Box 77 Quitman, GA 31643
David Thomas	28 Fiesta Drive Alligator Point, FL 32346

ARTICLE VIII

OFFICERS

The officers of this Association shall be a President, Vice President, Secretary and Treasurer, who shall at all times be members of the Board of Directors, and such other officers as the Board of Directors may from time to time by resolution create. The election, term, removal and duties of the officers shall be as set forth in the By-Laws. Until the first election, CAROLEE WISNESKI will serve as President and Vice President, SANDRA WORTMAN, will serve as Secretary, and DAVID THOMAS will serve as Treasurer.

ARTICLE IX

BY-LAWS

The initial By-Laws for the Association shall be adopted by a vote of a majority of the members of the Board of Directors. The By-Laws may be amended or altered at a regular or special meeting of the members, by a vote of a majority of a quorum of members present in person or by proxy, in the manner and subject to any other conditions set forth in the By-Laws.

ARTICLE X

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by a majority of the Directors. 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 the 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 purposes.

ARTICLE XI

DURATION

The corporation shall exist perpetually.

ARTICLE XII

AMENDMENTS

(1) Amendments to these Articles shall be made in the following manner:

(a) The Board of Directors shall adopt a resolution setting forth the proposed amendment and, if members have been admitted, directing that it be submitted to a vote at a meeting of members, which may be either the annual or a special meeting. If no members have been admitted, the amendment shall be adopted by a vote of the majority of Directors and the provisions for adoption by members shall not apply.

(b) Written notice setting forth the proposed amendment or a summary of the changes to be effected thereby shall be given to each member of record entitled to vote thereon within the time and in the manner provided by these Articles, the By-Laws or general law for the giving of notice of meetings of members. If the meeting is an annual meeting, the proposed amendment or such summary may be included in the notice of such annual meeting.

(c) At such meeting, a vote of the members entitled to vote thereon shall be taken on the proposed amendment. The proposed amendment shall be adopted upon receiving the affirmative vote of a majority of the votes of the members actually voting.

(2) Any number of amendments may be submitted to the members and voted upon by them at one meeting.

(3) If all of the Directors and a majority of the members eligible to vote sign a written statement manifesting their intention that an amendment to these Articles of Incorporation be adopted, then the amendment shall thereby be adopted as though subsection (1) had been satisfied.

(4) The majority of the members voting may amend these Articles of Incorporation, without an act of the Directors, at a meeting for which notice of the changes to be made is given.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, I, the undersigned, constituting the incorporator of this Association, have executed these Articles of Incorporation this 21st day of May, 2001.


CAROLEE WISNESKI

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 21st day of May, 2001, by CAROLEE WISNESKI, who is personally known to me ~~or who~~ has produced _____ as identification.


Signature

PALMER WILLIAMS
Print or type name.

NOTARY PUBLIC

My commission expires:



Palmer Williams
MY COMMISSION # CC754629 EXPIRES
September 25, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE BY REGISTERED AGENT

CAROLEE WISNESKI, having been named as the registered agent in the foregoing Articles of Incorporation of HOLIDAY BEACH IMPROVEMENT ASSOCIATION, INC., to accept service of process for the corporation at 13 Carnival Lane, Alligator Point, FL 32346, hereby agrees to act as the registered agent and comply with the laws of the State of Florida relative to such position.


CAROLEE WISNESKI

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