

Lydolph, Porath & Warden, P.A.  
ATTORNEYS AT LAW

Paul Lydolph III

Shannon L. Porath

Stan M. Warden

**NO1000008589**

Division of Corporations  
Att: New Files  
P.O. Box 6324  
Tallahassee, FL 32314

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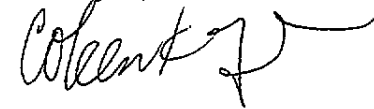
October 18, 2001

Dear Sir or Madam:

Thank you in advance for taking the time and filing the Articles of Incorporation for the "The Alexander, Inc.". I have enclosed a check for \$87.50 check number 1292. This check is for filing fee's, certified copy's and certificate.

If you have any further questions feel free to call 850-622-0102.

Thank you,



Coleen K. Fish  
Administrative Assistant

*W01-24582*

**FILED**  
01 DEC -7 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DEC 10 2001**



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 24, 2001

LYDOLPH, PORATH & WARDEN, P.A.  
ATTN: COLEEN K. FISH  
P.O. BOX 1609  
SANTA ROSA BEACH, FL 32459

SUBJECT: THE ALEXANDER, INC.  
Ref. Number: W01000024593

We have received your document for THE ALEXANDER, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

**Adding "of Florida" or "Florida" to the end of a name is not acceptable.**

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 701A00058459



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 27, 2001

LYDOLPH, PORATH & WARDEN, P.A.  
ATTN: COLEEN K. FISH  
P.O. BOX 1609  
SANTA ROSA BEACH, FL 32459

SUBJECT: THE ALEXANDER AT PALM COURT, INC.  
Ref. Number: W01000024593

We have received your document for THE ALEXANDER AT PALM COURT, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch  
Document Specialist  
New Filing Section

Letter Number: 001A00062750

**ARTICLE OF INCORPORATION  
OF  
THE ALEXANDER AT PALM COURT, INC., A CONDOMINIUM  
ASSOCIATION**

A FLORIDA CORPORATION NOT FOR PROFIT

In compliance with the laws of the State of Florida, the undersigned incorporators by these articles associate themselves for the purpose of forming a corporation not for profit under the laws of the State of Florida, and adopt the following articles of incorporation:

**ARTICLE I**

**NAME AND ADDRESS**

The name of this corporation is THE ALEXANDER AT PALM COURT, INC. For convenience, the corporation shall be referred to in this instrument as the "association," these articles of incorporation as the "articles," and the bylaws of the association as the "bylaws."

The name of the corporation is THE ALEXANDER AT PALM COURT, INC., hereinafter referred to as the "association."

The street address of the initial principal office of the association is 52 Barcelona Street, Santa Rosa Beach, FL 32459

**ARTICLE II**

**REGISTERED AGENT**

The initial registered agent of the Association and his address are:

Paul Lydolph III  
2441 Highway 98 East, Suite 108  
Santa Rosa Beach, FL 32459

By executing these Articles, the registered agent hereby accepts his appointment as such and agrees to act in this capacity and to comply with the provisions of the Florida Statutes concerning same.

FILED  
01 DEC -7 AM 8:28  
SECRETARY OF STATE  
TALLAHASSEE FL 32399

## ARTICLE III

### PURPOSE AND POWERS

The Association does not contemplate pecuniary gain or profit to its members. The Association's specific purposes are to provide for the maintenance, preservation and architectural control of the association property, the residences contracted thereon, the common property and yards all within that certain tract of property purchased by the Thirty-A Development Group, Inc., in Seacrest Beach, FL for the specific purpose of forming THE ALEXANDER AT PALM COURT, INC. (The Condominium), recorded in the Walton County Public Records, all for the mutual advantage and benefit of the members of this Association who shall be owners of the Units, and to promote the health, safety and welfare of the owners of the Units in the above described property and the additions thereto as may hereafter be brought within the jurisdiction of this Association. For such purpose, the Association shall have and exercise the following authority and powers:

- 3.1 To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the certain Declaration of Easements, Covenants and Restrictions (the Declaration) applicable to the property and recorded or to be recorded in the Office of the Public Records of Walton County, Florida, and as the same may be amended from time to time as therein provided. The Declaration is incorporated herein by this reference thereto as if set forth in detail.
- 3.2 To fix, levy, collect and enforce payment by any lawful means all charges and assessments pursuant to the terms of the Declaration. To pay all expenses in connection therein provided. The Declaration is incorporated herein by this reference thereto as if set forth in detail.
- 3.3 To 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.
- 3.4 To borrow money, mortgage, pledge or hypothecate any and all of its real or personal property as security for money borrowed or debts incurred.
- 3.5 To dedicate, sell or transfer all or any part of the Common Property 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 taken to a vote and passed by the percentage of members required in the Declaration or Bylaws, agreeing to such dedication, sale or transfer.

- 3.6 To participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Properties, provided that any such merger or consolidation shall have the approvals required by the Declaration.
- 3.7 To act as purchasing agent for goods and services for the Association and for the benefit of the members of the Association only.
- 3.8 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 have or exercise.

#### ARTICLE IV

##### MEMBERSHIP

- 4.1 The qualification of members and the manner of their admission shall be as regulated by the bylaws.
- 4.2 The objective of this corporation is the improvement of the quality of life of the tenants of THE ALEXANDER AT PALM COURT, INC. a condominium located in Walton County, Florida, who are members of this Association, by providing for common areas and limited private areas to be owned and managed in accordance with the provisions of the Declaration.
- 4.3 Every person or entity who is a record owner of a fee or undivided fee interest in any Unit, including contract sellers, 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 Unit which is subject to assessment by the Association.

#### ARTICLE V

##### VOTING RIGHTS

The Association shall have two (2) classes of voting memberships, as follows:

Class A. Class A membership and voting rights shall be the same as those set forth in the Declaration.

Class B. The Class B membership and voting rights shall be the same as those set forth in the Declaration.

## ARTICLE VI

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, who shall be members of the Association, provided, however, that until Class B membership has ceased and been converted to Class A membership, the Directors need not be members of this Association. The number of directors of the Association shall be not less than (3) nor more than nine (9).

## ARTICLE VII

### ELECTION OF BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of Directors, who shall be members of the Association, provided, however, that until Class B membership has ceased and been converted to Class A membership, the Directors need not be members of this Association. The number of directors of the Association shall be not less than (3) nor more than nine (9).

At the first annual meeting after the Class B membership has ceased, the members shall elect one-third (1/3) of the Directors for a term of one (1) year, one-third (1/3) of the Directors for term of two (2) years and one—third (1/3) of the Directors for a term of three (3) years; at each annual meeting thereafter, the members shall elect one-third (1/3) of the Directors for a term of three years. Any vacancy on the Board of Directors shall be filled for the unexpired term of the vacated office by the Board of Directors shall be appointed an/or elected in accordance with the applicable provisions of the Bylaws of this Association.

## ARTICLE VIII

### TERM OF EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved in accordance with the provisions herein contained or in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is the date on which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

## ARTICLE IX

### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than seventy-five percent (75%) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of this Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Association was created or for the general welfare of the residents of the county in which the property is located. 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 similar purposes.

## ARTICLE X

### OFFICERS

Subject to the direction of the Board of directors, the affairs of this Association shall be administered by its officers, as designated in the Bylaws of this Association. Said officers shall be elected annually by the Board of Directors. The names and addresses of the officers who shall serve until the first annual meeting of the Board of Directors are:

<u>Name and Title</u>	<u>Address</u>
R. Allan Kea            President	2441 U.S. Highway 98, SRB, FL 32459
Paul Lydoph III        Vice President	4942 U.S. Highway 98, SRB, FL 32459
Shannon Porath        Secretary	4942 U.S. Highway 98, SRB, FL 32459

## ARTICLE XI

### BYLAWS

The Bylaws of this Association shall be adopted by the first Board of directors and recorded among the Public Records of Walton County, Florida, which Bylaws may be altered, amended, modified or repealed by a majority of the Directors or at any only called meeting of the members of the Association in a manner provided for in the Bylaws.



## ARTICLE XII

### AMENDMENTS

This Association reserves the right to amend or repeal any of the provisions contained in these Articles of Incorporation or any amendments hereto, provided, however, that any such amendment shall require the assent of seventy-five percent (75%) of the entire voting membership; and provided, further, that no amendment shall conflict with any provisions of the Declaration.

## ARTICLE XIII

### SUPREMACY

These Articles and the Bylaws are subject to the Declaration, and in the event of a conflict, the Declaration shall govern. In the event of a conflict between the Articles and Bylaws, the Bylaws shall govern.

## ARTICLE XIV

### INDEMNIFICATION

This Association shall indemnify any and all of its directors, officers, employees or agents, or former directors, officers, employees or agents to the full extent permitted by law. Said indemnification shall include but not be limited to the expenses, including the cost of any judgments, fines, settlements and counsel's fees actually and necessarily paid or incurred in connection with any action, suit or proceeding, whether civil, criminal, administrative or investigative and any appeals thereof to which any such persons or his legal representative may be made a party or may be threatened to be made a party by reason of his being or having been a director, officer, employee or agent as herein provided. The foregoing right of indemnification shall not be inclusive of any other rights to which any director, officer, employee or agent may be entitled as a matter of law or which he may be lawfully granted.

## ARTICLE XV

### INCORPORATORS NAMES

The names and addresses of the incorporators to these articles are as follows:

<u>Name and Title</u>	<u>Address</u>
R. Allan Kea                      President	2441 U.S. Highway 98, SRB, FL 32459
Paul Lydoph III                  Vice President	4942 U.S. Highway 98, SRB, FL 32459
Shannon Porath                Secretary	4942 U.S. Highway 98, SRB, FL 32459

IN WITNESS WHEREOF the undersigned incorporators have executed these articles of incorporation on 11/16/01



[Signature]  
Incorporator

[Signature: Shannon Porath]  
Incorporator

[Signature: R. Allan Kea]  
Incorporator

STATE OF FLORIDA  
COUNTY OF WALTON

Before me, the undersigned authority, personally appeared Paul Lydoph, Shannon Porath, and R. Allan Kea who are personally known to me/produced Personally Known as identification \_\_\_\_\_, and who was sworn and says that the foregoing is true.

Sworn to before me on 11/16/01

[Signature: Coleen K. Fish]  
NOTARY PUBLIC -- STATE OF FLORIDA  
Print Name: Coleen K Fish  
Commission No.: DD 050741  
My Commission Expires: 8/16/05


FILED

01 DEC -7 AM 8:29

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the articles of incorporation of The Alexander at Palm Court, Inc., as the registered agent of this corporation, hereby consents to accept service of process for the above stated company at the place designated in the articles of incorporation, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Paul Lydolph, III

**STATE OF FLORIDA  
COUNTY OF WALTON**

Sworn to and subscribed before me this 16 day of Nov., 2000.



  
Notary Public — State of Florida

Coleen K. Fish  
Printed Name of Notary Public or Stamp

Personally Known ☒

OR Produced Identification ☐

Type of Identification Produced \_\_\_\_\_