

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

N020000001434

Sea Pines Subdivision Homeowners
Association, Inc.

500005023925--5

-02/27/02-01053-007

*****70.00 *****70.00

- FILED**
02 FEB 27 PM 3:03
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
- RECEIVED**
02 FEB 27 AM 11:31
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
- ☒ Art of Inc. File
 - ☐ LTD Partnership File
 - ☐ Foreign Corp. File
 - ☐ L.C. File
 - ☐ Fictitious Name File
 - ☐ Trade/Service Mark
 - ☐ Merger File
 - ☐ Art. of Amend. File
 - ☐ RA Resignation
 - ☐ Dissolution / Withdrawal
 - ☐ Annual Report / Reinstatement
 - ☐ Cert. Copy
 - ☒ Photo Copy
 - ☐ Certificate of Good Standing
 - ☐ Certificate of Status
 - ☐ Certificate of Fictitious Name
 - ☐ Corp Record Search
 - ☐ Officer Search
 - ☐ Fictitious Search
 - ☐ Fictitious Owner Search
 - ☐ Vehicle Search
 - ☐ Driving Record
 - ☐ UCC 1 or 3 File
 - ☐ UCC 11 Search
 - ☐ UCC 11 Retrieval **J. BRYAN FEB 27 2002**
 - ☐ Courier

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

ARTICLES OF INCORPORATION
OF
SEA PINES SUBDIVISION HOMEOWNERS ASSOCIATION, INC.

FILED
02 FEB 27 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of Florida Statute Section 617 (2000), the undersigned, all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is Sea Pines Subdivision Homeowners Association, Inc., hereafter called the "Association."

ARTICLE II

The principal office of the Association is located at 4300 Bayou Blvd., Suite 23, Pensacola, Florida, 32503.

ARTICLE III

Sharon Hess Herrick, whose address is 4300 Bayou Blvd, Suite 23, Pensacola, Florida, 32503, 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 of the Subdivision and the Common Area, which includes the Private Roads within the Subdivision, and architectural control of the Lots or Building Sites, including the purchase of necessary insurance for the protection of the Association and the Owners, with said Subdivision being described as follows (the "Subdivision"):

SEE ATTACHED EXHIBIT A

and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association and for this purpose 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 Amended and Restated Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the Subdivision and recorded or to be recorded in the public records of Santa Rosa County, Florida, and as the 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 the entire membership, 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 entire membership, 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 residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of the entire membership;

(g) 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 V

MEMBERSHIP

Every Owner of a Lot or Building Site within the Subdivision shall be a Member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any Lot or Building Site.

ARTICLE VI

VOTING RIGHTS

Section 1. 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 vote for each Lot or Building Site owned. When more than one person owns an interest in any Lot or Building Site, all such persons shall be Members. The vote for such Lot or Building Site shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Living Unit.

Class B. The Class B Member shall be the Declarant, and shall be entitled to nine (9) votes for each Lot owned. The Class B membership shall cease and shall be converted to

Class A membership upon the transfer of the control of the Association as set forth in Section 3 below.

Section 2. Transfer of control of the Association from Declarant to the Members of the Association other than Declarant shall occur in accordance with applicable Florida law pertaining to and regulating the operation of homeowners associations, in effect as of the date of the execution of this Declaration (currently Section 720.307, Florida Statutes). In the event applicable Florida law does not regulate such transfer of control, the Members other than Declarant shall be entitled to elect at least a majority of the members of the Board of Directors upon the earlier of the following: (i) three (3) months after ninety percent (90%) of all Lots which may ultimately be operated by the Association have been conveyed to third parties; or (ii) upon the recording of an instrument in the public records of the County stating that Declarant has relinquished its right to elect a majority of the members of the Board of Directors.

The Declarant is entitled to elect at least one (1) member of the Board of Directors of the Association as long as the Declarant holds for sale in the ordinary course of business at least five percent (5%) of the Lots in the Subdivision. After the Declarant relinquishes control of the Association, the Declarant may exercise the right to vote any Declarant-owned voting interests in the same manner as any other Member, except for purposes of reacquiring control of the Association or selecting the majority of the members of the Board of Directors.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of not less than three (3) nor more than eleven (11) directors, the exact number to be determined by the existing Board of Directors at least thirty (30) days prior to the annual meeting.

All Directors shall be members in good standing of the Association. The number of Directors may be changed by amendment of the By-Laws of the Association. The Directors shall be elected at the annual meeting of the members of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the election of their successors are:

<u>NAME</u>	<u>ADDRESS</u>
Roy L. Hess	4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503
Sharon Hess Herrick	4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503
Douglas A. Herrick	4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503

ARTICLE VIII

OFFICERS

The affairs of the Association shall be administered by the Officers and shall be a President, Vice President, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws. The same person can hold the office of both Secretary and Treasurer. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Association and shall serve at the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
President	Roy L. Hess 4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503
Vice President	Sharon Hess Herrick 4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503
Secretary/ Treasurer	Douglas A. Herrick 4300 Bayou Blvd., Suite 23 Pensacola, Florida 32503

ARTICLE IX
MEMBERS' MEETINGS

The annual members' meetings shall be held at the office of the corporation at 7:00 P.M., Central Standard Time, on the third Tuesday in January of each year for the purpose of electing directors and transacting any other business authorized to be transacted by the members; provided, if that day is a legal holiday, the meeting shall be held at the same hour on the next day that is not a holiday. Special members' meetings shall be held in accordance with the By-Laws. The Board of Directors shall have the authority to schedule the annual members' meeting for such other time and date as it determines to be appropriate, provided that appropriate notice of the meeting is provided to the members.

ARTICLE X
AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

Section 1. Notice of subject matter of a proposed amendment shall be included in the notice of any meeting at which a proposed amendment is considered.

Section 2. A resolution for the adoption of a proposed amendment may be provided either by the Board of Directors or by the members of the Association. Directors and members not present in person or by proxy at the meeting considering the amendment may exercise their approval in writing, provided such approval is delivered to the Secretary at or prior to the meeting. Except as elsewhere provided:

- (a) Such approvals must be by not less than seventy-five percent (75%) of the entire membership of the Board of Directors and/or by not less than two-thirds (2/3) of the votes of the entire membership of the Association; or

- (b) Until the sale of the first subdivision lot covered by these Articles, only by all the Directors of the Association.

ARTICLE XI

BY-LAWS

The first By-Laws of the Association shall be adopted by the Board of Directors and may be altered, amended or rescinded 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.

ARTICLE XII

DURATION

The corporation shall exist perpetually.

ARTICLE XIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the entire membership. 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 non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XIV

SUBSCRIBERS

The name and residence of the subscriber to these Articles are:

NAME

Sharon Hess Herrick

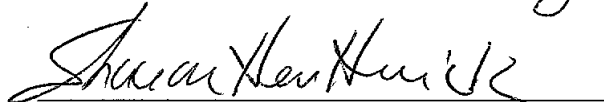
RESIDENCE ADDRESS4300 Bayou Blvd., Suite 23
Pensacola, Florida 32503

ARTICLE XV

FHA/VA APPROVAL

As long as there is a Class B membership, and there is any existing FHA or VA financing on any Lot within the Subdivision, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of the Articles.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation on this 11 day of February, 2002.

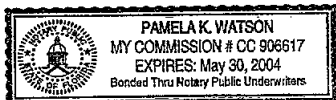

Sharon Hess Herrick

STATE OF FLORIDA

COUNTY OF ESCAMBIA

Before the undersigned subscriber, a Notary Public, personally came and appeared Sharon Hess Herrick, known to me to be the individual described in and who executed the foregoing instrument, and acknowledged that she executed the same for the uses and purposes therein set forth. She is personally known to me.

Given under my hand and official seal this 11th day of Feb., 2002.




Signature of Notary Public

Name of Notary Public
State of Florida at Large
My Commission Expires: _____
Commission Number: _____

CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN
THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 and Chapter 617.023, Florida Statutes, the following is submitted, in compliance with said Acts:

Sea Pines Homeowners Association, Inc., desiring to organize under the laws of the State of Florida, with its principal office at c/o Sharon Hess Herrick, 4300 Bayou Blvd., Suite 23, Pensacola, Florida, 32503, has designated Sharon Hess Herrick as its Registered Agent and has designated 4300 Bayou Blvd., Suite 23, Pensacola, Florida, 32503, as its Registered Office, for accepting service of process within the State.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby acknowledge that I am familiar with the obligations of this position, and I accept the obligations and agree to act in this capacity, and agree to comply with the provisions of said Statute relative to keeping open said office, along with all other obligations.



Sharon Hess Herrick
Registered Agent

W:\Bill\#Rlestate\Subdivisions\SeaPines\ArticlesIncor2-11-02.wpd

FILED
02 FEB 27 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"

("LEGAL DESCRIPTION")

Sea Pines Subdivision, Phase 1, a subdivision of a portion of Section 25, Township 1 South, Range 28 West, Santa Rosa County, Florida, according to plat thereof recorded in Plat Book C, at Page 164 of the public records of said Santa Rosa County, Florida, excepting therefrom Lots 1 - 5 and Lot 10 of Block C and Lot 2 of Block A as shown on said plat, but including that certain cul-de-sac being more particularly described as follows:

Commence at the southeast corner of Lot 28, Block D of said Sea Pines; thence South 66 degrees 21' 55" West along the south line of said Lot 28 for a distance of 159.08 feet to the point of beginning.

Thence Continue South 66 degrees 21' 55" West along the south line of said Lot 28 for a distance of 8.37 feet to the point of curvature of a circular curve concave to the north having a radius of 25.00 feet and a delta angle of 39 degrees 20' 45"; thence Westerly along the arc of said curve for an arc distance of 17.17 feet (chord distance = 16.83', chord bearing = South 86 degrees 02' 17" West) to the point of reverse curvature of a circular curve concave to the northeast having a radius of 50.00 feet and a delta angle of 258 degrees 41' 30"; thence Southeasterly along the arc of said curve for an arc distance of 225.75 feet (chord distance = 77.33', chord bearing = South 23 degrees 38' 05" East) to the point of reverse curvature of a circular curve concave to the south having a radius of 25.00 feet and a delta angle of 39 degrees 20' 45"; thence Easterly along the arc of said curve for an arc distance of 17.17 feet (chord distance = 16.83', chord bearing = North 46 degrees 41' 33" East) to the point of tangency; thence North 66 degrees 21' 55" East for a distance of 8.37 feet to the northwest corner of Lot 18, Block E, of said Sea Pines; thence North 23 degrees 38' 05" West for a distance of 66.00 feet to the point of beginning.

FILED
02 FEB 27 PM 3:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA